

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	09/15/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wagner Bros. Feed Corp		03/19/2007	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Wagner's, LLC
Street Address:	4 Manhattanville Rd.
Internal Address:	Suite 203
City:	Purchase
State/Country:	NEW JERSEY
Postal Code:	10577
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	3022246	SONGBIRD DELUXE
Registration Number:	2992213	GREATEST VARIETY
Registration Number:	2578415	CRITTER FEAST
Registration Number:	2578414	THE EASY WAY TO ATTRACT WILDLIFE
Registration Number:	2570036	THE SECRET TO BETTER BIRD FEEDING
Registration Number:	2215554	GREATEST VARIETY
Registration Number:	1178394	BIRD SEED FEAST
Registration Number:	0810845	WAGNER'S
Registration Number:	0642697	FOUR SEASON

CORRESPONDENCE DATA

Fax Number: (908)725-7088

OP \$240.00 3022246

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 9087225640
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NAME OF SUBMITTER:	Stephen L. Baker
Signature:	/Stephen L. Baker/
Date:	03/19/2007

Total Attachments: 1
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NUNC PRO TUNC ASSIGNMENT OF TRADEMARKS, U.S. TRADEMARK REGISTRATIONS AND THE GOODWILL ASSOCIATED THEREWITH EFFECTIVE SEPTEMBER 15, 2004

WHEREAS Wagner Bros. Feed Corp., a corporation organized and existing under the laws of the State of New York, located and doing business at Suite 203, 4 Manhattanville Rd., Suite 203, Purchase, New York 10577, adopted, used and was using until September 15, 2004, trademarks which are registered in the U.S. Patent and Trademark Office as follows:

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>REG. DATE</u>
SONGBIRD DELUXE	3022246	November 29, 2005
GREATEST VARIETY	2992213	September 6, 2005
CRITTER FEAST	2578415	June 11, 2002
THE EASY WAY TO ATTRACT WILDLIFE	2578414	June 11, 2002
THE SECRET TO BETTER BIRD FEEDING	2570036	May 14, 2002
GREATEST VARIETY	2215554	December 29, 1998
BIRD SEED FEAST	1178394	November 17, 1981
WAGNER'S	0810845	July 5, 1966
FOUR SEASON	0642697	March 12, 1957

WHEREAS, on September 15, 2004 Wagner Bros. Feed Corp., assigned all of its right, title and interest in and to said trademarks, the registrations therefor, and goodwill of the business associated therewith to Wagner's, LLC, a limited liability company organized and existing under the laws of the State of Delaware located and doing business at Suite 203, 4 Manhattanville Rd., Suite 203, Purchase, New York 10577;

WHEREAS, to Wagner's, LLC, requires a Memorandum of Assignment suitable for recording in the U.S. Patent and Trademark Office Wagner's, LLC. as the registered owner of the above identified trademarks, the registrations therefor and the goodwill of the business associated therewith.

NOW, in consideration of the payments provided for in a certain asset purchase agreement between the parties, the receipt and sufficiency thereof which is hereby acknowledged, Wagner Bros. Feed Corp., does hereby confirm the assignment effective September 15, 2004 of the subject trademarks, the registrations therefor and the goodwill of the business associated therewith to Wagner's, LLC.

DATED: *MARCH 19, 2007*

Wagner Bros. Feed Corp

By: *Donnell P. Carr*

Name: *Donnell P. Carr*

Title: *V.P. Business Development*