



100975578

To the Honorable Commissioner of Patents

original documents or copy thereof.

1. Name of conveying party(ies):

Pennington Enterprises, Inc.

2-19-99

Name of receiving party(ies)

Name: Pennington Seed, Inc.

Street Address: P.O. Box 290
1280 Atlanta Highway
Madison, Georgia 30650

Additional name(s) of conveying party(ies) attached? Yes No

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other:

Execution Date: May 11, 1993

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Georgia
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached yes no

Additional name(s) & address(es) attached? yes no

4. Application number(s) or registration number(s):

If this document is being filed together with a new application, the execution date of the application is:

- A. Trademark application No.(s)
- B. Trademark Registration No. **1,779,452**

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

WOMBLE CARLYLE SANDRIGE & RICE, PLLC
Suite 700
1275 Peachtree Street, N.E.
Atlanta, Georgia 30309-3574
(404) 872-7000
(404) 888-7490 (fax)

6. Total number of applications/registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit Account Number:

50-0517

(Attach duplicate copy of this page if paying by Deposit Account)

02/23/1999 SBURNS 00000131 1779452

01 FC:481

40.00 OP

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

James F. Vaughan

Name of Person Signing

Signature

2/15/99

Date

Docket No. P004.3003

Total number of pages including cover sheet, attachments, and document: [2]

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1938

DOCKET NO. .R : 951310349
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REFERENCE : 0069
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FORM NUMBER : 614

PAUL, HASTINGS, JANOFSKY & WALKER
DOROTHY BLACK FRANZONI
133 PEACHTREE STREET, NE
ATLANTA, GEORGIA 30303

CERTIFICATE OF RESTATED ARTICLES WITH NAME CHANGE

I, MAX CLELAND, Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that the articles of incorporation of

PENNINGTON ENTERPRISES, INC.
a domestic profit corporation

have been duly restated and amended and the corporate name changed to

PENNINGTON SEED, INC.

by the filing of articles of restatement in the office of the Secretary of State and by paying of fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of restatement.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.

RECEIVED
JUL 15 1994
SECRETARY'S OFFICE

FILED
OFFICE
JUL 15 94

Max Cleland

MAX CLELAND
SECRETARY OF STATE

Verley I. Spivey

VERLEY I SPIVEY
DEPUTY SECRETARY OF STATE



SECURITIES
656-7894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT-LINE

TRADEMARK
101-616-2222
Outside Metro-Atlanta

RECORDED: 02/19/1999

REEL: 1859 FRAME: 0447