

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
EFFECTIVE DATE:	10/04/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The RiceX Company		02/07/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	NutraCea
Street Address:	1241 Hawk's Flight Court
Internal Address:	Suite 103
City:	El Dorado Hills
State/Country:	CALIFORNIA
Postal Code:	95762
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	2785078	MAX E GLO
Registration Number:	2116357	MAX'E'
Serial Number:	78769744	RICEX

CORRESPONDENCE DATA

Fax Number: (707)578-3133
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (707) 578-9333
 Email: Craig@northbay-iplaw.com
 Correspondent Name: Craig M. Stainbrook
 Address Line 1: 412 Aviation Blvd.
 Address Line 2: Suite H
 Address Line 4: Santa Rosa, CALIFORNIA 95403

ATTORNEY DOCKET NUMBER: 00062.T71;ASSIGNMENT

TRADEMARK

OP \$90.00 2785078

NAME OF SUBMITTER:	Craig M. Stainbrook
Signature:	/Craig M. Stainbrook/
Date:	02/14/2007
Total Attachments: 2 source=RiceX to Nutracea Assignment#page1.tif source=RiceX to Nutracea Assignment#page2.tif	

CORPORATE TO CORPORATE ASSIGNMENT OF TRADEMARK RIGHTS

WHEREAS, The RiceX Company, a corporation existing under the laws of the State of Delaware (hereinafter termed "ASSIGNOR"), is the owner of the trademarks and trademark applications identified in Attachment A (Trademark Rights), all of which are registered or pending in the United States Trademark Office;

and was a wholly-owned subsidiary corporation of NutraCea, a corporation existing under the law of the State of California (hereinafter "ASSIGNEE");

WHEREAS, ASSIGNOR was merged into ASSIGNEE effective October 4, 2005, pursuant to that certain merger document, entitled, "Merger with The RiceX Company," filed and recorded with the California Secretary of State on July 6, 2005.

NOW THEREFORE, ASSIGNOR hereby acknowledges that it has assigned and transferred to ASSIGNEE, to the extent owned by ASSIGNOR all of its right, title and interest in such Trademark Rights, and in and to all trademark registrations, and all Convention and Treaty Rights of all kinds, in all countries throughout the world, for all such subject matter, along with the right to sue and recover for past, present, and future trademark infringement. Such assignment and transfer were effective as of October 4, 2005.

IN WITNESS WHEREOF, the said Assignor has executed this instrument on the date of acknowledgment as given below and delivered this instrument to said Assignee:

Date of Execution: FEB. 7, 2007

THE RICEX COMPANY

By: _____

Ike Lynch, Operations Manager

Corporate to Corporate Assignment of Trademark Rights

Assignor: The RiceX Company

Assignee: NutraCea

Effective Date: October 4, 2005

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**TRADEMARK
REEL: 003481 FRAME: 0064**

ATTACHMENT A

TRADEMARK REGISTRATIONS

MAX E GLO U.S. Trademark
U.S. Trademark Registration No. 2,785,078
Registration Date: 18 November 2003
Registrant: The RiceX Company

MAX'E' U.S. Trademark
U.S. Trademark Registration No. 2,116,357
Registration Date: 25 November 1997
Last Listed Owner: The RiceX Company

TRADEMARK APPLICATIONS

RICEX U.S. Trademark Application
U.S. Trademark Application Serial No. 78/769,744
Filing Date: 8 December 2005
Applicant: The RiceX Company

Corporate to Corporate Assignment of Trademark Rights
Assignor: The RiceX Company
Assignee: NutraCea
Effective Date: October 4, 2005

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