

**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>                  |
| Sustainable Agrico, LLC          |  | 06/12/2008                  | LIMITED LIABILITY COMPANY: DELAWARE |
| <b>RECEIVING PARTY DATA</b>      |  |                             |                                     |
| <b>Name:</b>                     | Mars, Incorporated   |                             |                                     |
| <b>Street Address:</b>           | 6885 Elm Street  |                             |                                     |
| <b>City:</b>                     | McLean   |                             |                                     |
| <b>State/Country:</b>            | VIRGINIA   |                             |                                     |
| <b>Postal Code:</b>              | 22101-3883   |                             |                                     |
| <b>Entity Type:</b>              | CORPORATION: DELAWARE  |                             |                                     |
| <b>PROPERTY NUMBERS Total: 1</b> |  |                             |                                     |
| <b>Property Type</b>             | <b>Number</b>  | <b>Word Mark</b>            |                                     |
| <b>Serial Number:</b>            | 77419187   | GOODNESS FROM THE GROUND UP |                                     |
| <b>CORRESPONDENCE DATA</b>       |  |                             |                                     |
| <b>Fax Number:</b>               | (202)857-6395  |                             |                                     |
|                                  | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> |                             |                                     |
| <b>Phone:</b>                    | 202-857-6000   |                             |                                     |
| <b>Email:</b>                    | booth.heather@arentfox.com   |                             |                                     |
| <b>Correspondent Name:</b>       | Cristina A. Carvalho   |                             |                                     |
| <b>Address Line 1:</b>           | 1050 Connecticut Avenue, NW  |                             |                                     |
| <b>Address Line 2:</b>           | Arent Fox TM Docket  |                             |                                     |
| <b>Address Line 4:</b>           | Washington, DISTRICT OF COLUMBIA 20036-5339  |                             |                                     |
| <b>ATTORNEY DOCKET NUMBER:</b>   | GOODNESS FROM THE GROUND   |                             |                                     |
| <b>NAME OF SUBMITTER:</b>        | Cristina A. Carvalho   |                             |                                     |
| <b>Signature:</b>                | /Cristina A. Carvalho/   |                             |                                     |

OP \$40.00 77419187

Date:

06/17/2008

Total Attachments: 1

source=GOODNESS FROM THE GROUND UP#page1.tif

**ASSIGNMENT**

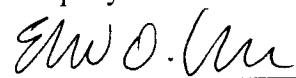
WHEREAS Sustainable Agrico, LLC, a Delaware limited liability company, having a place of business at 3209 Richards Lane, Santa Fe, New Mexico 87505 (“Assignor”), is the owner of all right, title, and interest in, under and to the trademark GOODNESS FROM THE GROUND UP, for which it has applied for registration in the United States Patent and Trademark Office under pending application Serial No. 77/419,187;

WHEREAS Mars, Incorporated, a Delaware corporation, having a place of business at 6885 Elm Street, McLean, Virginia 22101 (“Assignee”), is desirous of acquiring all right, title and interest in and to said mark, and the application thereof, together with the goodwill of the business associated with the mark;

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee all right, title and interest in and to the said trademark and the application thereof, together with the goodwill of the business symbolized by the trademark.

Sustainable Agrico, LLC, a Delaware limited liability company

Date: 6/12/08

By: 

Name: Ellen Kollar

Title: General Counsel, North America