

03-13-2001



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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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

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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.)

FOR OFFICE USE ONLY

03/13/2001 DBYRNE 00000016 1560449

01 FC:481
02 FC:482

40.00 OP
150.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
REEL: 002248 FRAME: 0733

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

612.334.8676

Name

Andrea M. Bond

Address (line 1)

Briggs and Morgan, P.A.

Address (line 2)

2400 IDS Center

Address (line 3)

80 South Eighth Street

Address (line 4)

Minneapolis, MN 55402

Pages

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

#

2

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)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

1560449	1932702	1258224
1892867	2098198	<input type="text"/>
1958331	1883231	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

7

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

190

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:

#

02-3732

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.

Andrea M. Bond

Name of Person Signing

Signature

02-26-01

Date Signed

ASSIGNMENT OF TRADEMARK

This Assignment is made as of the 30th day of December, 1999 by Necessary Organics, Inc. ("Assignor") in favor of Intagra, Inc. ("Assignee").

RECITALS

Assignor is the owner of the marks described on Exhibit A hereto (the "Marks").

The Marks were registered with the United States Patent and Trademark Office on the dates and as the Registration Numbers shown on Exhibit A; and Assignee desires to acquire the entire interest of Assignor in the Marks.

Now, therefore, in consideration of One Dollar in hand paid to Assignor and other good and valuable consideration, receipt of which is hereby acknowledged, Assignor agrees as follows:

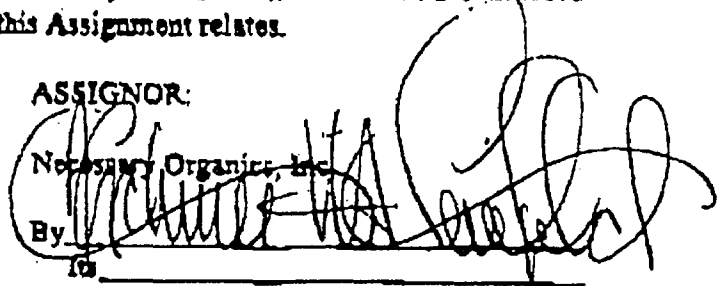
1. Assignor hereby assigns to Assignee all of its right, title and interest in the Marks, including but not limited to the right to register the Marks in Assignee's name, all common law rights of Assignor in the Marks, and the right to secure any renewals, reissues, and extensions of the Marks in any foreign country.

2. Nothing in this Assignment shall modify, supersede or eliminate any representation, warranty or covenant contained in the Asset Purchase Agreement of even date herewith by and among Assignor and Assignee, all of which representations, warranties and covenants are intended to survive the closing of the transaction to which this Assignment relates.

ASSIGNOR:

Necessary Organics, Inc.

By



STATE OF _____)

COUNTY OF _____) ss:

Acknowledged before me this _____ day of December, 1999 by _____ the _____ of Necessary Organics, Inc. on behalf of the corporation.

Notary Public

My commission expires: _____

Exhibit A
to
Assignment of Trademark

<u>Registered Trademarks and Trademark Applications Pending</u>	<u>Registration Numbers or Application Numbers</u>
BioActivator	Reg. No. 1258224
Concern	Reg. No. 1560449 Reg. No. 1950190
Foliagro	App. No. 74/523188
From the Earth, For the Earth	Reg. No. 1892867
Natural Solutions	Reg. No. 1958331
Necessary & design	Reg. No. 1241626
Necessary Organics (name)	Reg. No. 1932702
Necessary Organics (logo)	Reg. No. 1992338
Necessary Trading Company	Reg. No. 1244891
Slug Stop	Reg. No. 2098198
Vitalize	Reg. No. 1883231
Concern Citrus Home Pest Control	App. No. 75/539535
Concern Copper Soap Fungicide	App. No. 75/539534
Concern Fast Acting Weed Killer	App. No. 75/539535
Concern Pesticidal Spray Oil	App. No. 75/540022
Weed Prevention Plus	App. No. 75/568813
Necessary Organics, Inc. logo II	App. No. 75/528121
Necessary Organics, Inc. logo III	App. No. 75/530279