

12-22-2003

FORM PTO-1594

U.S. DEPARTMENT OF COMMERCE

1-31-92

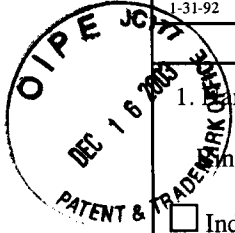
12-16-03



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Patent and Trademark Office

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



1. Name of conveying Party:

Winger Corporation

- Individual(s)
- General Partnership
- Corporation Minnesota
- Other _____

Additional name(s) of conveying party(ies) attached?

- Yes
- No

- Association
- Limited Partnership

2. Name and Address of receiving Party:

Name: Verdant Brands, Inc.

Internal Address:

Address: 9555 James Avenue South, Suite 200
Bloomington, Minnesota 55431

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

3. Nature of conveyance:

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

Execution Date: July 15, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,764,000

Additional sheet attached? Yes No

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

Jacobson Holman PLLC

400 7th Street, N.W.
Washington, DC 20004
Tel. 202-638-6666

Attorney Docket No. 12614/T32411US0

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41)..... \$ 40.00

- Credit Card Authorization Enclosed
- Authorized to be charged to deposit account

8. Deposit Account No.: 06-1358

(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.

Marvin R. Stern

Name of Person Signing

Signature

12/16/03

Date

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

JPH&S 341-8/92

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ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
RINGER CORPORATION

- 1. The name of the corporation is Ringer Corporation, a Minnesota corporation.
- 2. The amendment adopted is:

Article 1 of the Company's Restated Articles of Incorporation is hereby amended to read in its entirety as follows:

ARTICLE 1. NAME

The name of the corporation is Verdant Brands, Inc. *jc*

- 3. The amendment has been adopted pursuant to Chapter 302A of the Minnesota Business Corporation Act.

IN WITNESS WHEREOF, the undersigned, the Chairman, President and Chief Executive Officer of Ringer Corporation, being duly authorized on behalf of Ringer Corporation, has executed this document this 15 day of July, 1998.

Stanley Goldberg

 Stanley Goldberg,
 Chairman, President and Chief
 Executive Officer

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

JUL 15 1998 *jc*

Jan Anderson Shores
Secretary of State

083501

Corp holds RN-24389