

05-03-2002

FORM PTO-1594

U.S. DEPARTMENT OF COMMERCE

1-31-92

Patent and Trademark Office



102077583

To the Honorable Commissioner of Patents and Trademarks, please return the attached original document or certified copy thereof.

1. Name of conveying Party:

Necessary Organics, Inc. 4-8-02

- Individual(s)
- General Partnership
- Corporation Virginia
- Other
- Association
- Limited Partnership

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

Yes No

2. Name and Address of receiving Party:

Name: Intagra, Inc. APR - 8 2002

Internal Address:

Address: 8906 Wentworth Avenue South
Minneapolis, Minnesota 55420

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation Minnesota
- 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 30, 1999

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,950,190

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: 1

7. Total fee (37 CFR 3.41)..... \$ 40.00

- 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):

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.

Marvin R. Stern
Name of Person Signing

April 8, 2002
Date

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

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40.00 00

TRADEMARK
REEL: 002497 FRAME: 0980

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.

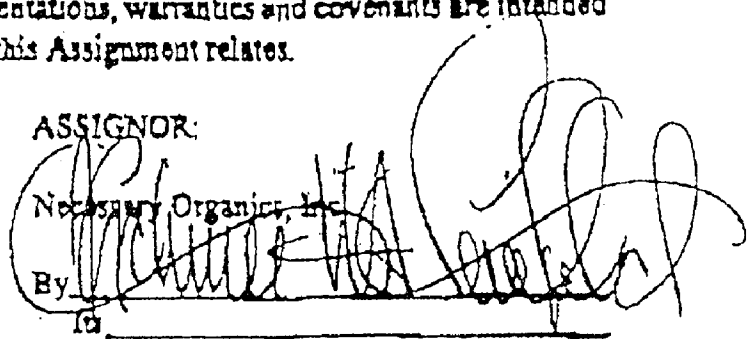
2. Nothing in this Assignment shall modify, supersede or eliminate any representation, warranty or covenant contained in the Asset Purchase Agreement of even date herewith by and among Assignor and Assignee, all of which representations, warranties and covenants are intended to survive the closing of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

ASSIGNOR:

Necessary Organics, Inc.

By _____

is



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