

02-09-2004

TRANSM

DATION



To the Director, U.S. Patent and Tl

original documents or copy thereof.

102664492

1. Name of conveying party(ies): Seminis Vegetable Seeds, Inc. 2-4-04
1905 Lirio Avenue, Saticoy, California 93007

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

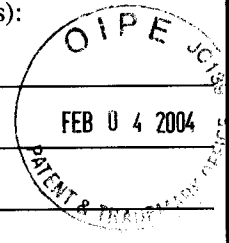
Additional name(s) of conveying party(ies) attached?
 Yes No

2. Name and address of receiving party(ies):

Name: Incotec Holding B.V.

Street Address: Westeinde 107
1601 BL Enkhuizen, Netherlands

City: _____ State _____ ZIP _____



3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: August 11, 2003

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-Country Netherlands
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation 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)

Additional numbers attached? Yes No

B. Trademark Registration No.(s) 965,840

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

Name: Fitzpatrick, Cella, Harper & Scinto
30 Rockefeller Plaza
New York, New York 10112-3801

Telephone No.: (212) 218-2100
Facsimile No.: (212) 218-2200

6. Number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): . . . \$ _____

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number
061205

(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.

Erica Rayburn Halstead, Esq. Erica R Halstead February 3, 2004
Name of Person Signing Signature Date

02/06/2004 LMUELLER 00000095 061205 965840 Total number of pages including cover sheet, attachments, and documents:

01 FC:A521 40.00 DA

NY_MAIN 374984v1

TRADEMARK REEL: 002910 FRAME: 0011

DEED OF ASSIGNMENT

The undersigned,

Seminis Vegetable Seeds, Inc.
1905 Lirio Avenue
Saticoy, California 93007-4206
United States of America

Of the one part,
Hereinafter called the Assignor

And

Incotec Holding B.V.
Westeinde 107
1601 BL Enkhuizen
Netherlands

Of the other part,
Hereinafter called the Assignee

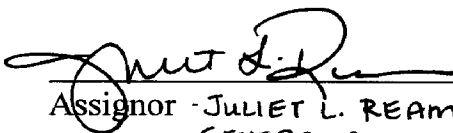
Whereas:

The Assignor has agreed to assign its US trademark Registration No. 965840 SPLIT
PILL.

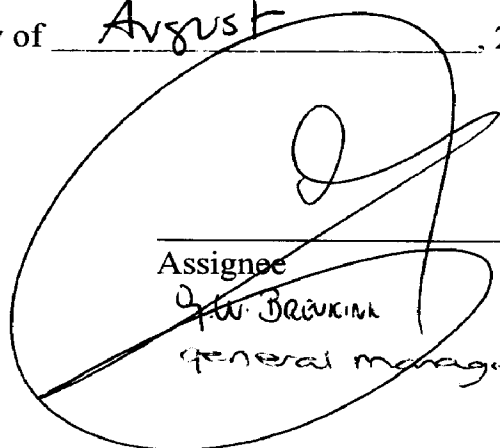
It is hereby agreed as follows:

1. The Assignor assigns to the Assignee all rights in the above trademark together with the goodwill attached thereto.
2. The Assignee accepts this assignment and will arrange for the necessary steps to be taken for the recordal of assignment.

Done this 11th day of August, 2003



Assignor - JULIET L. REAM
GENERAL COUNSEL & ASST.
SECRETARY



Assignee
J.W. Braving
general manager

Please state name and capacity of signatory(s)