

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Pace International LLC		02/08/2005	LLC:

RECEIVING PARTY DATA

Name:	Phosyn, PLC
Street Address:	Manor Place, Wellington Road, The Industrial Estate
City:	Pocklington, York, YO42 1DN
State/Country:	UNITED KINGDOM
Entity Type:	PLC: UNITED KINGDOM

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	2294390	SOLU-SPRAY
Registration Number:	1040810	ZKP
Registration Number:	902011	SORBA-SPRAY
Registration Number:	1314139	SUPER-K
Registration Number:	888111	LEFFINGWELL
Registration Number:	1016220	LEFFINGWELL SINCE 1900 L
Registration Number:	613750	VITA TONE
Registration Number:	658193	NUTRA-PHOS
Registration Number:	1040811	ZBK
Registration Number:	2335329	NUTRA-PHOS
Registration Number:	2680739	NUTRA-SPRAY

CORRESPONDENCE DATA

Fax Number: (703)836-2021
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: bnitrademark@burnsdoane.com

CH \$290.00 2294390

Correspondent Name: Bassam N. Ibrahim
Address Line 1: P.O. Box 1404
Address Line 4: Alexandria, VIRGINIA 22313-1404

DOMESTIC REPRESENTATIVE

Name: Burns Doane Swecker & Mathis, LLP
Address Line 1: P.O. Box 1404
Address Line 4: Alexandria, VIRGINIA 22313-1404

NAME OF SUBMITTER:

Bassam N. Ibrahim

Signature:

/Bassam N. Ibrahim/

Date:

02/23/2005

Total Attachments: 7

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TRADEMARK ASSIGNMENT

This Trademark Assignment (the "Assignment") is made as of February 8, 2005 by Pace International LLC, a Washington limited liability corporation, located and doing business at 1011 Western Avenue, Suite 807, Seattle, Washington 98104 ("Pace") to Phosyn, PLC, a corporation organized under the laws of the United Kingdom, located and doing business at Manor Place, Wellington Road, The Industrial Estate, Pocklington, York, YO42 1DN, United Kingdom ("Phosyn").

Pace desires to assign to Phosyn, and Phosyn desires to acquire from Pace, all of Pace's right, title and interest in and to the trademarks and trademark registrations set forth on Exhibit 1 hereto (the "Leffingwell Trademarks"), together with the goodwill of the business symbolized thereby.

NOW, THEREFORE, in consideration of the premises set forth herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Assignment. Pace hereby grants, assigns and conveys to Phosyn all of its right, title and interest in and to the Leffingwell Trademarks, together with the goodwill of the business symbolized thereby.

2. Title. Pace hereby represents and warrants that it has not heretofore granted any license, right or privilege with regard to the Leffingwell Trademarks, or in any other way encumbered the same, and that it has the full right to convey, free of licenses and encumbrances, all right, title and interest in and to the Leffingwell Trademarks.

3. Right to Sue for Past Infringement. Pace also assigns to Phosyn all claims for past damages by reason of past infringement or misappropriation of the Leffingwell Trademarks, with the right to sue for and collect same for its own use and behalf and for the use and on behalf of Phosyn's successors, assigns or other legal representatives.

4. Cooperation. Pace agrees to execute, acknowledge and deliver, or cause to be executed, acknowledged and delivered, such further instruments and documents and to perform such further acts as may be reasonably requested by Phosyn to effectuate more fully the transactions contemplated by this Assignment.

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5. Binding Effect. The terms, covenants and provisions of this Assignment shall inure to the benefit of Phosyn, its successors and other legal representatives, and shall be binding upon Pace, its successors, assigns and other legal representatives.

PACE INTERNATIONAL, LLC

By: [Signature]

Name: Wye Ellison

Title: Assistant Vice

STATE OF Washington)
) ss.
COUNTY OF King)

On this 8th day of Feb., 2005, before me William C. Boring, Jr. a Notary Public in and for said state, personally appeared George Labisser known to me to be the person who executed the within instrument on behalf of Pace International LLC and acknowledged to me that he executed the same for the purposes therein stated.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

William C. Boring, Jr.
Notary Public

My Commission Expires:
10/29/2008

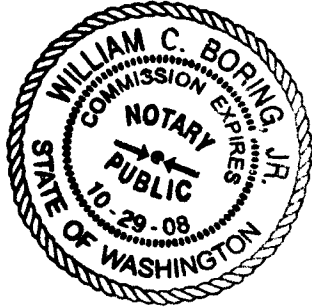


EXHIBIT 1

EXHIBIT 1

LEFFINGWELL TRADEMARKS

12/20/2004

MARK	COUNTRY	SERIAL NO.	REG. NO.	APP. DATE	REG. DATE	CLASS	EXPIRATION	ACTION DATE	ACTION REQ.	COMMENTS
LEFFINGWELL	AUSTRALIA	396581	A396581	9/7/1983	9/7/1983	5	9/7/2004		RENEWAL DUE	REGISTERED
NUTRA-PHOS	AUSTRALIA	396226	A396226	8/30/1983	8/30/1983	1	8/30/2014		RENEWAL DUE	REGISTERED
NUTRA-SPRAY	AUSTRALIA	396474	A396474	9/5/1983	9/5/1983	5	9/5/2004		RENEWAL DUE	REGISTERED
NUTRA-SPRAY	AUSTRALIA	396475	A396475	9/5/1983	9/5/1983	1	9/5/2014		RENEWAL DUE	REGISTERED
SORBA-SPRAY	AUSTRALIA	396227	A396227	8/30/1983	8/30/1983	1	8/30/2014		RENEWAL DUE	REGISTERED
LEFFINGWELL	AUSTRALIA	396580	A396580	9/7/1983	9/7/1983	1	9/7/2014		RENEWAL DUE	REGISTERED
LEFFINGWELL	BANGLADESH	31355	31355	9/2/1990	9/2/1990	1	9/2/2012		RENEWAL PENDING	REGISTERED
LEFFINGWELL	BANGLADESH	31356	31356	9/2/1990	9/2/1990	5	9/2/2012		RENEWAL PENDING	REGISTERED
NUTRA-SPRAY	CANADA	858,228	TMA499,480	10/9/1997	8/27/1998	1	8/27/2013		RENEWAL DUE	REGISTERED
LEFFINGWELL	CANADA	858,227	TMA530,053	10/9/1997	7/10/2000		7/10/2015		RENEWAL DUE	REGISTERED
SORBA-SPRAY	CANADA	858,225	TMA509,351	10/9/1997	3/15/1999	1	3/15/2014		RENEWAL DUE	REGISTERED
LEFFINGWELL	CHINA	90046540	568299	11/1/1990	10/20/1991	5	10/19/2011		RENEWAL DUE	REGISTERED
LEFFINGWELL	CHINA		570434		11/10/1991	1	11/9/2011		RENEWAL DUE	REGISTERED
NUTRA-PHOS	CHINA	90046543	570435	11/1/1990	11/10/1991	1	11/9/2011	5/9/2001	RENEWAL DUE	REGISTERED
LEFFINGWELL	CHINA	90046539	570437	11/1/1990	11/10/1991	1	11/9/2011	5/9/2011	RENEWAL DUE	REGISTERED
LEFFINGWELL	CHINA		568298		10/20/1991	5	10/19/2001		RENEWAL DUE	REGISTERED
NUTRA-PHOS	CHINA	90046542	570436	11/1/1990	11/10/1991	1	11/9/2011	5/9/2011	RENEWAL DUE	REGISTERED
SORBA-SPRAY	CHINA	90046537	570438	11/1/1990	11/10/1991	1	11/9/2011		RENEWAL DUE	REGISTERED
SORBA-SPRAY	CHINA	90046538	568300	11/1/1990	10/20/1991	5	10/19/2011		RENEWAL DUE	REGISTERED
SORBA-SPRAY	INDIA	410639	410639	9/14/1983	9/14/1983	1	9/14/2004		RENEWAL PENDING	RENEWAL PENDING
LEFFINGWELL	INDIA	410690	410690	9/15/1983	9/15/1983	1	9/15/2004	3/15/1997	RENEWAL PENDING	RENEWAL PENDING

TRADEMARK

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MARK	COUNTRY	SERIAL NO	REG. NO.	APP. DATE	REG. DATE	CLASS	EXPIRATION	ACTION DATE	ACTION REQ.	COMMENTS
NUTRA-SPRAY	INDIA	410691	410691B	9/15/1983	9/15/1983	1	9/15/2004		RENEWAL PENDING	RENEWAL PENDING
UNIFLOW 720F	INDONESIA	640/91	323351	6/3/1991	1/6/1995	5	6/4/2001	6/4/2000	RENEWAL DUE	REGISTERED
SOBRA-SPRAY	INDONESIA	15051	332837/332838	9/26/1983	4/9/1985	1, 5	4/9/2005	4/9/2004	RENEWAL DUE	REGISTERED
VITATONE (with Karakana)	JAPAN	117750/89	2405269	10/28/1989	4/30/1992	2	4/30/2012	10/30/2001	RENEWAL DUE	REGISTERED
NUTRA-PHOS (in Katakana)	JAPAN	117254/90	2497107	10/19/1990	1/29/1993	1	7/30/2012		RENEWAL DUE	REGISTERED
VITATONE	JAPAN	90/117253	2708759	10/19/1990	7/31/1995	2	2/1/2005		RENEWAL DUE	REGISTERED
LEFFINGWELL	JAPAN	92377/83	1893785	9/1/1983	9/29/1986	1	6/29/2006	3/29/2006	RENEWAL DUE	REGISTERED
SOBRA-SPRAY	JAPAN	117256/90	2497108	10/19/1990	1/29/1993	1	7/30/2012		RENEWAL DUE	REGISTERED
LEFFINGWELL	JAPAN	113790/85	2088883	9/1/1985	10/26/1988	2	10/26/2008	4/27/2008	RENEWAL DUE	REGISTERED
SOBRA-SPRAY	JAPAN	90/117255	2607372	10/19/1990	12/24/1993	1	12/24/2013	6/25/2013	RENEWAL DUE	REGISTERED
LEFFINGWELL	JAPAN	92381/83	1801771	9/1/1983	8/29/1985	2	3/1/2005		RENEWAL DUE	REGISTERED
LEFFINGWELL	KOREA	83-13150	105182	9/1/1983	9/21/1984	1, 15	9/21/2014	9/21/2013	RENEWAL DUE	REGISTERED
NUTRA-SPRAY	KOREA	95-778	112111	9/15/1983	5/3/1985	10	5/3/2005		RENEWAL DUE	REGISTERED
SOBRA-SPRAY	KOREA	95-779	112112	9/15/1983	5/3/1985	10	5/3/2005		RENEWAL DUE	REGISTERED
NUTRA-SPRAY	MALAYSIA	578/83	578/83	10/13/1984	10/14/1983	1	10/14/2004	7/14/2004	RENEWAL PENDING	RENEWAL PENDING
NUTRA-PHOS	MALAYSIA	577/83	577/83	10/13/1984	10/14/1983	1	10/14/2004	7/14/2004	RENEWAL PENDING	RENEWAL PENDING
LEFFINGWELL	MALAYSIA	571/83	571/83	10/13/1984	10/14/1983	1	10/14/2004	7/14/2004	RENEWAL PENDING	RENEWAL PENDING
SOBRA-SPRAY	MALAYSIA	579/83	579/83	10/13/1983	10/14/2004	1	10/14/2004	7/14/2004	RENEWAL PENDING	RENEWAL PENDING
LEFFINGWELL	MEXICO	143387	421544	6/26/1992	9/9/1992	5	6/26/2012		RENEWAL PENDING	REGISTERED
NUTRA-SPRAY	MEXICO	141092	421524	6/2/1992	9/9/1992	1	6/2/2012	12/2/2011	RENEWAL DUE	REGISTERED
SOLU-SPRAY	MEXICO	141093	420520	6/2/1992	8/21/1992	1	6/2/2012	12/2/2011	RENEWAL DUE	REGISTERED

MARK	COUNTRY	SERIAL NO.	REG. NO.	APP. DATE	REG. DATE	CLASS	EXPIRATION	ACTION DATE	ACTION REQ.	COMMENTS
LEFFINGWELL	MEXICO	144676	423286	7/13/1992	10/7/1992	1	7/13/2012	1/13/2012	RENEWAL DUE	REGISTERED
SORBA-SPRAY	MEXICO	141094	421525	6/2/1992	9/9/1992	1	6/2/2012	12/2/2011	RENEWAL DUE	REGISTERED
NUTRA-SPRAY	NEW ZEALAND	148579	148579	8/24/1983	8/24/1983	5	8/24/2014	8/24/2013	RENEWAL DUE	REGISTERED
NUTRA-SPRAY	NEW ZEALAND	148578	148578	8/24/1983	8/24/1983	1	8/24/2014	8/24/2013	RENEWAL DUE	REGISTERED
LEFFINGWELL	NEW ZEALAND	148581	148581	8/24/1983	8/24/1983	5	8/24/2014	8/24/2013	RENEWAL DUE	REGISTERED
LEFFINGWELL	NEW ZEALAND	148580	148580	8/24/1983	8/24/1983	1	8/24/2014	8/24/2013	RENEWAL DUE	REGISTERED
SORBA-SPRAY	NEW ZEALAND	148583	148583	8/24/1983	8/24/1983	5	8/24/2014	8/24/2013	RENEWAL DUE	REGISTERED
LEFFINGWELL	PAKISTAN	80500	80500	8/29/1983	8/29/1983	5	8/29/2005		RENEWAL DUE	REGISTERED
NUTRA-SPRAY	PAKISTAN	80501	80501	8/29/1983	8/29/1983	5	8/29/2005		RENEWAL DUE	REGISTERED
NUTRA-SPRAY	PAKISTAN	80502	80502	8/29/1983	8/29/1983	1	8/29/2005		RENEWAL DUE	REGISTERED
SORBA-SPRAY	PAKISTAN	80504	80504	8/29/1983	8/29/1983	1	8/29/2005		RENEWAL DUE	REGISTERED
LEFFINGWELL	PAKISTAN	80499	80499	8/29/1983	8/29/1983	1	8/29/2005		RENEWAL DUE	REGISTERED
LEFFINGWELL	PAPUA NEW	56499	A56499	9/7/1990	2/24/1994	5	9/7/2010		RENEWAL DUE	REGISTERED
LEFFINGWELL	PAPUA NEW	56498	A56498	9/7/1990	2/24/1994	1	9/7/2010		RENEWAL DUE	REGISTERED
SOBRA-SPRAY	PHILIPPINES	52973	36502	1/13/1984	1/19/1987	1	1/19/2007		RENEWAL DUE	REGISTERED
LEFFINGWELL	PHILIPPINES	52972	36467	1/13/1984	1/14/1987	1	1/14/2007		RENEWAL DUE	REGISTERED
NUTRA-SPRAY	PHILIPPINES	52970	43117	1/13/1984	2/10/1989	1, 5	2/10/2009		RENEWAL DUE	REGISTERED
SORBA-SPRAY	SINGAPORE	S/4763/83	S/4763/83	9/6/1983	9/6/1983	1	9/6/2014	6/6/2004	RENEWAL DUE	REGISTERED
LEFFINGWELL	SINGAPORE	S/4759/83	S/4759/83	9/6/1983	9/6/1983	1	9/6/2014	6/6/2004	RENEWAL DUE	REGISTERED
NUTRA-SPRAY	SINGAPORE	S/4760/83	S/4760/83	9/6/1983	9/6/1983	1	9/6/2014	6/6/2004	RENEWAL DUE	REGISTERED
NUTRA PHOS	SRI LANKA	119209		5/19/2004		1			APP PENDING	APP PENDING

MARK	COUNTRY	SERIAL NO.	REG. NO.	APP. DATE	REG. DATE	CLASS	EXPIRATION	ACTION DATE	ACTION REQ.	COMMENTS
SORBA-SPRAY	SRI LANKA	47627	47627	5/16/1984	5/16/1984	1	5/16/2004	5/16/2003	RENEWAL PENDING	RENEWAL PENDING
NUTRA-PHOS	TAIWAN	38097	238811	9/1/1983	9/2/1984	33	9/1/2014	9/1/2013	RENEWAL DUE	REGISTERED
LEFFINGWELL	TAIWAN	85038726	76674	8/6/1996	7/16/1997	1	7/15/2007	7/16/2006	RENEWAL DUE	REGISTERED
NUTRA-PHOS	THAILAND	302843	TM55678	2/15/1996	2/15/1996	1	2/14/2006	11/14/2005	RENEWAL DUE	REGISTERED
NUTRA-SPRAY	THAILAND	132811	TM5932	2/23/1985	10/15/1985	1	7/26/2013		RENEWAL DUE	REGISTERED
LEFFINGWELL (and design)	THAILAND	17100	TM160156	9/3/1951	10/15/1985	1	9/2/2011		RENEWAL DUE	REGISTERED
NUTRA-SPRAY	THAILAND	248517	TM6254	7/27/1983	3/16/2003	5	7/26/2013		RENEWAL DUE	REGISTERED
SORBA-SPRAY	THAILAND	559040		7/15/2004					APP PENDING	APP PENDING
NUTRA-PHOS	UNITED STATES	75642224	2,335,329	2/17/1999	3/28/2000	1	3/28/2010	3/28/2005	SEC 8/15 DUE	REGISTERED
SOLU-SPRAY	UNITED STATES	75550566	2294390	9/9/1998	11/23/1999	1, 5	11/23/2009	11/23/2004	SEC 8/15/SENT	REGISTERED
ZKP	UNITED STATES	66,391	1,040,810	10/20/1975	6/8/1976	1	6/8/2006	12/6/2005	RENEWAL DUE	REGISTERED
SORBA-SPRAY	UNITED STATES	280,602	902,011	9/18/1967	11/10/1970	1	11/10/2010		RENEWAL DUE	REGISTERED
SUPER-K	UNITED STATES	425,196	1,314,139	5/9/1983	1/15/1985	1	1/15/2005	7/15/2005	RENEWAL DUE	REGISTERED
LEFFINGWELL	UNITED STATES	72305,868	888,111	8/26/68	3/24/70	1, 5	3/24/2010	9/24/2009	RENEWAL DUE	REGISTERED
LEFFINGWELL since 1990 (a	UNITED STATES	29,832	1,016,220	8/19/1974	7/22/1975	1, 5	7/22/2005		RENEWAL DUE	REGISTERED
VITA TONE	UNITED STATES	652,866	613,750	9/8/1953	10/11/1955	1	10/11/2005		RENEWAL DUE	REGISTERED
NUTRA-SPRAY	UNITED STATES	767392,062	2,680,739	4/5/2002	1/28/2003	1	1/28/2013		RENEWAL DUE	REGISTERED
NUTRA-PHOS	UNITED STATES	21,639	658,193	12/26/1956	2/11/1958	18	2/11/200	8/11/2007	RENEWAL DUE	REGISTERED
ZBK	UNITED STATES	66,392	1,040,811	10/10/1975	6/8/1976	1	6/8/2006	12/8/2005	RENEWAL DUE	REGISTERED
NUTRA-PHOS	VIETNAM	N-1290-91/96	23627	4/5/1996	1/10/1997	1	4/5/2006		RENEWAL DUE	REGISTERED
LEFFINGWELL	VIETNAM	N-1290-91/96	23626	4/5/1996	1/10/1997	5	4/5/2006		RENEWAL DUE	REGISTERED