

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	06/30/2005		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Fruitsmart, LLC		06/30/2005	LIMITED LIABILITY COMPANY:
RECEIVING PARTY DATA			
Name:	Fruitsmart, Inc.		
Street Address:	14502 N. Rothrock		
City:	Prosser		
State/Country:	WASHINGTON		
Postal Code:	99350		
Entity Type:	LIMITED LIABILITY COMPANY:		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2759268	FRUITSMART	
CORRESPONDENCE DATA			
Fax Number:	(509)453-4704		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	509-453-1319		
Email:	pto@strattonballew.com		
Correspondent Name:	Michelle Bos		
Address Line 1:	PO Box 428		
Address Line 4:	Yakima, WASHINGTON 98907		
ATTORNEY DOCKET NUMBER:	FS3.T02		
NAME OF SUBMITTER:	Michelle Bos		
Signature:	/michelle bos/		

CH \$40.00 2759268

Date:

11/17/2008

Total Attachments: 2

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MINUTES OF SPECIAL MEETING OF SHAREHOLDERS
OF
B.R.B. SEEDS, INC.

A special meeting of the Shareholders of B.R.B. Seeds, Inc. was held at the company corporate offices located at 14502 N. Rothrock Rd, Prosser, WA on the 30th day of June, 2005 at 11:30pm pursuant to call and waiver of notice by all the shareholders.

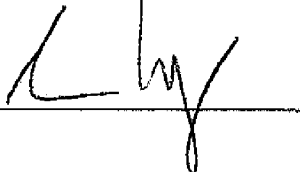
All shareholders of the corporation being present, motion duly made, seconded and unanimously carried, James Early was chosen as chairman and secretary of the meeting.

The shareholders discussed the recommendation of the corporation's board of directors that the corporation be merged with FruitSmart L.L.C. pursuant to the Plan of Merger attached hereto and incorporated herein. The resulting entity will be a Corporation which will be called FruitSmart, Inc. Upon motion duly made and carried, the following resolutions were adopted.

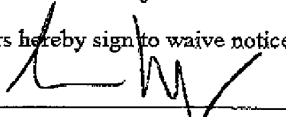
RESOLVED that the shareholders of the corporation hereby consent, authorize, and approve the merger of the corporation in accordance with the terms and provisions set forth in the resolution adopted this day by the corporation's Board of Directors. This plan of merger is in all respects adopted and approved.

RESOLVED that the officers of the corporation be, and they hereby are, authorized and directed to do or cause to be done all such acts and things as they may deem necessary and proper in order to effect the merger of the corporation in accordance with the plan of merger.


There being no further business, the meeting was adjourned.

Chairman 

The Shareholders hereby sign to waive notice of this meeting:

James P. Early 

Scott Evenson 

Teresa Early 

UNITED STATES OF AMERICA

The State of Washington



Secretary of State

CERTIFICATE OF MERGER

I, Sam Reed, Secretary of State of the State of Washington and custodian of its seal, hereby certify that documents meeting statutory requirements have been filed and processed with the Secretary of State merging the listed "Merging Entities" into:

B. R. B. SEEDS, INC. changing name to FRUITSMART, INC.

WA Profit Corporation
UBI: 600-451-260
Filing Date: November 18, 2005

Merging Entities:

601-998-447 FRUITSMART, L.L.C.



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Sam Reed

Sam Reed, Secretary of State

TRADEMARK