

01-30-2002

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

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

<p>1. Name of conveying party(ies): <u>Necessary Organics, Inc.</u></p> <p><input type="checkbox"/> Individual(s)      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership      <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State <u>Virginia</u>  <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: <u>Intagra, Inc.</u> Internal Address: _____ Street Address: <u>8906 Wentworth Ave. South</u> <u>Minneapolis</u> State: <u>MN</u> Zip: <u>55402</u> City: _____ State: _____ Zip: _____</p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation-State <u>Minnesota</u>  <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  (Designations must be a separate document from assignment)  Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:  <input checked="" type="checkbox"/> Assignment      <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement      <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>12/30/99</u></p>	

<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s) <u>1950190</u></p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Andrea M. Bond, Esq.</u> Internal Address: _____ <u>Briggs and Morgan, P.A.</u> <u>2400 IDS Center</u> Street Address: <u>80 South Eighth Street</u> City: <u>Minneapolis</u> State: <u>MN</u> Zip: <u>55402</u></p>	<p>6. Total number of applications and registrations involved: <span style="border: 1px solid black; padding: 2px;">1</span></p> <p>7. Total fee (37 CFR 3.41).....\$ <u>40.00</u>  <input type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>02-3732</u> (Attach duplicate copy of this page if paying by deposit account)</p>
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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.*  
Briggs and Morgan, P.A.  
Andrea M. Bond, Esq. By: Andrea M. Bond 12-30-01  
Name of Person Signing Signature Date

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

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

01/29/2002 6TOM11 00000107 023732 1950190  
01 FC:481 40.00 CH

TRADEMARK  
REEL: 2432 FRAME: 0972

**ASSIGNMENT OF TRADEMARK**

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

**RECITALS**

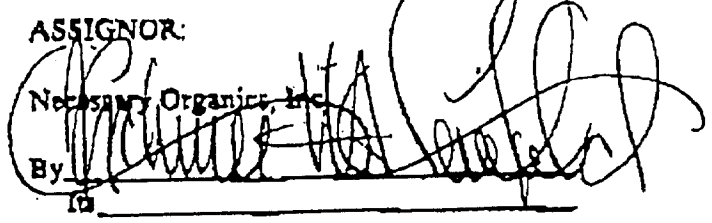
Assignor is the owner of the marks described on Exhibit A hereto (the "Marks").

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:   
To \_\_\_\_\_

STATE OF \_\_\_\_\_ )  
  ) ss:  
COUNTY OF \_\_\_\_\_ )

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

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\*\* TOTAL PAGE.04 \*\*

**RECORDED: 12/26/2001**

**TRADEMARK  
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