

03-13-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings



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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.

1. Name of conveying party(ies): BH Capital Investments, L.P.

3-11-03

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 9/13/02

2. Name and address of receiving party(ies)

Name: Turf Science Laboratories, Inc.

Internal Address:

Street Address: 2121 Hoover Avenue

City: National City State: CA Zip: 91950

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State California 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) 2451763, 2458161, 2470291, 2443298, 2505089

Additional number(s) attached Yes No

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

Name: John H. Anderson, Esq.

Internal Address:

Law Offices of John H. Anderson

Street Address: 105 E. Mariposa

City: San Clemente State: CA Zip: 92672

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41) \$ 140.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

John H. Anderson Name of Person Signing

Handwritten signature

March 5, 2003 Date

Total number of pages including cover sheet, attachments, and document: 16

03/12/2003 EDCOPER 00000194 2451763

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

01 FC:8521 02 FC:8522

40.00 OP 100.00 OP

TRADEMARK REEL: 002689 FRAME: 0660

BILL OF SALE

That BH Capital Investments, L.P., Excalibur Limited Partnership, Gundyco in Trust for RSP 550-98866-19 and MB Capital Partners , through their agent Credit Managers Association of California, for a good and valuable consideration, receipt of which is hereby acknowledged, does by these presents, sell, assign and transfer unto Turf Science Laboratories, Inc., a California corporation, all its right, title and interest, **AS IS AND WHERE IS**, in and to all personal property, wherever located and whenever acquired or arising, whether tangible or intangible, which includes inventory, fixtures, (if removable) and furniture and the property described in the attached Exhibit "A", free and clear of all known liens, other than the liens in favor of First National Bank as shown on Exhibit "B", formerly belonging to Eco Soil Systems, Inc. and its direct and indirect subsidiaries, and Agricultural Supply Inc., Turn Partners, Inc., Sistemas Y Equipos Agricolas, S.A. de C.V. and Agricultural Supply de Mexico, S.A. de C.V.

That BH Capital Investments, L.P., Excalibur Limited Partnership, Gundyco in Trust for RSP 550-98866-19 and MB Capital Partners warrants full authority to make, execute and deliver this Bill of Sale, but makes no other representations or warranties, either express or implied, of any type or kind whatsoever.

IN WITNESS WHEREOF, the said Assignee sets its hand this 13th day of September, 2002.

CREDIT MANAGERS ASSOCIATION
OF CALIFORNIA

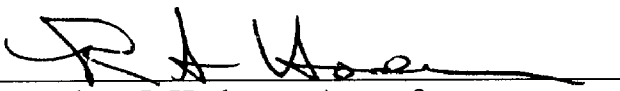
By: 
Robert J. Hoder, as Agent for
BH Capital investments, L.P.,
Excalibur Limited Partnership,
Gundyco in Trust for RSP 550-98866-19
and MB Capital Partners

EXHIBIT "A"

SCHEDULES

Technology

Schedule 1.01 (a)

1. All intellectual property, including formulas research data, test results for the product lines of BioJect.
2. All intellectual property associated with the following patents:

BioJect Patents

5,227,067	issued 7-13-93
5,227,068	" 7-13-93
5,314,619	" 5-24-94
5,447,866	" 9-5-95
5,739,031	" 4-4-98

3. Lists of sources of all raw materials used in the process of producing the products associated with the patents listed above.
4. All microbial assets purchased under the AGRIMUM, INC. agreement dated July 29, 1999 with the exception of the two organisms (Riz Up and At Ease).
5. Library of Bacteria.

Inventories

Schedule 1.01 (b)

1. All BioJect parts inventory, none of which are located in the Allstate Moving Systems storage facility
2. 78 new BioJect Units
3. 20 used BioJect Units currently in the field under contract.
4. BioJect parts consisting of used BioJect Units that are incomplete or in need of repair, alteration and/or services located in Maryland and Florida
5. BioJect, tools, testing devices, and all miscellaneous items associated with the BioJect Units located in San Diego, Chicago, Maryland and Florida

Packaging Materials

Schedule 1.01 (c)

1. All packing devices, filling machinery, measuring equipment, storage equipment, associated with the production of BioJect products FreshPack filling machinery, measuring equipment, storage equipment, are specifically excluded from this transaction.
2. All packing equipment used exclusively for for Bioject business currently stored in E.S.S. warehouses, barns, storage sheds, etc. in San Diego, Maryland, Florida and Chicago

Schedule 1.01 (d)

Fermentation Lab

One New Brunswick Fermenter (40 gallon capacity)

Model #BF-5000 40L
Serial Number: 690348301

AMSCO Electric Steam Boiler
Model CH530AS-146655-774
Serial Number: 20376

Airflow Hood
Contamination Control
Model 768 19 ½" x 72"
Serial Number: 17961B

True – Refrigerator Glass Door Upright
Serial Number: 967875
Model OD11-72 For samples

Walk-in refrigerator Ace 541-2623
Kool Star
Serial Number: 8518 WP-C
Manufacture Date: 1-19-99

Freezers

Kelvinator 12CF Upright -70 degrees
Serial Number: 348549

Kelvinator 12CF Upright -70 degrees
Serial Number: 90356133

Kelvinator 12CF Upright -70 degrees
Serial Number: 343241

Kelvinator 12CF Chest type -70 degrees
Serial Number: 415950

Schedule 1.01 (d) (cont.)

Growth Chambers

Model PGW36 Right Entry
Serial Number: 8J6245W

Model PGW36 Left Entry
Serial Number: 8K3227W

Hassmann Chest type 22CF -10 degrees F
For icepacks

Airflow Hood
Contamination Control, Inc.
Model #868 30" x 72"
Serial Number: 18753

8 x 12 building for B1-b (Soil Cond.) packaging

Electrode Package Sodium Ion
PH Meter & Lab Equipment
ISE Meter
591 Turfgrass Tissue Analysis Com
Electrode Calcium & Electrode Nitrate
¼ HP 1PH 117 SPM
Electrode Comb Ross Suref Sod.
SwitchBox 607 & Bio-Mixer Homoge
1 Four Tank Fertigation System
40 Mister & Bleeder Assemblies
DR/2000 Spectrophotometer
Fume Scrubber 115V/60 & Digital Di
Digesdahl Apparatus 115V & Phosv
Fume Scrubber 115V/60
Fume Scrubber 115V/60
Coke Purchase
Olympus Phase Contrast Microscope
BioJect Analytical Equipment
30x40 Display with Case to Table C
DD-100 DLX Water Swivel DD-10
Black Cutting Reel
32 Plug-Nema5-15P

52 HUB HBL5266C
32 NFS40-7615
Equipment
28 NFS40-7615
Cardy Sodium Na+ Meter
Environmental Shaker
Gilford, Staser and Large Spectroph
Sorvall Centrifuge
Environmental Shaker
LiquiBox 1000-CIT-W Filing Equipment
Cleanstation CS84-F-100
28XX F/D Louver & Punch
Lab Scale
Lab Dishwasher
Incubator
Biohazard Lab Hood
Laminar Flow Hood
Vortex Shaker
Gas Chromatograph w/FD
Environ Shaker
Scale (covered)
Centrifuge
Centrifuge Rotor RC5B
Centrifuge Rotor RC5B
Centrifuge Rotor RC5B
Tabletop Centrifuge
Centrifuge Rotor T600B
Incubator
Incubator
Convection Incubator
Balance, Triple Beam
Spectrophotometer
Spectrophotometer
Orbit Shaker
Laminar Flow Hood
Microscope
Microscope
Microscope
Shaker
Incubator
Laminar Flow Hood
Shaker
Shaker
Laminar Flow Hood
Fermentor 40Ltr
Microscope

Generator
Scale
Laminar Flow Hood
Scale (500g)
Pump
Chromatopac
Pump, peristaltic
Plate Reader
Microscope
Shaker
Scale (32kg)
Scale
Biocommand
Tool Chest and Tools
Cleanstation CS84-F-100(Downpay
Koolmate 40 Cooler for Inoculom
8'x8' Shed
8'x8' Shed
Atomic Absorption Spectrofotometer
Incubator Shaker
Stearn Sterilizer 12" Chamber
Biological Containment Hood
Biological Containment Hood
Cutting Die Equipment

The intent of the parties is that buyer acquire all laboratory equipment, the growth chambers, one fermenter and a total of 98 biojects. The seller does not warrant the accuracy of this itemized list.

Field computer equipment (4)

Schedule 1.01 (e)

BioJect Patents

5,227,067	issued	7-13-93
5,227,068	"	7-13-93
5,314,619	"	5-24-94
5,447,866	"	9-5-95
5,739,031	"	4-4-98

Schedule 1.01 (g)

1. All BioJect product registrations with each State in the United States and also any foreign registrations in existence.
2. All EPA registrations that apply to the BioJect product lines. Additionally, any other regulatory permits, licenses, authorizations, declarations, or other approvals pertaining to the production, distribution or legal sales of the aforementioned product lines./7

Schedule 1.01 (k)

1. All contracts currently in place (78 in total) to supply inoculum to BioJect customers and to supply service to those same BioJect Units

Listing of Accounts Receivables:

1. Aberdeen Golf and Country Club	\$ 872.91
2. Amsod, Inc.	\$10,810.00
3. Army-Navy Country Club – Fairfax	\$ 6,270.00
4. B.C. Abalone	\$ 1,327.30
5. Baker Hill	\$ 3,500.00
6. Bear Lakes	\$ 1,696.00
7. Black Sheep Golf Course	\$11,040.00
8. Boca Country Club	\$ 1,570.92
9. Boca Raton Resort	- \$ 775.92
10. Caves Valley Golf Course	\$ 6,500.00
11. Chalet Hills	\$ 9,790.00
12. Chestnut Ridge Country Club	\$ 6,615.00
13. City of Coronado Golf Course	\$ 2,602.42
14. Colonial Springs Golf Course	- \$ 3,198.50
15. Country Club of Detroit	\$ 9,540.00
16. Deer Creek Golf Course	\$ 4,976.51
17. Eagle Creek Golf Course	\$ 7,950.00
18. Eagle Brook Golf Course	\$ 890.40
19. Emerald Dunes Golf Course	\$ 2,812.91
20. Encinitas Ranch Golf Course	\$ 1,515.36
21. Floridian	\$ 1,926.00
22. Four Seasons – Avaria	\$ 1,831.75
23. Fox Chase Golf Course	\$ 1,918.34
24. Glen Arbor Golf Course	\$ 6,109.95
25. GreenValley Country Club	\$ 6,360.00
26. Green Spring Valley Hunt	\$ 1,869.16
27. Groff Farm Golf Course	\$ 1,830.00
28. Gulph Mills Golf Course	\$ 3,180.00
29. Hawk's View Golf Course	\$ 5,502.88
30. Hayfield's Country Club	\$ 3,150.00
31. Huron Clinton Metro Auth.	\$21,600.00
32. La Grange Country Club	\$ 7,040.00
33. Lakewood Country Club	\$ 3,150.00
34. Lancaster Country Club	\$ 4,392.00
35. Legacy Club at Alaqua	\$ 1,290.48
36. Mink Meadows Golf Course	\$ 3,318.31
37. Morning Star Golf Course	\$ 3,153.00
38. Ocean Pines Country Club	\$ 4,112.50
39. Old Memorial Golf Course	\$ 2,140.00
40. Palm Beach Country Club	\$ 976.26
41. Pine Ridge Golf Course	\$ 3,000.00
42. Prestwick Village Golf Course	\$ 3,684.98

43. Redgate Golf Course	\$ 3,000.00
44. Regents Glen Country Club	\$ 4,426.99
45. River Run Country Club	\$ 8,225.00
46. Royal Fox Country Club	\$19,580.00
47. Ruth Lake Country Club	\$ 4,277.61
48. Saratoga Golf and Polo	\$ 1,326.17
49. Seminole Club	\$ 4,780.60
50. Southern Dunes Golf and Country Club	\$ 4,240.48
51. Suburban Country Club	\$ 2,184.17
52. Sullivan Resorts, LLC	\$ 5,518.67
53. Summer Glen Golf Course	\$ 286.50
54. The Floridian Club	\$ 1,926.00
55. The Rookery	\$ 3,916.69
56. Treadwell Golf Association	\$ 3,825.66
57. True Shot, LLC	\$ 2,124.11
58. Vineyard Golf Course	\$ 1,453.33
59. Waynesborough Country Club	\$ 795.00
60. Westchester County Parks	\$54,000.00
61. White Oak Plantation	\$ 103.53
TOTAL:	\$303,831.44

EXHIBIT "B"

LIEN OF FIRST NATIONAL BANK

1. California Secretary of State.
Financing Statement filed July 7, 1999 bearing number 9919560625.
2. Nebraska Secretary of State.
Financing Statement filed July 19, 1999 bearing number 9999820246.
3. Nebraska Secretary of State.
Financing Statement filed June 20, 2000 bearing number 9900064569.