

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/01/2011		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SGS Mid-West Seed Services Inc.		11/01/2010	CORPORATION: SOUTH DAKOTA
RECEIVING PARTY DATA			
Name:	SGS North America Inc.		
Street Address:	201-Rt. 17 North		
City:	Rutherford		
State/Country:	NEW JERSEY		
Postal Code:	07070		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2979267	SAMPLE TRACK	
Registration Number:	3175723	V-WORKSHEET	
CORRESPONDENCE DATA			
Fax Number:	(877)769-7945		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	9496545468		
Email:	arnold@fr.com		
Correspondent Name:	Leslie Arnold		
Address Line 1:	P.O. Box 1022		
Address Line 2:	Fish & Richardson P.C.		
Address Line 4:	Minneapolis, MINNESOTA 55440-1022		
ATTORNEY DOCKET NUMBER:	23207-0007001		
NAME OF SUBMITTER:	Leslie Arnold		

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TRADEMARK
REEL: 004505 FRAME: 0258

Signature:	/lya/
Date:	03/25/2011
Total Attachments: 2 source=Merger of SGS Mid West Seed into SGS North America Inc#page1.tif source=Merger of SGS Mid West Seed into SGS North America Inc#page2.tif	

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:

"SGS MID WEST SEED SERVICES, INC.", A SOUTH DAKOTA CORPORATION,

WITH AND INTO "SGS NORTH AMERICA INC." UNDER THE NAME OF "SGS NORTH AMERICA INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTH DAY OF NOVEMBER, A.D. 2010, AT 10:39 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2011.


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

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8334361

DATE: 11-05-10

TRADEMARK
REEL: 004505 FRAME: 0260

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
FOREIGN CORPORATION INTO
A DOMESTIC CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is SGS North America Inc., a Delaware corporation, and the name of the corporation being merged into this surviving corporation is SGS Mid West Seed Services, Inc. a South Dakota corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is SGS North America Inc., a Delaware corporation.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation. (If amendments are affected please set forth)

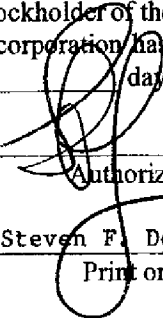
FIFTH: The authorized stock and par value of the non-Delaware corporation is 1000 shares of common stock w/par value of \$100 per share.

SIXTH: The merger is to become effective on 1-1-2011.

SEVENTH: The Agreement of Merger is on file at 201-Route 17 North, Rutherford, New Jersey 07070, an office of the surviving corporation.

EIGHTH: 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 1st day of November, A.D.,

By:  _____
Authorized Officer

Name: Steven F. Dorry
Print or Type

Title: Secretary