


DOCUMENT ID NO.: 700160356

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼		RECORDATION FORM COVER SHEET TRADEMARKS ONLY		U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office	
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.					
1. Name of conveying party(ies): Rice Growers Association of California <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____ Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			2. Name and address of receiving party(ies) Name: <u>RGA Special, LLC</u> Internal Address: _____ Street Address: <u>P.O. Box 958</u> City: <u>Sacramento</u> State: <u>CA</u> Zip: <u>95812</u> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input checked="" type="checkbox"/> Other <u>Limited Liability Company</u> <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment)</small> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No		
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>02/06/2000</u>					
4. Application number(s) or registration number(s): A. Trademark Application No.(s) _____ _____ Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			B. Trademark Registration No.(s) <u>604,039</u> _____ Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Bradley P. Heisler</u> Internal Address: _____ _____ Street Address: <u>Heisler & Associates</u> <u>3017 Douglas Blvd., Suite 300</u> City: <u>Roseville</u> State: <u>CA</u> Zip: <u>95661</u>			6. Total number of applications and registrations involved: 13		
			7. Total fee (37 CFR 3.41).....\$ <u>340.00</u> <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account		
			8. Deposit account number: _____		
DO NOT USE THIS SPACE					
9. Signature. <div style="display: flex; justify-content: space-between;"> <div style="width: 30%;"> Bradley P. Heisler Name of Person Signing </div> <div style="width: 30%; text-align: center;">  Signature </div> <div style="width: 30%; text-align: right;"> <u>5-5-05</u> Date </div> </div> <div style="text-align: right; margin-top: 5px;"> <input type="checkbox"/> Total number of pages including cover sheet, attachments, and document: </div>					

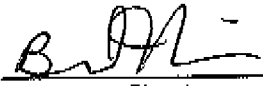
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Washington, D.C. 20231

CP \$1020.00 0604039

CONTINUATION OF ITEM 4

	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Mark</u>
1.	604,039	March 29, 1955	SILVER PEARL (Stylized)
2.	614,930	October 25, 1955	GOLDEN PEARL (Stylized)
3.	646,581	June 4, 1957	HINODE (Stylized)
4.	803,526	February 8, 1966	HINODE and Design
5.	1,011,094	May 20, 1975	KOKUSAI (Stylized)
6.	1,587,000	March 13, 1990	HINODE (Stylized)
7.	1,615,928	October 2, 1990	HINODE WHITE & WILD
8.	1,658,391	September 24, 1991	HARVEST BLEND
9.	1,824,531	March 1, 1994	HINODE CALIFORNIA BROWN
10.	1,839,560	June 14, 1994	FIELD Design
11.	1,863,842	November 22, 1994	HINODE CALIFORNIA WHITE
12.	2,582,082	June 18, 2002	HINODE MAN Design
13.	2,815,503	February 17, 2004	HAPA BLEND

DOCUMENT ID NO.: 700160356

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9. Signature. <div style="display: flex; justify-content: space-between; align-items: flex-end;"> <div style="width: 30%;"> <u>Bradley P. Heisler</u> Name of Person Signing </div> <div style="width: 30%; text-align: center;">  Signature </div> <div style="width: 30%; text-align: right;"> <u>5-5-05</u> Date </div> </div> <div style="text-align: center; margin-top: 5px;"> Total number of pages including cover sheet, attachments, and document: </div>					

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12.	2,582,082	June 18, 2002	HINODE MAN Design
13.	2,815,503	February 17, 2004	HAPA BLEND

FROM :

FAX NO. :

May. 07 2000 03:07PM P5

BILL OF SALE AND ASSIGNMENT

THIS BILL OF SALE is executed as of November 7th, 2000, by Rice Growers Association of California, an agricultural cooperative incorporated under the laws of the State of California ("Guarantor"), in favor of RGA Special, LLC, a California limited liability company ("Grantee").

FOR VALUE RECEIVED, receipt of which is hereby acknowledged, Guarantor does hereby grant, bargain, sell, convey, assign, transfer and set over unto Grantee, absolutely and not as security, all of Guarantor's right, title and interest in and to the following, whether now existing or hereafter arising, acquired or created:

(a) All trademarks, trade names, trade styles and service marks, and all prints and labels on which said trademarks, trade names, trade styles and service marks have appeared or appear, and all designs and general intangibles of like nature, now existing or hereafter adopted or acquired, all right, title and interest therein and thereto, all registrations and recordings thereof, including, without limitation, Guarantor's Hinode® trademark, and including (i) all applications, registrations and recordings in the Patent and Trademark Office or in any similar office or agency of the United States, any state thereof, or any foreign country or any political subdivision thereof, all whether now owned or hereafter acquired by Guarantor, including, without limitation, those described in Attachment A, which Attachment A is incorporated herein by this reference, and (ii) all reissues, extensions or renewals thereof and all licenses thereof (collectively, the "Trademarks");

(b) All goodwill of Guarantor's business symbolized by the Trademarks and all customer lists and other records of Guarantor relating to the distribution of products or provision of services bearing or covered by the Trademarks;

(c) All claims by Guarantor against any Person for past, present or future infringement of the Trademarks; and

(d) All proceeds of the foregoing, including whatever is receivable or received when Guarantor Assets or proceeds are sold, collected, exchanged, licensed or otherwise disposed of, whether such disposition is voluntary or involuntary, including rights to payment and return premiums and insurance proceeds under insurance with respect to any Guarantor Assets, and all rights to payment with respect to any cause of action affecting or relating to the Guarantor Assets.

FROM :

FAX NO. :

May. 07 2000 03:08PM P6

IN WITNESS WHEREOF, Guarantor has executed this Bill of Sale and Assignment as of the day and year first above written.

GUARANTOR:

RICE GROWERS ASSOCIATION OF CALIFORNIA, an agricultural cooperative

By: William J. Heisler
Name:
Title: President

TRADEMARK ASSIGNMENT

This Trademark Assignment (the "Assignment") is executed as of February 6, 2001, by RGA Special, LLC, a California limited liability company ("Assignor"), in favor of Pacific Basin Rice Products, LLC ("Assignee").

Assignor desires to assign to Assignee all of Assignor's right, title and interest in and to the trademarks and/or service marks (the "Marks") set forth on Schedule A attached hereto, together with the good will of the business pertaining thereto.

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign, transfer, grant, sell and otherwise convey to Assignee all of Assignor's right, title and interest in and to the Marks, including all common law rights therein, applications to register therefor, together with the good will of the business symbolized by the Marks and all claims for damages by reason of past infringements of the Marks with the right to sue for and collect the same for its own use and benefit, and for the use and on behalf of its successors, assigns and other legal representatives.

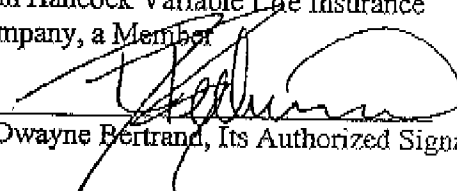
IN WITNESS WHEREOF, Grantor has executed this Trademark Assignment as of the day and year first above written.

RGA Special LLC, a California limited liability company

By: John Hancock Life Insurance Company, a Member

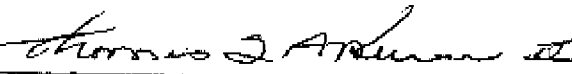
By: 
Dwayne Bertrand, Its Director

By: John Hancock Variable Life Insurance Company, a Member

By: 
Dwayne Bertrand, Its Authorized Signatory

ACCEPTED AND AGREED:

Pacific Basin Rice Products, LLC,
a California limited liability company

By: 
Its: President

Schedule A

TRADEMARKS AND TRADEMARK APPLICATIONSTrademarks

<u>State or Country</u>	<u>Registration Number</u>	<u>Registration Date</u>	<u>Trademark or Service Mark</u>
USA	1,903,705	July 4, 1995	California Recipe
USA	1,839,560	June 14, 1994	Field Design
USA	1,650,950	July 16, 1991	From Families Like Ours For Families Like Yours
Japan	2,168,390	Sept. 29, 1989	Globe & Roses Design
USA	614,930	Oct. 25, 1975	Golden Pearl Stylized
USA	1,299,769	Oct. 9, 1984	Good Fortune & Design
USA	1,658,391	Sept. 24, 1991	Harvest Blend
USA	1,656,392	Sept. 10, 1991	Harvest Blend & Design
USA	1,658,392	Sept. 24, 1991	Hinode Harvest Blend
USA	1,587,000	March 13, 1990	Hinode
Philippines	55,002	May 14, 1993	Hinode
Singapore	3342/92	May 7, 1992	Hinode
USA	1,824,531	March 1, 1994	Hinode Calif. Brown
USA	1,863,842	Nov. 22, 1994	Hinode Calif. White
USA	646,581	June 4, 1977	Hinode-Stylized
USA	1,874,051	Jan. 17, 1995	Hinode Fiesta Recipe and Design
USA	803,526	Feb. 8, 1986	Hinode & Little Man and Design
USA	1,878,776	Feb. 14, 1995	Hinode Southern Recipe
USA	1,615,928	Oct. 2, 1990	Hinode White & Wild
USA	1,011,094	May 20, 1975	Kokusai
Japan	211,548	Feb. 1, 1989	Kokusai
Japan	220,315	Jan. 30, 1990	Kokusai Rice
Japan	2,203,114	Jan. 30, 1990	Kokusai Rose
USA	353,938	Jan. 25, 1978	Pacific Rose-Stylized
USA	553,836	Jan. 22, 1972	R.G.A.-Stylized
Turkey	140,244	Aug. 28, 1992	R.G.A.
USA	1,010,531	May 13, 1975	RGA & World Design
USA	1,668,687	Dec. 17, 1991	Rice Above the Ordinary

Mar 27 01 10:37a

GRAY AND THURN, INC.

(916) 920-3409

p. 4

<u>State or Country</u>	<u>Registration Number</u>	<u>Registration Date</u>	<u>Trademark or Service Mark</u>
USA	355,062	March 8, 1978	Shasta Rose
USA	604,039	March 29, 1975	Silver Pearl-Styled


Trademark Applications

<u>State or Country</u>	<u>Mark</u>	<u>Number</u>	<u>Application Filing Date</u>
USA	Hinode Royal Jasmine	2,079,592	July 15, 1997
Korea	Hinode	74/556,512	August 8, 1994
		94-14373	April 11, 1994

LICENSES OF TRADEMARKS GRANTED TO THIRD PARTIES

<u>Registration Number</u>	<u>Trademark or Service Mark</u>	<u>Licensee</u>
1,011,094	Kokusai	Safeway Stores

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13.	2,815,503	February 17, 2004	HAPA BLEND



State of California
Bill Jones
Secretary of State

FILED
in the office of the Secretary of State
of the State of California

MAY 6 2003

Kevin Shelley
KEVIN SHELLEY, SECRETARY OF STATE

LIMITED LIABILITY COMPANY
CERTIFICATE OF MERGER
(Corporations Code Section 17552)

Filing Fee - Please see instructions.
IMPORTANT - Read instructions before completing this form.

This Space For Filing Use Only

Table with 4 columns: 1. Name of surviving entity, 2. Type of entity, 3. Secretary of State File Number, 4. Jurisdiction. Rows include GOLD RIVER MILLS, LLC and PACIFIC BASIN RICE PRODUCTS, LLC.

Table for Item 10: Outstanding interests of each class entitled to vote. Columns include Surviving Entity and Disappearing Entity, with sub-columns for Each class entitled to vote and Percentage of vote required.

11. The principal terms of the agreement of merger were approved by a vote of the number of interests or shares of each class that equaled or exceeded the vote required.

SECTION 12 IS ONLY APPLICABLE IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, COMPLETE ITEM 12 AND PROCEED TO ITEM 15.

12. Requisite changes to the information set forth in the Articles of Organization of the surviving limited liability company resulting from the merger. Attach additional pages if necessary. NONE

SECTIONS 13 AND 14 ARE APPLICABLE IF THE SURVIVING ENTITY IS A FOREIGN LIMITED LIABILITY COMPANY OR OTHER BUSINESS ENTITY. COMPLETE ITEMS 13 AND 14.

13. Principal business address of the surviving foreign limited liability company or other business entity:
Address:
City: State: Zip Code:

14. Other information required to be stated in the Certificate of Merger by the laws under which each constituent other business entity is organized. Attach additional pages if necessary.

15. Number of pages attached, if any: two (2)

16. I certify that the statements contained in this document are true and correct of my own knowledge. I declare that I am the person who is executing this instrument, which execution is my act and deed.
Signatures and names of authorized persons for both surviving and disappearing entities, including Thomas S. Atkinson II, Jeffrey B. Barnes, and Timothy Magill.

ATTACHMENT PAGES TO
CERTIFICATE OF MERGER
OF
GOLD RIVER MILLS, LLC
AND
PACIFIC BASIN RICE PRODUCTS, LLC

GOLD RIVER MILLS, LLC, Limited Liability Company and PACIFIC BASIN RICE PRODUCTS, LLC Limited Liability Company (individually, an "LLC", and collectively, the "LLCs") hereby certify that:

FIRST: The LLCs agree to merge.

SECOND: The name, place of organization, and Secretary of State's file numbers of each of the parties to the merger are:

(1) GOLD RIVER MILLS, LLC, Limited Liability Company, organized under the laws of California, Secretary of State File Number 200116910096.

(2) PACIFIC BASIN RICE PRODUCTS, LLC, Limited Liability Company, organized under the laws of California, Secretary of State File Number 200032610066.

THIRD: The name of the successor is GOLD RIVER MILLS, LLC which was organized under the laws of the State of California.

FOURTH: The principal office of GOLD RIVER MILLS, LLC in the State of California is P. O. Box 8729, Woodland, CA 95776. The principal office of PACIFIC BASIN RICE PRODUCTS, LLC in the State of California is P. O. Box 1815, Woodland, CA 95776.

FIFTH: The effective date of this merger is January 1, 2003.

SIXTH: GOLD RIVER MILLS, LLC owns an interest in land in Arbuckle, Colusa County, California and PACIFIC BASIN RICE PRODUCTS, LLC owns an interest in land in Woodland, Yolo County, California.

SEVENTH: The terms and conditions of the merger were advised, authorized and approved by the Members of each LLC by the requisite Vote of its Members as set forth in its Operating Agreement.

EIGHTH: No amendment to the Articles of Organization of the successor LLC, GOLD RIVER MILLS, LLC Limited Liability Company, is required on account of the merger.

NINTH: Prior to the merger, the percentage of interests of each class of interest in each LLC was:


- (1) GOLD RIVER MILLS, LLC -- one class 100%
- (2) PACIFIC BASIN RICE PRODUCTS, LLC - one class 100%

TENTH: The manner and basis of converting the outstanding interests of each LLC into interests of the successor LLC are as follows:

A one percent interest in GOLD RIVER MILLS, LLC Limited Liability Company as it exists immediately prior to the merger will become a .558% interest in GOLD RIVER MILLS, LLC Limited Liability Company on the effective date of the merger. A one percent interest in PACIFIC BASIN RICE PRODUCTS, LLC Limited Liability Company as it exists immediately prior to the merger will become a .955% interest in GOLD RIVER MILLS, LLC Limited Liability Company on the effective date of the merger.

IN WITNESS WHEREOF, each party has caused this Certificate of Merger to be signed in its name and on its behalf by its authorized Person this 5th day of December, 2002. Each authorized Person acknowledges this Certificate of Merger to be the act and deed of the LLC on whose behalf the authorized Person has executed this Certificate of Merger and, under the penalties of perjury, certifies that the matters and facts set forth herein are true in all material respects to the best of that Person's knowledge, information, and belief.

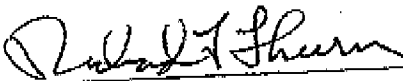
WITNESS:


Name:

GOLD RIVER MILLS, LLC


Name: JEFFREY B. BARNES
Title: Secretary

WITNESS:


Name:

PACIFIC BASIN RICE PRODUCTS, LLC


Name: TIMOTHY R. MAGILL
Title: Secretary