

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Bayer CropScience S.A.		07/05/2005	CORPORATION: FRANCE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Tech Pac LLC		
<b>Street Address:</b>	2365 Harrodsburg Road		
<b>Internal Address:</b>	Suite B230		
<b>City:</b>	Lexington		
<b>State/Country:</b>	KENTUCKY		
<b>Postal Code:</b>	40524		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2556619	OVER-N-OUT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(415)442-1001		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	415-442-1137		
<b>Email:</b>	dmason@morganlewis.com		
<b>Correspondent Name:</b>	Diane J. Mason		
<b>Address Line 1:</b>	One Market, Spear Street Tower		
<b>Address Line 4:</b>	San Francisco, CALIFORNIA 94118		
<b>ATTORNEY DOCKET NUMBER:</b>	067438.2073		
<b>NAME OF SUBMITTER:</b>	Diane J. Mason		
<b>Signature:</b>	/djm/		
<b>Date:</b>	02/28/2008		

CH \$40.00 2556619

Total Attachments: 2

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**EXHIBIT B**

Trademark Assignment from Bayer CropScience S.A. and Bayer CropScience AG to Tech Pac LLC

**RECITALS:**

WHEREAS, BASF Aktiengesellschaft, BASF Corporation's (BC) parent company and Bayer CropScience AG ("BCS") entered into a Sale and Purchase Agreement dated October 28, 2002 (the "Sale and Purchase Agreement"), in connection with the purchase by BASF Aktiengesellschaft of certain assets and rights of Bayer to the active ingredient fipronil (the "Fipronil Business"); and

WHEREAS, among those contracts contained in the Fipronil Business was the Fipronil Purchase and Supply Agreement dated December 13, 1999, originally between Rhône Poulenc Ag Company and CPI, (the "Fipronil Supply Agreement"); the U.S. License Agreement for Fipronil dated December 13, 1999, originally between Rhône Poulenc Ag Company and Tech Pac, L.L.C. (the "Fipronil License Agreement"); and the Trademark Agreement dated December 13, 1999, originally between Rhône Poulenc Ag Company and Tech Pac L.L.C., to the extent related to the trademark Over-N-Out®, registered under number 2558819 in the United States (the "Trademark") (the "Trademark Agreement"); and

WHEREAS, at the closing on March 21, 2003, of the sale of the Fipronil Business contemplated by the Sale and Purchase Agreement: (1) the Fipronil Supply Agreement was assigned by Bayer Crop Science LP (an affiliate of BCS) to BC, and (2) the trademark for Over-N-Out® was transferred to an affiliate of BC, subject to Tech Pac's rights under the Trademark Agreement, and ultimately transferred to BC; and

WHEREAS, at the closing of the Sale and Purchase Agreement on March 31, 2003, BASF Aktiengesellschaft granted, subject to the Trademark Agreement, certain rights to BCS to the extent related to use of the trademark Over-N-Out® (the "Grant Back Rights"), and such Grant Back Rights encumber *inter alia* the trademark Over-N-Out®.

WHEREAS, the parties to this Agreement desire to effect the transfer of all rights to the trademark Over-N-Out® to Tech Pac, and to document the release by BCS of its Grant Back Rights with respect to the trademark Over-N-Out®

Whereas, Bayer CropScience S.A., a corporation organized under the laws of France, is the owner of record for the following trademarks now registered at the United States Patent and Trademark Office:

OVER-N-OUT      Registration Number 2556619      Registered April 2, 2002

Whereas, Tech Pac LLC, a limited liability company organized under the laws of Delaware, is desirous of acquiring said registered trademark,

Now, Therefore, in consideration of one dollar (\$1.00) and other good and valuable consideration, the sufficiency of which is hereby acknowledged, Bayer CropScience S.A. hereby assigns to Tech Pac LLC all right, title and interest in and to said trademark together with the goodwill symbolized by such trademark and the registration thereof.

Bayer CropScience AG by execution of this instrument releases Bayer's Grant Back Rights under the Sale and Purchase Agreement with respect to the above referenced trademark Over-N-Out®.

Signed at Leverkusen, this 5<sup>th</sup> day of July, 2005

Bayer CropScience S.A.

By [Signature]

Bayer CropScience AG

By [Signature]

By [Signature]