

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
POET Investments, Inc.	FORMERLY Broin Enterprises, Inc.	12/22/2010	CORPORATION: SOUTH DAKOTA
RECEIVING PARTY DATA			
Name:	BOKF, NA		
Doing Business As:	DBA Bank of Oklahoma		
Street Address:	One Williams Center		
Internal Address:	Bank of Oklahoma Tower - Energy Dept.		
City:	Tulsa		
State/Country:	OKLAHOMA		
Postal Code:	74172		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Serial Number:	74590036	DAKOTA GOLD	
Serial Number:	77355066	DAKOTA GOLD	
Serial Number:	77144927	DAKOTA BRAN	
Serial Number:	78535029		
Serial Number:	77073395	BPX	
Serial Number:	77073378	HP	
CORRESPONDENCE DATA			
Fax Number:	(918)599-6396		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	918-592-9871		
Email:	debra.pascoe@crowedunlevy.com		
Correspondent Name:	Debra L. Pascoe, ACP; Crowe & Dunlevy		

OP \$165.00 74590036

Address Line 1: 321 South Boston Avenue
Address Line 2: Suite 500
Address Line 4: Tulsa, OKLAHOMA 74103

ATTORNEY DOCKET NUMBER:	07444-00405
NAME OF SUBMITTER:	Debra L. Pascoe, ACP
Signature:	/Debra L. Pascoe, ACP/
Date:	01/25/2011

Total Attachments: 3
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**SECURITY AGREEMENT / NOTICE OF SECURITY INTEREST
(TRADEMARKS)**

(POET Investments, Inc. f/k/a Broin Enterprises, Inc.)

WHEREAS, POET INVESTMENTS, INC., a South Dakota corporation, formerly known as Broin Enterprises, Inc. ("Grantor"), has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office, as more fully set forth on Schedule 1A (the "Trademarks"); and

WHEREAS, pursuant to the First Amended and Restated Credit Agreement dated as of December 31, 2010 (such agreement, as amended, restated, supplemented or otherwise modified from time to time, being hereinafter referred to as the "Credit Agreement") among POET, LLC, a South Dakota limited liability company, as borrower (the "Borrower"), and the financial institutions from time to time party thereto (each a "Lender" and collectively, the "Lenders") and Bank of Oklahoma, National Association, as Administrative Agent (in such capacity, together with any successor in such capacity, the "Administrative Agent") have agreed to make extensions of credit to the Borrower upon the terms and subject to the conditions set forth therein; and

WHEREAS, Grantor has entered into a certain First Amended and Restated Security Agreement dated as of December 31, 2010 (the "Security Agreement"), in favor of the Administrative Agent; and

WHEREAS, pursuant to the Security Agreement, Grantor has granted to the Administrative Agent for the benefit of the Lenders a continuing security interest in all right, title and interest of Grantor in, to and under the Trademarks, together with, among other things, the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor, as collateral security for the full and complete payment and performance when due of the Obligations, hereby grants to the Administrative Agent for the benefit of the Lenders, a continuing security interest in the Collateral to secure the prompt payment, performance and for the benefit of itself and the Lenders' observance of the Obligations.

Grantor does hereby further acknowledge and affirm that the rights and remedies of the Administrative Agent with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, POET Investments, Inc., has caused this Assignment to be duly executed by its officer thereunto duly authorized as of December 31, 2010.

POET INVESTMENTS, INC., a South Dakota corporation, formerly known as Broin Enterprises, Inc.

By 
Jeff Broin, President

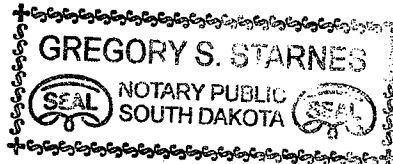
STATE OF SOUTH DAKOTA)
)ss.:
COUNTY OF MINNEHAHA)

On this 22 day of December, 2010, before me personally came Jeff Broin, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is the President of POET Investments, Inc., a South Dakota corporation, formerly known as Broin Enterprises, Inc., and that he executed the foregoing instrument in the firm name of POET Investments, Inc., formerly known as Broin Enterprises, Inc., and that he had authority to sign the same, and he acknowledged to me that he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.

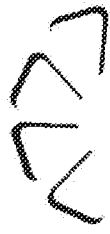
Notary Public

My commission # _____ expires:

**My Commission Expires
October 5, 2015**



SCHEDULE 1A TO SECURITY AGREEMENT / NOTICE OF SECURITY INTEREST

Trademark Name	Owner	Ser. No.	Filing Date	Reg. No.	Reg. Date	Goods & Services
DAKOTA GOLD	POET Investments, Inc.	74590036	10/24/1994	1994116	08/13/1996	IC 31: feed for livestock animals.
	POET Investments, Inc.	77355066	12/18/2007	3476057	07/29/2008	IC 05: Animal feed supplements.
Dakota Bran	POET Investments, Inc.	77144927	03/30/2007	3361609	01/01/2008	IC 31: Feed for animals.
	Broin Enterprises, Inc.	78535029	12/18/2004	3108872	06/27/2006	IC 31: Feed for animals
BPX	Broin Enterprises, Inc.	77073395	12/29/2006	3322683	10/30/2007	IC 31: Feed for animals
HP	Broin Enterprises, Inc.	77073378	12/29/2006	3322682	10/30/2007	IC 31: Feed for animals