

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM387433

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
RANCH-WAY, INC.		06/03/2016	Corporation: WYOMING
RECEIVING PARTY DATA			
Name:	RIDLEY USA INC.		
Street Address:	111 W. CHERRY STREET		
Internal Address:	SUITE 500		
City:	MANKATO		
State/Country:	MINNESOTA		
Postal Code:	56001		
Entity Type:	Corporation: MINNESOTA		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	4507038	3 WAY	
Registration Number:	4473536	RANCH MIX	
Registration Number:	3977664	RANCH-O	
Registration Number:	3977663	RANCH-WAY	
Registration Number:	3142198	LITTLE WINGS	
Registration Number:	3180086	SANTERO	
Registration Number:	3344694	DEFIANCE	
Registration Number:	2731625	SHOW FLAKE	
Registration Number:	1625576	RANCH-O	
Registration Number:	1625575	RANCH-WAY	
Registration Number:	1057869	ALL AMERICAN	
Registration Number:	0421426	RANCH-WAY RW	
CORRESPONDENCE DATA			
Fax Number:	6157424138		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	6157822214		
Email:	JKOVALCIK@STITES.COM		

OP \$315.00 4507038

Correspondent Name: JENNIFER L. KOVALCIK
Address Line 1: 401 COMMERCE STREET
Address Line 2: SUITE 800
Address Line 4: NASHVILLE, TENNESSEE 37219

NAME OF SUBMITTER: JENNIFER KOVALCIK

SIGNATURE: /JK/

DATE SIGNED: 06/10/2016

Total Attachments: 9

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TRADEMARK ASSIGNMENT

This Trademark Assignment (this "Assignment"), effective June 3, 2016, is entered into by Ranch-Way, Inc., a Wyoming Corporation located at P.O. Box 2026, Fort Collins, Colorado 80522 ("Assignor"), and Ridley USA Inc., a Minnesota corporation located at 111 W. Cherry St., Suite 500, Mankato, Minnesota, 56001 ("Assignee"). The parties hereto agree as follows.

1. In conjunction with Assignee's purchase of certain assets from Assignor pursuant to the terms of the certain Asset Purchase Agreement of even date herewith by and among Assignee, Assignor and certain affiliates of Assignor (the "Asset Purchase Agreement"), Assignor agreed to transfer the trademarks identified on the attached Exhibit A (collectively the "Marks").

2. Assignor is the record owner of the Marks and accompanying goodwill, and desires to assign ownership of the Marks together with the goodwill of the business symbolized thereby and the related trademark registrations and registration applications identified on Exhibit A.

3. Assignee desires to acquire an assignment of the Marks together with the goodwill of the business symbolized thereby and the related trademark registrations and registration applications identified on Exhibit A.

4. NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, Assignor assigns to Assignee all right, title, and interest in and to, together with the goodwill of the business symbolized by the Marks identified in the attached Exhibit A, together with all registrations and registration applications associated with the Marks.

5. The parties hereto acknowledge and agree that this Assignment is entered into pursuant to the Asset Purchase Agreement, to which reference is made for a further statement of the rights and obligations of Assignor and Assignee with respect to the Marks. The representations, warranties, covenants, agreements and indemnities contained in the Asset Purchase Agreement shall not be superseded hereby but shall remain in full force and effect to the full extent provided therein. In the event of any conflict or inconsistency between the terms of the Asset Purchase Agreement and the terms hereof, the terms of the Asset Purchase Agreement shall govern.

6. This Agreement shall be governed by Kentucky law without regard to conflicts of law principles. If any portion of this Agreement is determined to be invalid or unenforceable, then it shall be severed and the remainder shall be enforced to the fullest extent possible. Electronic or PDF copies of this Assignment may be exchanged and shall be treated as an original for all purposes. The parties hereto shall provide such further assurances and reasonable assistance as may be needed to effect the intent herein.

[signature pages to follow]

RANCH-WAY, INC.,
a Wyoming corporation

By: Bonnie Szidon
Bonnie Szidon, President

By: Joe K. Bixler
Joe K. Bixler, Chief Financial Officer


STATE OF COLORADO)
COUNTY OF Larimer) ss.

Subscribed and sworn to before me
this 2nd day of June, 2016.

Megan Douglas
Notary Public
State of Colorado
Notary ID 20084039852
My Commission Expires November 25, 2016

Megan Douglas
Notary Public
My Commission Expires: 11-25-16

Ridley USA Inc.

By: 
Name: Tyson D. Twait
Title: Secretary and Treasurer
Date:

STATE OF MINNESOTA)
COUNTY OF Blue Earth) ss.

Subscribed and sworn to before me
this 2nd day of June, 2016.


Notary Public Cheryl Fairchild





My Commission Expires: 1/31/2020

TRADEMARK ASSIGNMENT - EXHIBIT A

Ranch-Way, Inc.

Mark	Class/Goods	Serial Number Filing Date	Registration Number Registered	Status
	Class 35: Distributorship and retail store services in the field of animal feed	76/382,225 March 13, 2002	2,671,992 January 7, 2003	Abandoned per client request December 1, 2007 Section 8 & 15 Affidavit due January 7, 2009
Cowboy Design				
SHOW FLAKE	Class 31: Animal feeds and non-medicated food supplements for animals.	76/401,229 April 26, 2002	2,731,625 July 1, 2003	Section 8 & 9 Affidavit due between July 1, 2022 and July 1, 2023
RANCH-O	Class 31: Animal feeds and non-medicated food supplements for animals.	73/803,663 May 31, 1989	1,625,576 December 4, 1990	Section 8 & 9 Renewal due between December 4, 2019 and December 4, 2020
RANCH-WAY	Class 31: Animal feeds and non-medicated food supplements for animals.	73/803,533 May 30, 1989	1,625,575 December 4, 1990	Section 8 & 9 renewal due between December 4, 2019 and December 4, 2020

 <p>RANCH-WAY RW & Design</p>	<p>Class 29: Poultry feeds- namely poultry fattener, poultry, milk mash, turkey breeder, turkey concentrate mash, developer grains, turkey grower feed, turkey starter feed, broiler mash, poultry breeder mash, laying mash feed, chick grower, chick starter feed, poultry scratch feed, horse feed, pigeon feed, dog food, goad food; rabbit feed and pellets; hog supplement feed; pig and hog meal; dairy mash; dairy supplement; cattle and sheep supplement pellets and calf meal.</p>	<p>71,475,555 October 21, 1944</p>	<p>0,421,426 June 4, 1946</p>	<p>Section 8 & 9 Renewal due between June 4, 2015 and June 4, 2016</p>
 <p>ALL AMERICAN (Stylized)</p>	<p>31: Horse feed.</p>	<p>73/014,877 March 4, 1974</p>	<p>73/014,877 March 4, 1974</p>	<p>Section 8 & 9 Renewal due between February 1, 2016 and February 1, 2017</p>
<p>V-22</p>	<p>Class 5: A vitamin fortified supplement used in feeds for cattle and sheep.</p>	<p>76/564,695 December 9, 2003</p>	<p>3,039,043 January 10, 2006</p>	<p>Abandoned per client request December 1, 2011 Section 8 & 15 due no later than January 10, 2012</p>
<p>STAR SHINE</p>	<p>Class 31: Animal feeds and non-medicated food supplements for animals.</p>	<p>76/391,009 April 3, 2002</p>	<p>2,820,683 March 9, 2004</p>	<p>Abandoned per client request February 25, 2010 Section 8 and 15 due before March 9, 2010</p>
<p>PASSPORT</p>	<p>Class 5: Vitamin fortified</p>	<p>76/621,535</p>	<p>3,084,218</p>	<p>Abandoned per client request</p>


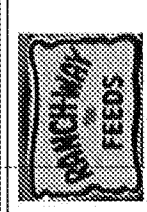
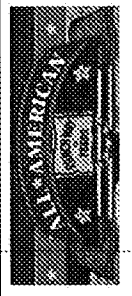
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	supplement used in feeds for livestock	November 22, 2004	April 25, 2006	April 1, 2012 Section 8 & 15 due no later than April 25, 2012
DEFIANCE	Class 31: Horse feed.	76/627,514 January 10, 2005	3,344,694 November 27, 2007	Section 8 & 9 due between November 27, 2016 and November 27, 2017
SANTERO	Class 31: Horse feed containing a vitamin supplement	78/715,025 September 16, 2005	3,180,086 December 5, 2006	Section 8 & 9 due between December 5, 2015 and December 5, 2016
LITTLE WINGS	Class 31: Bird seed.	78/740,672 October 26, 2005	3,142,198 September 12, 2006	Section 8 & 9 due between September 12, 2015 and September 12, 2016
RANCHO	Class 5: medicated animal feed; medicated animal feed supplements	85/167,448 November 2, 2010	3,977,664 June 14, 2011	Section 8 & 15 due between June 14, 2016 and June 14, 2017
RANCH-WAY	Class 5: medicated animal feed; medicated animal feed supplements	85/167,444 November 2, 2010	3,977,663 June 14, 2011	Section 8 & 15 due between June 14, 2016 and June 14, 2017
RANCH MIX	Class 31: Livestock feed	85/768,153 October 31, 2012	4,473,536 January 28, 2014	Section 8 & 15 due between January 28, 2019 and January 28, 2020
3-WAY	Class 31: Livestock feed	85/797,809 December 7,	4,507,038 April 1, 2014	Section 8 & 15 due between April 1, 2019 and April 1, 2020

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EASY FEED	Animal feed and/or supplements	2012	Unregistered					
RANCH-WAY FEEDS	Animal feed and/or supplements; Retail store services; entertainment services in the nature of an awards program; discount or customer rewards program		Unregistered					
RANCH-WAY	Retail store services; entertainment services in the nature of an awards program; discount or customer rewards program		Unregistered					
RANCH-WAY FEED MILLS	Animal feed and/or supplements; Retail store services		Unregistered					
BUY ONE WAY – BUY RANCH-WAY	Animal feed and/or supplements; Retail store services		Unregistered					
THE FEED BIN	Retail store services		Unregistered					
RANCH-WAY FEEDS FREQUENT FEEDER	Retail store services; discount or customer rewards program		Unregistered					
FREQUENT FEEDER	Retail store services; discount or customer rewards program		Unregistered					
RW	Animal feed and/or supplements		Unregistered					

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	Animal feed and/or supplements	Unregistered		
	Animal feed and/or supplements	Unregistered		
	Animal feed and/or supplements	Unregistered		
CALF CREEP	Animal feed and/or supplements	Unregistered		
LAMB CREEP	Animal feed and/or supplements	Unregistered		
RANCH-O-LYX	Animal feed and/or supplements	Unregistered		
RANCH-O-MIN	Animal feed and/or supplements	Unregistered		
HEN SCRATCH	Animal feed and/or supplements	Unregistered		
CHICK SCRATCH	Animal feed and/or supplements	Unregistered		
CHICK GROWER	Animal feed and/or supplements	Unregistered		
POULTRY GRIT	Animal feed and/or supplements	Unregistered		
CHICK STARTER	Animal feed and/or supplements	Unregistered		
RANGEMASTER	Animal feed and/or supplements	Unregistered		
CATTLEMAN'S	Animal feed and/or supplements	Unregistered		

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ADVANTAGE	supplements			
ECONOMIZER	Animal feed and/or supplements	Unregistered		
ENERGY PELLET				
JACKSON HOLE WAFERS	Animal feed and/or supplements	Unregistered		
STARSHINE	Animal feed and/or supplements	Unregistered		
STAR*SHINE	Animal feed and/or supplements	Unregistered		
	Animal feed and/or supplements	Unregistered		
START-N-GROW	Animal feed and/or supplements	Unregistered		
FINISH-UP	Animal feed and/or supplements	Unregistered		
RING OF CHAMPIONS	Entertainment services in the nature of an award program	Unregistered		
ALL*AMERICAN	Discount/reward program	Unregistered		
ALL*STARS				
And any other trademark, logo, slogan, or indicia used by Ranch-Way, Inc. in the operation of its business	Various	Unregistered		