

12/6/03

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(Rev. 03/01)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):
Shellpro, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation **California**
 Other

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

2. Name and address of receiving party(ies)
Name: **Agrashell, Inc.**

Internal Address: _____

Street Address: **18378 Atkins Road**

City: **Lodi, California 95240**

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

Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **October 29, 2003**

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) **576,961**

2003 DEC -8 AM 8:13
OPR/FINANCE

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **Amanda J. Perlmutter, Esq.**

Internal Address: **Kramer Levin Naftalis & Frankel LLP**

Street Address: **919 Third Avenue**

City: **New York** State: **NY** Zip: **10022**

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: **50-0540**

(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.

Amanda J. Perlmutter, Esq.
Name of Person Signing

Amanda Perlmutter
Signature

December 3, 2003
Date

Total number of pages including cover sheet, attachments, and document: **2**

12/09/2003 SHELLER 00000147 500540 576961
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Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK ASSIGNMENT

WHEREAS, Shellpro, Inc. is corporation organized and existing under the laws of California, having an address at 18378 Atkins Road, Lodi, California 95240 ("Assignor"); and

WHEREAS, Agrashell, Inc. is a corporation organized and existing under the laws of California, having a place of business at 18378 Atkins Road, Lodi, California 95240 ("Assignee"); and

WHEREAS, Assignor is the owner of the entire right, title and interest in and to U.S. Trademark Registration No. 576,961 for SHELBLAST (hereinafter referred to as the "Trademark Registration") and, the underlying mark SHELBLAST including the good will associated therewith (altogether, the "Mark"); and


WHEREAS, Assignee desires to acquire said Trademark Registration and Mark.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor agrees to and does hereby, absolutely and unconditionally, sell, assign, transfer and set over unto Assignee, and confirm the same as to, all of Assignor's right, title and interest in and to the Trademark Registration and the Mark, including the good will of the business in connection with which SHELBLAST as aforesaid has been used in the United States and its territories and protectorates.

IN WITNESS WHEREOF, Assignor has caused this assignment to be executed by its duly authorized officer and to be effective as of the day and year of execution as written below.

AGRASHELL, INC.

Date: 10/29/03


Name: Calvin J. Suess, Sr.
Title: President