

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/01/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Royster-Clark, Inc.		06/29/2007	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Crop Production Services, Inc.
Street Address:	2084 Windish Drive
City:	Galesburg
State/Country:	ILLINOIS
Postal Code:	61401
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Serial Number:	76605960	DEFEND PLUS

**CORRESPONDENCE DATA**

Fax Number: (410)280-6758  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 410-280-6608  
 Email: llaubscher@laubscherlaw.com  
 Correspondent Name: LAWRENCE E. LAUBSCHER, JR.  
 Address Line 1: 1160 Spa Road, Suite 2B  
 Address Line 4: Annapolis, MARYLAND 21403

ATTORNEY DOCKET NUMBER:	25071
NAME OF SUBMITTER:	Lawrence E. Laubscher, Jr.
Signature:	/l/ljr/

Date:

03/26/2008

Total Attachments: 2

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**CERTIFICATE OF MERGER**

**ROYSTER-CLARK, INC.,**  
a Delaware corporation

**INTO**

**CROP PRODUCTION SERVICES, INC.,**  
a Delaware corporation

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Pursuant to Section 251 of the Delaware General Corporation Law, Crop Production Services, Inc., a Delaware corporation (the "Corporation"), hereby certifies the following information relating to the merger of Royster-Clark, Inc., a Delaware corporation ("RCI"), with and into the Corporation (the "Merger"):

**FIRST:** The names of the constituent corporations in the Merger (the "Constituent Corporations") and their states of incorporation are as follows:

<u>Name</u>	<u>State</u>
Crop Production Services, Inc.	Delaware
Royster-Clark, Inc.	Delaware

**SECOND:** The Agreement and Plan of Merger, dated as of June 27, 2007 (the "Merger Agreement"), between the Corporation and RCI, setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the provisions of Section 251 of the Delaware General Corporation Law.

**THIRD:** The surviving corporation in the Merger is the Corporation.

**FOURTH:** The certificate of incorporation of the Corporation shall be the certificate of incorporation of the surviving corporation.

**FIFTH:** The executed Merger Agreement is on file at the office of the surviving corporation located at 4582 S. Ulster Street, Suite 1700, Denver, Colorado, 80237.

**SIXTH:** A copy of the Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of either of the Constituent Corporations.

**SEVENTH:** This Certificate of Merger, and the Merger provided for herein, shall become effective at 12:05 a.m. EST on July 1, 2007.

**IN WITNESS WHEREOF**, the undersigned Constituent Corporations have caused this Certificate of Merger to be executed as of the 29<sup>th</sup> day of June, 2007.

**ROYSTER-CLARK, INC.**

By: 

Name: Richard Gearheard

Title: CEO

**CROP PRODUCTION SERVICES, INC.**

By: 

Name: Richard Gearheard

Title: CEO