

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Agreement of Partnership of Haarmann & Reimer t/a H&R Florasynth, a New Jersey Partnership

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Florasynth, Inc.		01/01/1997	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Haarmann & Reimer Corporation
Street Address:	300 North Street
City:	Teterboro
State/Country:	NEW JERSEY
Postal Code:	07608
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	0412027	PLANTAROME
Registration Number:	0843764	PLANTAROME

CORRESPONDENCE DATA

Fax Number: (302)658-5614
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 302-658-9141
 Email: crothstein@cblh.com
 Correspondent Name: Stanley C. Macel, III, Esq.
 Address Line 1: P. O. Box 2207
 Address Line 4: Wilmington, DELAWARE 19899

NAME OF SUBMITTER:	Stanley C. Macel, III
Signature:	/scm/
Date:	06/28/2005

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Total Attachments: 2
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AGREEMENT OF PARTNERSHIP
OF
HAARMANN & REIMER
T/A H&R FLORASYNTH
A NEW JERSEY PARTNERSHIP

This AGREEMENT OF PARTNERSHIP OF HAARMANN & REIMER T/A H&R FLORASYNTH effective as of January 1, 1997 by and between HAARMANN & REIMER CORPORATION, a Delaware corporation ("H&R Corp."), and FLORASYNTH, INC., a New York corporation ("Florasynth").

WITNESSETH

WHEREAS, H&R Corp. and Florasynth desire to enter into a New Jersey general partnership for the purpose and on the terms and conditions set forth herein.

NOW THEREFORE, in consideration of the undertakings and on the terms and conditions herein set forth, H&R Corp. and Florasynth agree as follows:

Section 1
Definitions

1.1 Defined Terms. Except as otherwise specifically defined herein, capitalized words and phrases used in this Agreement have the following meanings:

(a) "Act" means the Uniform Partnership Act of the State of New Jersey, as set forth in Title 42 of the Revised Statutes of New Jersey, as amended from time to time, or any corresponding provisions of any reenactment of such Act.

(b) "Additional Capital Contribution" means, with respect to each Partner, an additional Capital Contribution made by such Partner pursuant to the last sentence of Section 3.2(a) hereof.

(c) "Affiliate" means with respect to any Partner, any Person that directly or indirectly controls, is controlled by or is under common control with such Partner.

FLORASYNTH, INC.

By: _____

Title: _____

President

HAARMANN & KEIMER CORPORATION

By: _____

Title: _____

Chief Financial Officer