

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:	78554402	TRIBUTE

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
 Address Line 2: Suite 2B
 Address Line 4: Annapolis, MARYLAND 21403

ATTORNEY DOCKET NUMBER:	25065
NAME OF SUBMITTER:	Lawrence E. Laubscher, Jr.
Signature:	/l/ljr/

OP \$40.00 78554402

Date:

04/14/2008

Total Attachments: 3

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ROYSTER-CLARK, INC.", A DELAWARE CORPORATION,
WITH AND INTO "CROP PRODUCTION SERVICES, INC." UNDER THE NAME OF "CROP PRODUCTION SERVICES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF JUNE, A.D. 2007, AT 10:33 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JULY, A.D. 2007, AT 12:05 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

0949058 8100M

070766923



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5805104

DATE: 06-29-07

TRADEMARK
REEL: 003759 FRAME: 0460

CERTIFICATE OF MERGER

ROYSTER-CLARK, INC.,
a Delaware corporation

INTO

CROP PRODUCTION SERVICES, INC.,
a Delaware corporation

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.

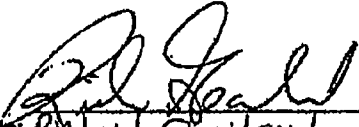
FIFTH: The executed Merger Agreement is on file at the office of the surviving corporation located at 4582 S. Ulster Street, Suite 1700, Denver, Colorado, 80237.

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 29th day of June, 2007.

ROYSTER-CLARK, INC.

By: 
Name: Richard Gearheard
Title: CEO

CROP PRODUCTION SERVICES, INC.

By: 
Name: Richard Gearheard
Title: CEO