

08-09-2002



To the Honorable Commission

of the attached original documents or copy thereof.

and address of receiving party(ies):

1. Name of conveying party(ies)

Rutgers Organics Corporation
a/k/a Rutgers Organic Corporation
201 Struble Road
State College, PA 16801

102183816

Deerfield Chemical Company, Inc.
a/k/a Deerfield Chemical, Inc.
3813 County Highway 49 North
P.O. Box 700
Reform, Alabama 35481

8-6-02

- Individual(s)
- General Partnership
- Corporation: Pennsylvania
- Other

- Association
- Limited Partnership

MRO

Add'l. name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

8-6-02

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

Execution Date: July 26, 2002

- Individual(s) citizenship:
- Association
- General Partnership
- Limited Partnership
- Corporation - Alabama

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)

1,612,521

Additional numbers attached? Yes No

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

Name: Kelly L. Williams, Esq.
Internal Address: Cummings & Lockwood
Street Address: 700 State Street
Post Office Box 1960
City: New Haven State: Connecticut Zip: 06509-1960

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 number: 11-0231
(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.

Signature *Kelly L Williams*
Kelly L. Williams

July 31, 2002

Total number of pages comprising cover sheet: [7]

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

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DORITY & MANNING

PAGE 08/09

ASSIGNMENT

For good and valuable consideration, receipt of which is hereby acknowledged, RUTGERS ORGANICS CORPORATION (a Pennsylvania corporation), a/k/a RUTGERS ORGANIC CORPORATION, ("Assignor"), representing that it has not previously assigned the mark described below, does hereby assign unto DEERFIELD CHEMICAL COMPANY, INC. (an Alabama corporation), a/k/a DEERFIELD CHEMICAL, INC., ("Assignee") all right, title and interest it may have in and to the MAXCOTE mark ("Mark"), which is registered in the United States Patent and Trademark Office, as Registration No. 1,512,521, issued September 11, 1990, together with the goodwill of the business symbolized by the Mark, and the above identified registration thereof.

Assignor and Assignee agree that as part of the consideration for the assignment herein, all claims which could be asserted by either party in connection with the Mark and title thereto are fully released, terminated, and forever ended. Assignee also agrees to indemnify and hold harmless Assignor from any liability or loss resulting from judgments or claims arising out of a dispute as to the title of the Mark.

IN WITNESS WHEREOF, Assignor has executed this Assignment as of the date indicated below.

July 26, 2002
Date

RUTGERS ORGANICS CORPORATION
By: [Signature]
Printed Name: David S. Johnson
Title: President & CEO

STATE OF PENNSYLVANIA
County of Centre

Subscribed and sworn before me
this 26 day of July, 2002.

[Signature]

Notary Seal
Helen H. Hays, Notary Public
Centre County, PA
My Commission Expires Nov. 20, 2005
Member, Pennsylvania Association of Notaries



Sent By: MEADWESTVACO CHEM;

843 740 2329;

Jul-29-02 2:05PM;

Page 2/2

25-JUL-2002 10:12

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RULES DEPARTMENT

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DORITY & MANNING

PAGE 09/09

~~Notary Public, in and for the State
of Pennsylvania~~

~~My commission expires: _____~~

~~State _____~~

DEERFIELD CHEMICAL
COMPANY, INC.

By: Alton E. Bonner

Printed Name: Alton E. Bonner

Title: Pres

STATE OF SOUTH CAROLINA)
County of Beaufort)

Subscribed and sworn before me
this 26 day of July, 2002.

Kathryn P. Hardermill

Notary Public, in and for the State
of South Carolina

My commission expires: 10/05/2010

