

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	02/27/2005		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Cropmate Company		01/31/2005	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	UAP DISTRIBUTION, INC.		
Street Address:	7251 W. 4TH STREET		
City:	GREELEY		
State/Country:	COLORADO		
Postal Code:	80634		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	0877273	CROPMATE	
Registration Number:	1860604	MAXI-MELT	
CORRESPONDENCE DATA			
Fax Number:	(303)607-3600		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	303-607-3500		
Email:	trademarkdnvr@faegre.com		
Correspondent Name:	Joshua A. Smith		
Address Line 1:	1700 LINCOLN STREET		
Address Line 2:	3200 Wells Fargo Center		
Address Line 4:	Denver, COLORADO 80203-4532		
ATTORNEY DOCKET NUMBER:	19661-299951		
NAME OF SUBMITTER:	Joshua A. Smith		

OP \$65.00 0877273

900143285

**TRADEMARK
 REEL: 004062 FRAME: 0439**

Signature:	/Joshua A. Smith/
Date:	09/16/2009
Total Attachments: 4 source=Cropmate Company#page1.tif source=Cropmate Company#page2.tif source=Cropmate Company#page3.tif source=Cropmate Company#page4.tif	

Delaware

PAGE 1

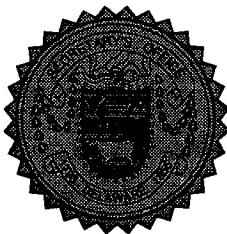
The First State

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:

"CROPMATE COMPANY", A DELAWARE CORPORATION,
WITH AND INTO "UAP DISTRIBUTION, INC." UNDER THE NAME OF "UAP DISTRIBUTION, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTH DAY OF FEBRUARY, A.D. 2005, AT 4:02 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-SEVENTH DAY OF FEBRUARY, A.D. 2005.

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



3678416 8100M

050093932

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3665667

DATE: 02-04-05

TRADEMARK
REEL: 004062 FRAME: 0441

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC CORPORATIONS**

Pursuant to Title 8, Section 251(c) of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is UAP Distribution, Inc.
_____, and the name of the corporation being
merged into this surviving corporation is Cropmate Company
_____.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations.

THIRD: The name of the surviving corporation is UAP Distribution, Inc.
_____ a Delaware corporation.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

FIFTH: The merger is to become effective on February 27, 2005.

SIXTH: The Agreement of Merger is on file at 7251 West 4th Street,
Greeley, Colorado 80634, the place of business
of the surviving corporation.

SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 31 day of January, A.D.,
2005.

By: 
Authorized Officer

Name: Charles M. Owen
Print or Type

Title: Assistant Secretary

**STATE OF DELAWARE
DELAWARE INTO DELAWARE
AGREEMENT OF MERGER**

On the 31 day of January, 2005, CROPMATE COMPANY and UAP DISTRIBUTION, INC., both Delaware corporations, pursuant to Section 251 of the General Corporation Law of the State of Delaware, have entered into the following Agreement of Merger:

WITNESSETH that:

WHEREAS, the respective Boards of Directors of the foregoing named corporations deem it advisable that the corporations merge into a single corporation as hereinafter specified; and

WHEREAS, Cropmate Company filed its Certificate of Incorporation in the office of the Secretary of State of the State of Delaware on December 27, 1990; and

WHEREAS, UAP Distribution, Inc. filed its Certificate of Incorporation in the office of the Secretary of State of the State of Delaware on July 3, 2003.

THEREFORE, the corporations, parties to this Agreement, by and between their respective Boards of Directors, in consideration of the mutual covenants, agreements and provisions hereinafter contained, do hereby prescribe the terms and conditions of the merger and of carrying the same into effect as follows:

FIRST: Cropmate Company shall be and hereby merges into UAP Distribution, Inc., which shall be the surviving corporation.

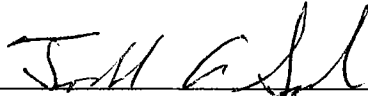
SECOND: The Certificate of Incorporation of UAP Distribution, Inc., as in effect on the date of the merger provided for in this Agreement, shall continue in full force and effect as the Certificate of Incorporation of the corporation surviving this merger.

THIRD: The issued shares of Cropmate Company will not be converted or exchanged in any manner. All of the issued shares of stock of Cropmate Company shall, upon the effective date of the merger, be surrendered and extinguished. The shares of UAP Distribution, Inc. shall not be converted, but each said share which is issued as of the effective date of the merger shall continue to represent one issued share of stock of UAP Distribution, Inc.

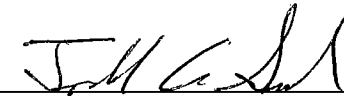
FOURTH: This merger shall become effective on February 27, 2005.

IN WITNESS WHEREOF, the parties to this Agreement, pursuant to authority duly given by their respective Board of Directors, have caused this Agreement of Merger to be executed by an authorized officer of each party hereto.

CROPMATE COMPANY, a Delaware corporation

By: 
Todd A. Suko, Vice President

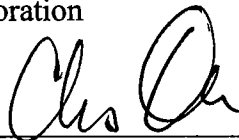
UAP DISTRIBUTION, INC., a Delaware corporation

By: 
Todd A. Suko, Vice President

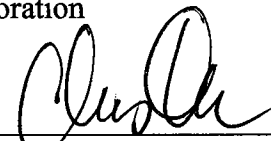
CERTIFICATE OF ASSISTANT SECRETARY

The undersigned, being the Assistant Secretary of Cropmate Company and of UAP Distribution, Inc., does hereby certify that the foregoing Agreement of Merger was submitted to the sole stockholder of Cropmate Company and to the sole stockholder of UAP Distribution, Inc., for the purpose of acting on the Agreement of Merger. Written consent has been given to the adoption of the foregoing Agreement of Merger by the sole holder of all of the outstanding stock of Cropmate Company and by the sole holder of all of the outstanding stock of UAP Distribution, Inc., in accordance with the General Corporation Law of the State of Delaware.

CROPMATE COMPANY, a Delaware corporation

By: 
Charles M. Owen
Assistant Secretary

UAP DISTRIBUTION, INC., a Delaware corporation

By: 
Charles M. Owen
Assistant Secretary