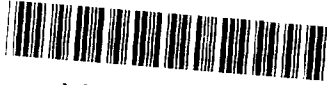


LOS ANGELES OFFICE
TELEPHONE (213) 688-1143

LAW OFFICES OF
ROTH & GOLDMAN
A PROFESSIONAL ASSOCIATION
523 WEST SIXTH STREET, SUITE 707
LOS ANGELES, CALIFORNIA 90014-1102

05-20-2002

102095088

RECORDATION COVER SHEET FOR TRADEMARKS

Box ASSIGNMENT
Director - U.S. Patent and Trademark Office
Washington, D. C. 20231

May 6, 2002

Dear Sir:

5-15-02

Please record the attached original documents or copies thereof.

1. NAME OF CONVEYING PARTY Individual
Actagro, Inc. General Partnership
4974 East Clinton, Suite 200 Corporation - State: California
Fresno, California 93727 Association
UNITED STATES OF AMERICA Limited Partnership - State:

2. NAME OF RECEIVING PARTY Individual
Actagro, LLC General Partnership
4516 North Howard Avenue Corporation - State:
Biola, California 93606 Association
United States of America Limited Liability Company - State: California

If assignee is not domiciled in the U.S., a domestic representative designation is attached
 YES NO

3. NATURE OF CONVEYANCE
 Assignment Merger
 Security Agreement Change of Name

Execution Date: April 1, 2002

4. APPLICATION AND/OR REGISTRATION NUMBER(S)

A. Application No(s):

B. Registration No(s): 1,212,048 ACID-GRO

05/17/2002 TBI/AZI 00000180 1212048
01 FC:581 40.00 CP

TRADEMARK
REEL: 002508 FRAME: 0441

5. NAME OF PARTY TO RECEIVE CORRESPONDENCE

Roth & Goldman
523 W. 6th Street, Suite 707
Los Angeles, CA 90014

6. TOTAL NUMBER OF APPLICATIONS/REGISTRATIONS INVOLVED: 1

7. TOTAL FEE \$40.

Enclosed

Excess, if any, is authorized to be charged to Deposit Account No. 18-2069.

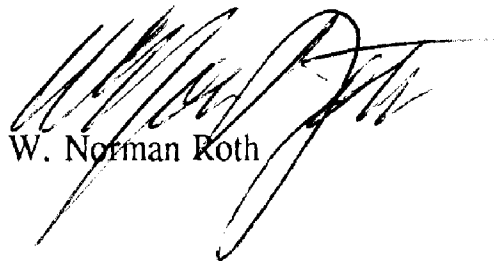
8. STATEMENT & SIGNATURE

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.

9. PAGES

Total number of pages including cover sheet, attachments and document - 4.

Very truly yours,



W. Norman Roth

WNR/ad

ASSIGNMENT

WHEREAS, Actagro, Inc., a California corporation previously situated at 4974 East Clinton, Suite 200, Fresno, CA 93727 (hereinafter called the ASSIGNOR) is owner of the following Trademark in the United States of America:

ACID-GRO U.S. Registration No. 1,212,048 dated October 12, 1982

AND WHEREAS, Actagro, LLC, a California limited liability company situated at 4516 North Howard Ave., Biola, CA 93606 (hereinafter called the ASSIGNEE) has acquired, effective 9 September 1997, the entire right, title and interest in and to the aforesaid Trademark together with the goodwill of the business symbolized by the Trademark and the registration thereof,

NOW THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known, that for and in consideration of the United States dollars (\$10.00 US) and other good and valuable consideration receipt of which is hereby acknowledged, the said ASSIGNOR by these presents does confirm the sale, assignment and transfer unto the ASSIGNEE, its successors and assigns, of its entire right, title and interest in and to the aforesaid Trademark together with the entire goodwill of the business symbolized by the Trademark and all rights which the said ASSIGNOR has heretofore enjoyed thereunder, the same to be held and enjoyed by the said ASSIGNEE, its successors and assigns with effect from 9 September 1997.

IN WITNESS WHEREOF, the said ASSIGNOR has executed this assignment this

1 day of April 2002.

Actagro, Inc.

John R. Marthart

by JOHN R. MARTHART

*

(*Typed Name and Title)

This document should be executed in the presence of a Notary Public.

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

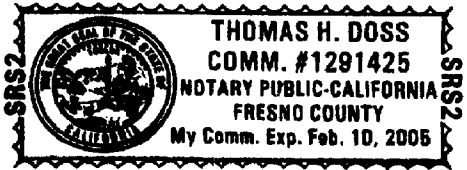
State of California

County of FRESNO } ss.

On 4-1-02, before me, Thomas H. Doss Notary Public
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared John R. Marhart
Name(s) of Signer(s)

- personally known to me
- proved to me on the basis of satisfactory evidence



to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

[Handwritten Signature]
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Assignment

Document Date: 4-1-2002 Number of Pages: 1

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer Is Representing: _____

