

07-21-2004



1 of 1

7-16-04

To the Honorable
Please receive

102795281

1. Name of conveying party(ies):
Max-Pro Feeds Ltd.

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

- Individual
- General Partnership
- Corporation-Canada
- Association
- Limited Partnership
- Other _____

Name: Prairie Orchard Farms Inc.

Internal Address: _____

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

Street Address: 7 - 851 Lagimodiere Boulevard

City: Winnipeg Province: Manitoba ZIP: R2J 3K4

3. Nature of conveyance:

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

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

If assignee is not domiciled in the U.S., a domestic representative designation is attached:

Yes No

Additional name(s) & address(es) attached?

Yes No

Execution Date: July 6, 2004

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

If this document is being filed together with a new application, the execution date of the application is: _____

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See Exhibit A

Additional numbers attached? Yes No

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

6. Total number of applications and trademarks involved: 5

Name: Wayne A. Sivertson

7. Total fee (37 CFR 3.41). . \$140.00

- Enclosed
- Authorized to be charged to deposit account

Address: NAWROCKI, ROONEY & SIVERTSON, P.A.
3433 Broadway Street N.E., Suite 401
Minneapolis, MN 55413

8. Deposit Account Number: _____
(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.

Wayne A. Sivertson
Name of Person Signing

Signature

July 13, 2004
Date

Total number of pages comprising cover sheet, attachments and document: 3

OMB No. 0651-0011 (exp. 4/94)

55851/001/101

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Mail documents to be recorded with required cover sheet information to:

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01 FC:0521
02 FC:0522

40.00
100.00
Director of the United States Patent and Trademark Office
P.O. Box 1450
Alexandria, VA 22313-1450

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Exhibit A

Mark	Serial No.	Filing Date
JUST PORK and Design	<u>78/267,531</u>	June 26, 2003
PRAIRIE ORCHARD FARMS and Design	78/268,783	June 30, 2003
JUST BEEF and Design	78/290,462	August 21, 2003
JUST TURKEY and Design	78/290,458	August 21, 2003
JUST CHICKEN and Design	78/290,454	August 21, 2003

ASSIGNMENT

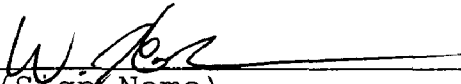
WHEREAS, Max-Pro Feeds Ltd., a Canadian Corporation having an office and principal place of business at 7 - 851 Lagimodiere Boulevard, Winnipeg, Manitoba R2J 3K4, Canada, has adopted and applied for registration of the marks listed on the attached Exhibit A, (the "Marks"); and

WHEREAS, Prairie Orchard Farms Inc., a Canadian Corporation, having an office and principal place of business at 7 - 851 Lagimodiere Boulevard, Winnipeg, Manitoba R2J 3K4, Canada, is desirous of acquiring the entire, right, title and interest and to the Marks in the United States and corresponding Applications for Registration.

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Max-Pro Feeds Ltd., does hereby assign to Prairie Orchard Farms Inc., all right, title and interest in the United States in and to said Marks, together with the goodwill of the business symbolized by the said Marks.

MAX-PRO FEEDS LTD.

Date: JULY 6, 2004

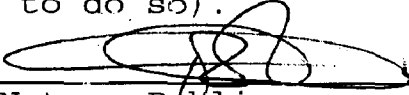
By: 
(Sign Name)

WILLIAM HOFFMAN
(Print Name)

PRESIDENT
(Title)

Province OF MANITOBA)
City OF WINNIPEG) SS:

On this 6th day of JULY 2004, before me appeared WILLIAM HOFFMAN, the person who signed this instrument, who acknowledged that he signed it as a free act on his own behalf (or on behalf of the identified corporation or other juristic entity with authority to do so).


Notary Public