

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
Seeds of Change, Inc.		05/22/2000	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Sustainable Agrico, LLC		
Street Address:	3209 Richards Lane		
City:	Santa Fe		
State/Country:	NEW MEXICO		
Postal Code:	87505		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2507330	GOODNESS FROM THE GROUND UP	
Registration Number:	2541271	GOODNESS FROM THE GROUND UP	
Registration Number:	2523457	GOODNESS FROM THE GROUND UP	
Registration Number:	2562293	SEEDS OF CHANGE	
CORRESPONDENCE DATA			
Fax Number:	(212)218-2200		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-218-2100		
Email:	agardiner@fchs.com		
Correspondent Name:	Aimee Nassau Gardiner		
Address Line 1:	Fitzpatrick, Cella, Harper & Scinto		
Address Line 2:	30 Rockefeller Plaza		
Address Line 4:	New York, NEW YORK 10112		
ATTORNEY DOCKET NUMBER:	02227.002101		
NAME OF SUBMITTER:	Aimee Nassau Gardiner		

CH \$115.00 2507330

Signature:	/aimeenassaugardiner/
Date:	12/07/2005
Total Attachments: 3 source=Trademark Assignment#page1.tif source=Trademark Assignment#page2.tif source=Trademark Assignment#page3.tif	

ASSIGNMENT OF TRADEMARKS

This *nunc pro tunc* assignment of trademarks (hereinafter "Assignment") is effective as of the 22nd day of May, 2000, by and between Seeds of Change, Inc., a Delaware corporation (hereinafter "Assignor"), and Sustainable Agrico, LLC, a Delaware corporation (hereinafter "Assignee").

W I T N E S S E T H

WHEREAS Assignor has adopted and used the trademarks set forth in Schedule A hereto;

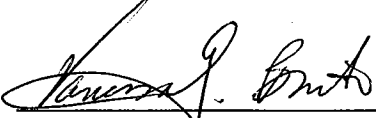
WHEREAS Assignee is desirous of acquiring the trademarks set forth in Schedule A, the registrations and application thereof, and the goodwill associated with those trademarks, and whereas Assignor is desirous of assigning said trademarks to Assignee; and

WHEREAS Assignor represents and warrants that it owns the entire right, title and interest in and to the trademarks listed in Schedule A, and has the complete authority to assign the trademarks;

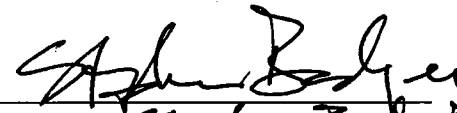
NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns, sells, transfers, and grants to Assignee all rights, title and interest in and to the trademarks shown in Schedule A hereto, together with the goodwill of the business associated with and symbolized by the trademarks.

IN WITNESS WHEREOF, the parties hereto have executed this Assignment as of
the date first written above.

SEEDS OF CHANGE, INC.

By: 
Name: Vanessa Garcia-Brito
Title: Marketing Properties Manager,
Americas

SUSTAINABLE AGRICO, LLC

By: 
Name: Stephen Badger
Title: President

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SCHEDULE A

<u>MARK</u>	<u>REG./SER. NO.</u>
GOODNESS FROM THE GROUND UP	2,507,330
GOODNESS FROM THE GROUND UP	2,541,271
GOODNESS FROM THE GROUND UP	2,523,457
SEEDS OF CHANGE	2,562,293

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