

01-22-2002

FORM PTO-1594

1-31-92

1/15/02



101954372

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document or certified copy thereof.

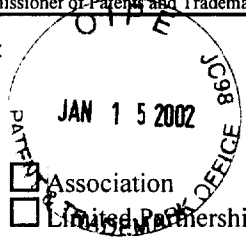
1. Name of conveying Party:

Intagra, Inc.

- Individual(s)
- General Partnership
- Corporation **Minnesota**
- Other _____

Additional name(s) of conveying party(ies) attached?

Yes No



2. Name and Address of receiving Party:

Name: Safer Inc.

Internal Address:

Address: **c/o Corporation Service Company
2711 Centerville Road, Suite 400
Wilmington, Delaware 19808**

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation **Delaware**
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached:

Yes No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached?

Yes No

3. Nature of conveyance:

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

Execution Date: **December 12, 2001**

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

A. Trademark Application No.(s)

76/234,808
76/234,809
75/234,810

B. Trademark Registration No.(s)

1,258,224 1,932,702 2,098,198
1,560,449 1,955,365 2,220,502
1,883,231 1,958,331 2,236,673
1,892,867 2,029,339 2,291,643

Additional sheet attached? Yes No

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

Jacobson Holman PLLC

400 7th Street, N.W.
Washington, DC 20004
Tel. 202-638-6666

Attorney Docket No. **12614/M8954**

6. Total number of applications and registrations involved: **15**

7. Total fee (37 CFR 3.41)..... \$ 390.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account No.: **06-1358**

(Attach duplicate copy of this page if paying by deposit account):

01/18/2002

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DO NOT USE THIS SPACE

01 FC:481
02 FC:482

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.

Marvin R. Stern

Name of Person Signing

Signature

January 15, 2002

Date

Total number of pages including cover sheet, attachments, and document: **5**

ASSIGNMENT OF TRADEMARKS AND TRADEMARK APPLICATIONS

WHEREAS, Intagra, Inc., a corporation organized and existing under the laws of the State of Minnesota, having a place of business at 8906 Wentworth Avenue South, Minneapolis, Minnesota 55420 (the "Seller"), has adopted and used and is using the trademarks (the "Marks") identified on Schedule A attached hereto, and is the owner of the registrations and applications of such Marks in the United States Patent and Trademark Office identified on such Schedule A;

WHEREAS, Safer, Inc., a corporation organized and existing under the laws of the State of Delaware, having a place of business at c/o Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, Delaware (the "Buyer"), is desirous of acquiring the Marks and the registrations thereof; and

WHEREAS, nothing contained in this Assignment of Trademarks and Trademark Applications shall expand, reduce or otherwise affect the indemnification rights of the parties under the Asset Purchase Agreement, dated December 12, 2001, by and among the Seller, Woodstream Corporation, a Pennsylvania corporation, Michael Engler and Joanne Engler (the "Purchase Agreement"). In the event of a conflict between this Assignment of Trademarks and Trademark Applications and the Purchase Agreement, the Purchase Agreement shall control;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Seller does hereby assign, sell and transfer unto the Buyer all right, title and interest in and to the Marks, together with (i) the registrations and applications of the Marks, (ii) the goodwill of the business symbolized by and associated with the Marks and the registrations and applications thereof, and (iii) the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to the Marks or the registrations and applications thereof or such associated goodwill.

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IN WITNESS WHEREOF, the Seller, by its duly authorized officer, has executed this assignment, as an instrument under seal, on this 12th day of December, 2001.

INTAGRA, INC.

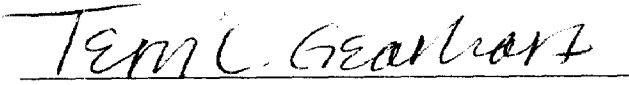
By: 

Name: Michael Engler

Title: President

COMMONWEALTH OR STATE OF MINNESOTA)
) ss.
COUNTY OF RAMSEY)

On this 12 day of December, 2001, before me appeared Michael Engler, the person who signed this instrument, who acknowledged that he is the President of Intagra, Inc. and that being duly authorized he signed such instrument as a free act on behalf of said corporation.


Notary Public

[Seal]

My commission expires:



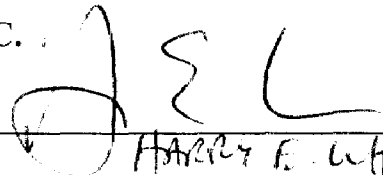
The foregoing assignment of the Marks and the registrations and applications thereof by the Seller to the Buyer is hereby accepted as of the 12th day of December, 2001.

SAFER, INC.

By: _____

Name:

Title:


HARRY E. WHALEN
PRESIDENT

Trademarks and Trademark Registrations

<u>Title</u>	<u>Registration No.</u>	<u>Issue Date</u>
Bioactivator	1258224	November 22, 1983
Concern	1560449	October 17, 1989
Vitalize	1883231	March 14, 1995
From The Earth	1892867	May 9, 1995
- For The Earth		
Necessary Organics	1932702	November 7, 1995
Magic Patch	1955365	February 6, 1996
Natural Solutions	1958331	February 27, 1996
Get Away	2029339	January 7, 1997
Slug Stop	2098198	September 16, 1997
Nubark	2220502	January 26, 1999
Deer Away	2236673	April 6, 1999
Rose Stick	2291643	November 9, 1999

Trademark Applications

<u>Title</u>	<u>Serial No.</u>	<u>Filing Date</u>
Concern Pesticidal Spray Oil	75/540022	August 19, 1998
Weed Prevention Plus	75/568813	October 13, 1998
Concern Citrus Home Pest Control	76/234808	March 26, 2001
Concern Copper Soap Fungicide	76/234809	March 26, 2001
Concern Fast Acting Weed Killer	76/234810	March 26, 2001