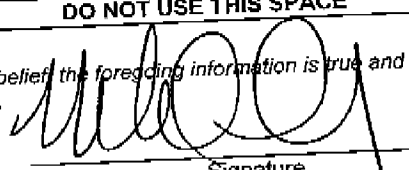


U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

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

<p>1. Name of conveying party(ies): ERLY Industries Inc.</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-California <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>Comet Rice, Inc.</u></p> <p>Internal Address: Street Address: <u>10960 Wilshire Boulevard, Suite 500</u></p> <p>City: <u>Los Angeles</u> State: <u>CA</u> Zip: <u>90024</u></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>TX</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 (Designations must be a separate document from assignment) <input type="checkbox"/> No Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of Conveyance:</p> <p><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>June 25, 1986</u></p>	<p>4. Application Number(s) or Registration Number(s):</p> <p>A. Trademark Application No.(s): _____</p> <p>B. Trademark Registration No.(s): <u>402,475</u></p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Michael S. McCoy FULBRIGHT & JAWORSKI L.L.P.</u></p> <p>Internal Address: <u>Atty. Dkt.: T00037US0</u> Street Address: <u>1301 McKinney, Suite 5100</u></p> <p>City: <u>Houston</u> State: <u>TX</u> Zip: <u>77010-3095</u></p>	<p>6. Total Number of applications and registrations involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41) \$ <u>40.00</u></p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to Deposit Account <input type="checkbox"/> Authorized to be charged to credit card (Form 2038 enclosed)</p> <p>8. Deposit account number: <u>06-2375</u> (Attach duplicate copy of this page if paying by deposit account)</p>
DO NOT USE THIS SPACE	
<p>9. Statement and signature: <i>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.</i></p> <p style="text-align: center;"></p> <p><u>Michael S. McCoy</u> <u>December 15, 2003</u> Name of Person Signing Signature Date</p> <p>Total number of pages including cover sheet, attachments, and document: <u>4</u></p>	

CH \$40.00 062375 0402475

ASSIGNMENT

WHEREAS, ERLY INDUSTRIES, INC., a California corporation, having a principal business address at 10960 Wilshire Boulevard, Los Angeles, California, 90024 (hereinafter "ASSIGNOR") has adopted and used certain trademarks in connection with rice, and is the owner of the trademarks and the federal registrations therefor shown on the attached Schedule A (hereinafter "the marks"); and

WHEREAS, COMET RICE, INC., a Texas corporation, having a principal business address at P. O. Box 1681, Houston, Texas, 77001 (hereinafter "ASSIGNEE") acquired all right, title and interest in and to the marks, the federal registrations therefor, and the good will of the business symbolized by the marks, on May 1, 1986; and

WHEREAS, the parties are now desirous of ratifying and confirming said assignment and transfer of all right, title and interest in and to the marks, the registrations therefor, and the good will symbolized by the marks;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR hereby sells, transfers, assigns and sets over to ASSIGNEE, nunc pro tunc as of May 1, 1986, the entire right, title and interest in and to the marks, the registrations therefor, and the good will of the business connected with the marks as shown on attached Schedule A, the same to be held and enjoyed by ASSIGNEE, its successors, assigns and other legal representatives.

TRADE-MARK

FEB 05 3 1 FRANK 5 7

TRADEMARK

REEL: 002763 FRAME: 0524

SCHEDULE A

<u>TRADEMARK</u>	<u>REG. NO.</u>	<u>REGISTRATION DATE</u>
AA & Design	402,475	July 27, 1943
COMET & Design	512,432	July 19, 1949
COMET	649,035	July 23, 1957
DAHLIA	650,215	August 13, 1957
CASA BLANCA	659,581	March 18, 1958
PLANTATION	662,679	June 3, 1958
NO. 33	667,837	September 30, 1958
133	666,954	September 9, 1958
COMET & Design	666,957	September 9, 1958
DRAGON	674,692	February 24, 1959
COMET	677,075	April 14, 1959
STAR, CRESENT & RIFLE DESIGN	725,424	December 19, 1961
PEACOCK	747,006	March 19, 1963
COMET QUICK	758,521	October 15, 1963
WONDER	804,370	February 22, 1966
COMET & Design	806,431	March 29, 1966
CHINA FARM	836,835	October 10, 1967
COMET & Design	851,156	June 18, 1968
ADOLPHUS	1,083,952	January 19, 1978

RECORDED
PATENT & TRADEMARK OFFICE

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[Handwritten Signature]
DEPARTMENT OF COMMERCE

TRADE-MARK

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