

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Village Farms, L.P.		07/01/2004	LIMITED PARTNERSHIP: DELAWARE

RECEIVING PARTY DATA

Name:	Austin Grant, Inc.
Street Address:	3799 Brantley Place Circle
City:	Apopka
State/Country:	FLORIDA
Postal Code:	32703
Entity Type:	CORPORATION: FLORIDA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2184289	BIO-SAVE

CORRESPONDENCE DATA

Fax Number: (215)832-5348

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (215) 569-5348

Email: turk@blankrome.com

Correspondent Name: Christopher M. Turk

Address Line 1: One Logan Square

Address Line 2: 9th Floor

Address Line 4: Philadelphia, PENNSYLVANIA 19103-6998

ATTORNEY DOCKET NUMBER:

107273-00101

NAME OF SUBMITTER:

Christopher M. Turk

Total Attachments: 1

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TRADEMARK ASSIGNMENT

This agreement is made on the 1st day of July, 2004, between Village Farms, L.P. ("ASSIGNOR"), a Delaware limited partnership with an address of 7 Christopher Way, Eatontown, New Jersey 07724, and Austin Grant, Inc. ("ASSIGNEE"), a Florida corporation, with an address of 3799 Brantley Place Circle, Apopka, Florida 32703.

WHEREAS, ASSIGNOR has adopted and is using the trademark BIO-SAVE, U.S. Registration No. 2,184,289, for which it owns the federal registration in the United States Patent and Trademark Office;

WHEREAS, ASSIGNEE is desirous of acquiring said trademark and the registration thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, ASSIGNOR does hereby assign, sell and transfer to ASSIGNEE, its successors and assigns, subject to the terms of the Bill of Sale and the Security Agreement dated July 1, 2004, all its right, title, and interest in and to said mark, together with the goodwill of the business symbolized by and associated with said trademark and registration thereof.

IN TESTIMONY WHEREOF, ASSIGNOR has executed this Assignment by a duly authorized officer.

VILLAGE FARMS, L.P.

July 1, 2004

By: 

Name: Kenneth S. Hollander

Title: Chief Financial Officer