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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

8-9-99

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other _____
- Effective Date
Month Day Year
07/14/99

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
07/14/99

Name AGRI LABORATORIES LTD.

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization DELAWARE

Receiving Party

Mark if additional names of receiving parties attached

Name MERIAL LIMITED

DBA/AKA/TA _____

Composed of _____

Address (line 1) 27 KNIGHTSBRIDGE

Address (line 2) _____

Address (line 3) LONDON SW1

ENGLAND

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association

Other LIMITED COMPANY

Citizenship/State of Incorporation/Organization ENGLAND AND WALES

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

08/11/1999 DCOATES 00000092 2155218

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
25.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS

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

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties Enter the total number of properties involved.

#

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

BREWSTER TAYLOR



AUGUST 9, 1999

Name of Person Signing

Signature

Date Signed

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name LARSON AND TAYLOR

Address (line 1) 1199 North Fairfax Street, Suite 900

Address (line 2) Alexandria, Virginia 22314

Address (line 3) _____

Address (line 4) _____

Correspondent Name and Address

Area Code and Telephone Number 703-394-4900

Name Brewster Taylor

Address (line 1) Larson and Taylor

Address (line 2) 1199 North Fairfax Street

Address (line 3) Alexandria, Virginia 22314

Address (line 4) _____

Pages

Enter the total number of pages of the attached conveyance document including any attachments. # 5

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

2,155,218 2,159,263

Number of Properties

Enter the total number of properties involved. # 2

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$ 65.00

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: # 12-0555

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

BREWSTER TAYLOR

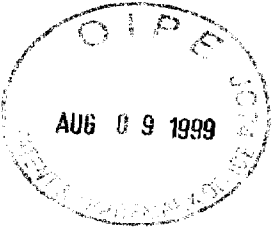
Brewster Taylor

AUGUST 9, 1999

Name of Person Signing

Signature

Date Signed



TRADEMARK ASSIGNMENT

COPY

This agreement is entered into by and between Agri Laboratories Ltd. a corporation organized under the laws of the State of Delaware, located and doing business at 20927 State Route K, St. Joseph, Missouri 64505, [hereinafter "Agri Labs"] and Merial Limited, a company limited by shares registered in England and Wales (registered number 3332751) with a registered office at 27 Knightsbridge, London SW1, England [hereinafter "Merial"].

WHEREAS, pursuant to the terms of that certain Trademark Agreement (the "Trademark Agreement") dated September 29, 1997, between Agri Labs and Merial, Agri Labs is desirous of selling various trademarks listed on Schedule A hereto and Merial is desirous of acquiring said trademarks as listed on Schedule A;

NOW, THEREFORE, for good and valuable consideration inclusive of consideration as recited in the Trademark Agreement, the sufficiency and receipt of which is acknowledged one party to the other, it is agreed that:

- 1. Agri Labs hereby assigns, transfers and conveys all right, title and interest in and to all trademarks, common law rights, applications for registration and/or registrations listed at Schedule A as well as any and all goodwill appurtenant to each trademark listed therein.

IN WITNESS WHEREOF, the parties have executed this agreement as of the date of last signature shown below:

AGRI LABORATORIES, LTD.

By: [Signature]
Steve Schram, President

Date: 7/14/99

Seal

Subscribed and sworn before me this 14 day of July, 1999

Lisa Hilsabeck

Notary Public

LISA HILSABECK
NOTARY PUBLIC STATE OF MISSOURI
NODAWAY COUNTY
MY COMMISSION EXP. FEB. 14, 2003

MERIAL LIMITED

By: Dennis F. Steadman
Dennis F. Steadman

Its: Vice President, North America Operations

Date: MAY 27/99

Seal

Subscribed and sworn before me this 27th day of May, 1999

Barbara A. Donley
Notary Public
Barbara A. Donley
Notary Public of New Jersey
My Commission Expires June 8, 1999

BDA/cf (LA:myBDA33670124.asg)

SCHEDULE A

MARK SERIAL NO. GOODS STATUS

U.S.

DOUBLE IMPACT 74/736,624 INTERNAL/EXTERNAL ANTIPARASITIC PREPARATION FOR USE WITH FARM ANIMALS PENDING

(Registration No. 2,155,218 - May 5, 1998) NOW REGISTERED

TOP LINE 74/736,685 PARASITICIDES FOR FARM ANIMALS PENDING

(Registration No. 2,159,263 - May 19, 1998) NOW REGISTERED

D. Fel

~~TOP LINE PLUS 75/050,553 EXTERNAL ANTIPARASITICS FOR FARM ANIMALS PENDING~~

SDS

CANADA

DOUBLE IMPACT 806,948 INTERNAL/EXTERNAL ANTIPARASITIC FOR USE WITH ANIMALS PENDING

MEXICO

DOUBLE IMPACT 257,929 INTERNAL/EXTERNAL ANTIPARASITIC PRODUCT FOR USE WITH ANIMALS PENDING

(Registration No. 544,545 - March 25, 1997) NOW REGISTERED

BDA/cf (1:stey8DAUJ670124.sch)