

Form PTO-1594 (Rev. 01-09)
OMB Collection 0651-0027 (exp. 02/28/2009)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

E.C. Gutwein & Company, Inc.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation- State: Indiana
- Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) August 25, 2009

- Assignment Merger
- Security Agreement Change of Name
- Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: American Seeds, LLC

Internal Address: _____

Street Address: 800 N. Lindbergh Blvd.; E2NA

City: St. Louis

State: Missouri

Country: USA Zip: 63167

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other Limited Liability Company Citizenship Delaware

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

None

B. Trademark Registration No.(s)

See Attached

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

See Attached

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: American Seeds LLC

Internal Address: _____

Street Address: 800 N. Lindbergh Blvd.; E2NA

City: St. Louis

State: Missouri Zip: 63167

Phone Number: 314-694-5201

Fax Number: 314-694-9009

Email Address: babunni@monsanto.com

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 140.00

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number 134125

Authorized User Name Barbara Bunning-Stevens

9. Signature:

Barbara Bunning-Stevens
Signature

9-9-09
Date

Barbara Bunning-Stevens

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 6

Documents to be recorded (including cover sheet) should be faxed to (671) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$140.00 134125 1205637

Mark**Registration No.**

QUALI-KOTE

1205637

DIENER SEEDS & DESIGN

1130080

SOYMATCH

3523962

ROOTMATCH

3549418

HERITAGE SEEDS

3054332

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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:

"CAMPBELL SEED, INC.", A DELAWARE CORPORATION,

"CORE GROUP, INC.", A DELAWARE CORPORATION,

"E. C. GUTWEIN & COMPANY, INC.", AN INDIANA CORPORATION,

"GOLD COUNTRY SEED, INC.", A MINNESOTA CORPORATION,

"GROWDIRECT, INC.", A DELAWARE CORPORATION,

"HUBNER SEED CO., INC.", AN INDIANA CORPORATION,

"ICORN, INC.", A DELAWARE CORPORATION,

"KRUGER SEEDS, INC.", A DELAWARE CORPORATION,

"LEWIS HYBRIDS, INC.", A DELAWARE CORPORATION,

"SPECIALTY HYBRIDS, INC.", AN INDIANA CORPORATION,

"TRISLER SEEDS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "AMERICAN SEEDS, LLC" UNDER THE NAME OF "AMERICAN SEEDS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF AUGUST, A.D. 2009, AT 10:17 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF



3847891 8100M

090807670

You may verify this certificate online
at corp.delaware.gov/authver.shtml


jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7494769

DATE: 08-26-09

TRADEMARK

REEL: 004061 FRAME: 0918

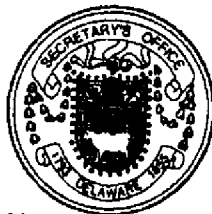
Delaware

PAGE 2

The First State

THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF
AUGUST, A.D. 2009, AT 11:50 O'CLOCK P.M.

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



3847891 8100M

090807670

You may verify this certificate online
at corp.delaware.gov/authvar.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7494769

DATE: 08-26-09

TRADEMARK
REEL: 004061 FRAME: 0919

State of Delaware
 Secretary of State
 Division of Corporations
 Delivered 10:49 AM 08/26/2009
 FILED 10:17 AM 08/26/2009
 SRV 090807670 - 3847891 FILE

**CERTIFICATE OF MERGER
 MERGING
 CORE GROUP, INC.
 KRUGER SEEDS, INC.
 GOLD COUNTRY SEED, INC.
 TRISLER SEEDS, INC.
 LEWIS HYBRIDS, INC.
 E. C. GUTWEIN & COMPANY, INC.
 SPECIALTY HYBRIDS, INC.
 CAMPBELL SEED, INC.
 HUBNER SEED CO., INC.
 ICORN, INC.
 GROWDIRECT, INC.
 WITH AND INTO
 AMERICAN SEEDS, LLC**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act

1. The names and jurisdictions of the corporations being merged into the surviving limited liability company are:

<u>Name of Corporation</u>	<u>Jurisdiction</u>
Core Group, Inc.	Delaware
Kruger Seeds, Inc.	Delaware
Gold Country Seed, Inc.	Minnesota
Trisler Seeds, Inc.	Delaware
Lewis Hybrids, Inc.	Delaware
E. C. Gutwein & Company, Inc.	Indiana
Specialty Hybrids, Inc.	Indiana
Campbell Seed, Inc.	Delaware
Hubner Seed Co., Inc.	Indiana
ICORN, Inc.	Delaware
GrowDirect, Inc.	Delaware

2. The name of the surviving limited liability company is American Seeds, LLC, a Delaware limited liability company, and its Certificate of Formation shall not be amended by virtue of the merger.

3. The Agreement of Merger has been approved and executed by the non-surviving corporations and the surviving limited liability company.

4. The executed Agreement of Merger is on file at 800 N. Lindbergh, St. Louis, Missouri 63167, the principal place of business of the surviving limited liability company.

5. A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the limited liability company or any person holding an interest in any other business entity which is to merge or consolidate.

6. The effective date and time of the merger is 11:50 p.m. EDT on August 31, 2009.

IN WITNESS WHEREOF, said limited liability company has caused this certificate to be signed by an authorized person, this 25th day of August, 2009.

By Jennifer L. Woods
Jennifer L. Woods, Authorized Person

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