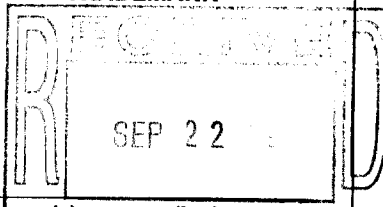


09-27-1999

TRADEMARK



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ME09-0299

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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
Effective Date
Month Day Year _____

Merger

Change of Name

Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership 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.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

09/24/1999 NTHAI1 00000263 75214611

01 FC:481 40.00 OP

02 FC:482 75.00 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

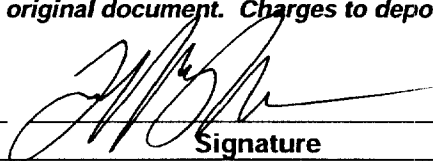
No

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.

Jeffrey L. Michelman

Name of Person Signing



Signature

September 22, 1999

Date Signed

ASSIGNMENT OF SERVICE MARKS

WHEREAS **PMI NUTRITION, INC.** of 1401 South Hanley Road, St. Louis, Missouri 63144, a corporation organized and existing under the laws of Delaware, has adopted, used, and is using the service marks listed on Exhibit A attached hereto, namely: U.S. Registration No. 2,182,902; U.S. Registration No. 2,183,046; Pending U.S. Application Serial No. 75/214,611; and Pending U.S. Application Serial No. 75/316,505 (the "Marks") in connection with retail store services; and

WHEREAS, **ACS HOLDING COMPANY, INC.** of 1401 South Hanley Road, St. Louis, Missouri 63144, a corporation organized and existing under the laws of Delaware, is desirous of acquiring all right, title and interest in said Marks, along with the goodwill associated therewith.

NOW, THEREFORE, for good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged, PMI Nutrition, Inc. does hereby sell, assign, and transfer unto ACS Holding Company, Inc., its successors and assigns, the entire right, title, and interest in and to said Marks together with the goodwill of the business symbolized by said Marks, which sale, assignment, and transfer includes any and all past and present rights and powers, statutory and common law, which have accrued, or may accrue, to PMI Nutrition, Inc. of any and all kind or nature appertaining to said Marks, the same to be held and enjoyed by ACS Holding Company, Inc. and for the use and benefit of its successors and assigns as fully and entirely as the same would have been held by PMI Nutrition, Inc. had such sale, assignment, and transfer not been made.

PMI NUTRITION, INC.

Date: 9/17/99

By: David G. Kelles
Printed Name: David G. Kelles
Title: Secretary

STATE OF MISSOURI)
) SS:
COUNTY OF ST. LOUIS)

On this 17th day of September, 1999, before me personally appeared David G. Kabbes, who, being duly sworn, did say that he/~~she~~ is the Secretary of PMI Nutrition, Inc.; that he/~~she~~ signed the foregoing on behalf of said corporation; and acknowledged the foregoing to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed an official seal at my office in the county and state aforesaid, the day and year first above written.

Keliane M. Murphy
Notary Public

My Commission expires: 2/2/2000

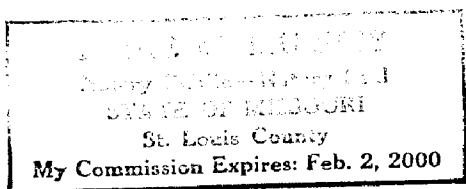


EXHIBIT A

**Service Marks Assigned from PMI Nutrition, Inc.
to ACS Holding Company, Inc.**

<u>Mark</u>	<u>Registration or Serial Number</u>	<u>Date Registered or Filed</u>
AMERICA'S COUNTRY STORE	Reg. No. 2,182,902	Registered August 18, 1998
AMERICA'S FEED STORE	Reg. No. 2,183,046	Registered August 18, 1998
MISCELLANEOUS DESIGN (Barn Outline)	Serial No. 75/214,611	Filed December 17, 1996
AMERICA'S COUNTRY STORE & Design	Serial No. 75/316,505	Filed June 30, 1997

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