

01-23-2002

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To the Honorable Commissioner of Pat

attached original documents or copy thereof.

1. Name of conveying party(ies):
Omega Protein Corporation

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

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: _____

2. Name and address of receiving party(ies)
Name: Omega Protein, Inc.

Internal Address: _____
Street Address: 835 - B Pride Drive
City: Hammond State Louisiana Zip 70401

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

4. Application Number(s) or Registration Number(s)

A. Trademark Application No. (s)

B. Trademark Registration No.(s)
2,309,474

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Albert B. Kimball, Jr.
Internal Address _____
Bracevell & Patterson, L.L.P.
P.O. Box 61389, Houston, Texas 77208-1389
Street Address _____
711 Louisiana Street, Suite 2900
City: Houston State: Texas Zip 77002-2781

6. Total number of applications and registration involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

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

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

Constance G. Rhebergen Constance G. Rhebergen Nov. 20, 2001
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document 3

01/23/2002 6TOM11 00000260 2309474

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

TRADEMARK
REEL: 002428 FRAME: 0254

INTELLECTUAL PROPERTY ASSIGNMENT

THIS ASSIGNMENT is made this 16th day of Nov., 2001 by and between Omega Protein, Inc., a Nevada corporation ("Assignor") and Omega Protein, Inc., a Virginia corporation ("Assignee"). The Assignor and Assignee are collectively referred to herein as the "Parties".

WHEREAS, the Assignor is the owner of the trademarks, service marks and trade names as represented by the trademarks and their associated registrations and applications described below:

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Country</u>
OMEGAPURE	2,309,474	United States

WHEREAS, the Assignee is interested in acquiring the Trademarks, including all domestic and foreign rights, registrations, and applications, from the Assignor, as part of the business to which the Trademarks pertain, and the Assignor is interested in transferring the Trademarks to the Assignee.

NOW, THEREFORE, the Assignor, for the sum of one United States dollar and other good and valuable consideration, the receipt, adequacy and sufficiency of which is acknowledged by the Assignor:

1. Hereby sells, assigns, transfers and conveys to the Assignee, its successors and assigns, the Assignor's entire right, title and interest in and to the Trademarks, and their associated registrations and applications, both domestic and foreign, together with the goodwill of the business associated with and symbolized by the Trademarks; and

2. Hereby sells, assigns, transfers and conveys to the Assignee, its successors and assigns all causes of action, past, present, and future for infringement or unfair competition with respect to the Trademarks; and

3. Will, upon written request of Assignee, its successors and assigns, execute reasonable documents prepared at the expense of Assignee, its successors and assigns, to perfect its title to any and all rights in the Trademarks conveyed hereunder.

IN WITNESS WHEREOF, Assignor has given legal effect to this Assignment by its duly authorized representative.

ASSIGNOR:

Omega Protein Corporation

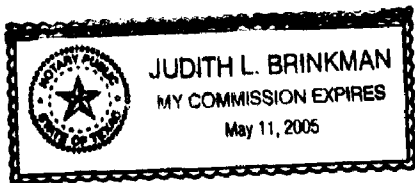
By: *Robert W. Stockton*

Name: Robert W. Stockton

Title: Executive Vice President

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on November 16, 2001, by Robert W. Stockton the Executive Vice President, of Omega Protein Corporation, a Nevada corporation, on behalf of said corporation.



Judith L. Brinkman

Notary Public in and for
the State of Texas

Name: _____

My commission expires: _____