

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CoreAgri, LLC	FORMERLY Omni Agri Trade Group, LLC	08/02/2013	LIMITED LIABILITY COMPANY: TEXAS

RECEIVING PARTY DATA

Name:	Happy State Bank
Street Address:	701 S. Taylor, LB 120
City:	Amarillo
State/Country:	TEXAS
Postal Code:	79101
Entity Type:	state banking association: TEXAS

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	4186622	MAN-GROW
Registration Number:	3965819	TRI-GREEN
Registration Number:	3861095	PISCIS
Registration Number:	4000256	NOXBLUE
Registration Number:	3859291	AUCTERUS
Registration Number:	4247788	PASSPORT
Registration Number:	3676033	READY-MAN
Registration Number:	3704632	BORMAX

CORRESPONDENCE DATA

Fax Number: 8063581901
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: (806) 358-8116
 Email: cstewart@bmwb-law.com

OP \$215.00 4186622

Correspondent Name: Christian D. Stewart
Address Line 1: 3423 S. Soncy, Suite 300
Address Line 4: Amarillo, TEXAS 79119

ATTORNEY DOCKET NUMBER: 41316.53

NAME OF SUBMITTER: Christian D. Stewart

Signature: /Christian D. Stewart/

Date: 11/06/2013

Total Attachments: 6
source=1266_001#page1.tif
source=1266_001#page2.tif
source=1266_001#page3.tif
source=1266_001#page4.tif
source=1266_001#page5.tif
source=1266_001#page6.tif

BILL OF SALE

Effective Date: August 2, 2013

Promissory Notes:

(A) **Date:** June 12, 2009

Original Principal Amount: \$2,000,000

Borrower: CoreAgri, LLC, formerly known as Omni Agri Trade Group, LLC

Lender: Happy State Bank

(B) **Date:** October 15, 2009

Original Principal Amount: \$2,000,000

Borrower: CoreAgri, LLC, formerly known as Omni Agri Trade Group, LLC;
J. Mark Moore; and Laurie Moore

Lender: Happy State Bank

(C) **Date:** August 30, 2012

Original Principal Amount: \$600,000

Borrower: CoreAgri, LLC

Lender: Happy State Bank

Security Agreements:

(A) **Date:** June 12, 2009

Grantor: CoreAgri, LLC, formerly known as Omni Agri Trade Group, LLC

Secured Party: Happy State Bank

Collateral: Inventory and Accounts

(B) **Date:** August 30, 2012

Grantor: CoreAgri, LLC

Secured Party: Happy State Bank

Collateral: All of the Debtor's accounts, inventory, equipment, chattel paper, instruments and/or investment documents, and general intangibles (including all patents, trademarks, service marks, trade secrets, copyrights, exclusive licenses (whether issued or pending), literary rights, contract rights, and all documents, applications, materials, and other matters related thereto; all inventions, all manufacturing, engineering, and production plans, drawings, specifications, processes, and systems; all trade names, goodwill, and all chattel paper, documents, and instruments relating to such general intangibles)

Date of Sale: August 2, 2013

Place of Sale: The steps on the west side of the Potter County, County Courthouse, Amarillo, Texas.

Time of Sale: 10:03 a.m.

Buyer: Happy State Bank

A default occurred under Promissory Notes and the Security Agreements. Notices stating the time, place, and terms of a foreclosure sale for the Collateral were sent to the Debtor, any secondary obligor, and other persons to whom the Lender is required to send notice by the laws of the State of Texas. At the foreclosure sale for the Collateral, the Lender accepted the Buyer's credit bid, which was the highest bid.

The Lender, subject to any prior liens and any other exceptions to conveyance and warranty in the Security Agreements, and for the amount of the credit bid made by the Buyer as consideration, sells and conveys the Collateral to the Buyer.

THE LENDER HAS NOT MADE, AND DOES NOT MAKE, ANY REPRESENTATIONS, EXPRESS OR IMPLIED, WITH RESPECT TO THE COLLATERAL, AND THE COLLATERAL IS SOLD, TRANSFERRED, AND DELIVERED TO THE BUYER "AS IS, WHERE IS, AND WITH ALL FAULTS." THERE IS NO WARRANTY

RELATING TO TITLE, POSSESSION, QUIET ENJOYMENT, OR THE LIKE IN THIS FORECLOSURE ON
PERSONAL PROPERTY.

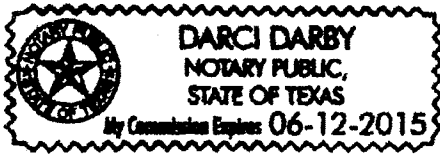
When the context requires, singular nouns and pronouns include the plural.

**PLA Services, Inc., a Texas corporation, as
authorized agent for Happy State Bank**

By: *Ben Whitehill*
Ben Whitehill, Vice President

STATE OF TEXAS §
 §
COUNTY OF POTTER §

This instrument was acknowledged before me on the 8th day of August, 2013, by Ben Whitehill,
vice president of PLA Services, Inc., a Texas corporation, on behalf of the corporation.



Darci Darby
Notary Public, State of Texas

Form 424
 (Revised 12/09)
 Submit in duplicate to:
 Secretary of State
 P.O. Box 13697
 Austin, TX 78711-3697
 512 463-5555
 FAX: 512/463-5709
 Filing Fee: See instructions



Certificate of Amendment

This space reserved for office use.
FILED
 In the Office of the
 Secretary of State of Texas
 NOV 05 2010
 Corporations Section

Entity Information

The name of the filing entity is:

Omni Agri Trade Group, LLC

State the name of the entity as currently shown in the records of the secretary of state. If the amendment changes the name of the entity, state the old name and not the new name.

The filing entity is a: (Select the appropriate entity type below.)

- For-profit Corporation
- Nonprofit Corporation
- Cooperative Association
- Limited Liability Company
- Professional Corporation
- Professional Limited Liability Company
- Professional Association
- Limited Partnership

The file number issued to the filing entity by the secretary of state is: 800744592

The date of formation of the entity is: December 12, 2006

Amendments

1. Amended Name

(If the purpose of the certificate of amendment is to change the name of the entity, use the following statement)

The amendment changes the certificate of formation to change the article or provision that names the filing entity. The article or provision is amended to read as follows:

The name of the filing entity is: (state the new name of the entity below)

CoreAgri, LLC

The name of the entity must contain an organizational designation or accepted abbreviation of such term, as applicable.

2. Amended Registered Agent/Registered Office

The amendment changes the certificate of formation to change the article or provision stating the name of the registered agent and the registered office address of the filing entity. The article or provision is amended to read as follows:

Registered Agent

(Complete either A or B, but not both. Also complete C.)

A. The registered agent is an organization (cannot be entity named above) by the name of:

OR

B. The registered agent is an individual resident of the state whose name is:

First Name	M.I.	Last Name	Suffix
The person executing this instrument affirms that the person designated as the new registered agent has consented to serve as registered agent.			

C. The business address of the registered agent and the registered office address is:

Street Address (No P.O. Box)	City	State	Zip Code
		TX	

3. Other Added, Altered, or Deleted Provisions

Other changes or additions to the certificate of formation may be made in the space provided below. If the space provided is insufficient, incorporate the additional text by providing an attachment to this form. Please read the instructions to this form for further information on format.

Text Area (The attached addendum, if any, is incorporated herein by reference.)

Add each of the following provisions to the certificate of formation. The identification or reference of the added provision and the full text are as follows:

Alter each of the following provisions of the certificate of formation. The identification or reference of the altered provision and the full text of the provision as amended are as follows:

Delete each of the provisions identified below from the certificate of formation.

Statement of Approval

The amendments to the certificate of formation have been approved in the manner required by the Texas Business Organizations Code and by the governing documents of the entity.

Effectiveness of Filing (Select either A, B, or C.)

- A. This document becomes effective when the document is filed by the secretary of state.
 - B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
 - C. This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90th day after the date of signing is: _____
- The following event or fact will cause the document to take effect in the manner described below:

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Date: _____

By: CoreAgri, LLC

Signature of authorized person *Mark Moore*

Mark Moore, President
Printed or typed name of authorized person (see instructions)