



03-30-1999

03-22-1999

FORM PTO-151
1-31-92

U.S. Patent & TMO/TM Mail Rpt Dt. #26



REGISTRATION

100999052

DEPARTMENT OF COMMERCE

Patent and Trademark Office

Attorney Docket No: VTHR217599

TRADEMARKS ONLY

To the Honorable Assistant Commissioner for Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

California Liquid Fertilizer Co., Inc.

- Individuals Association
- General Partnership Limited Partnership
- Corporation-State
- Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: V3 Holdings, LLC

Address: P.O. Box 4341

City: Blaine State: WA ZIP: 98231

- Individual(s) citizenship _____
- Association State of _____
- General Partnership State of _____
- Limited Partnership State of _____
- Corporation-State State of _____

Other Delaware limited liability company

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution date: March 5, 1999

4. Application number(s) or registration number(s):

A. Trademark Application No(s). 75/389,758

B. Trademark Registration No(s).

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed.

Lee E. Johnson, Esq.
CHRISTENSEN O'CONNOR
JOHNSON & KINDNESS^{PLLC}
1420 Fifth Avenue
Suite 2800
Seattle, WA 98101-2347
(206) 682-8100

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40

Check No. 104091 in the amount of \$40 is enclosed.

8. The Commissioner is authorized to charge any fees that may be required or credit any overpayment to Deposit Account Number 03-1740.

DO NOT USE THIS SPACE

9. Statement and signature:

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Lee E. Johnson

Name of Attorney or Agent

Registration No. 22,946

Direct Dial (206) 695-1701


Signature

3/18/99
Date

Total number of pages including cover sheet, attachments and document: 2

OMB No. 0651-0011 (exp. 4/94)

I hereby certify that this correspondence is being deposited with the U.S. Postal Service in a sealed envelope as first class mail with postage thereon fully prepaid addressed to: U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, D.C. 20231, on March 18, 1999.

Date: March 18, 1999

Marcia Kordig
Date

03/29/1999 DNGUYEN 00000197/75889758

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TRADEMARK
REEL: 1875 FRAME: 0115

**NUNC PRO TUNC ASSIGNMENT OF TRADEMARK
AND PENDING APPLICATION**

WHEREAS, California Liquid Fertilizer Co., Inc., a California corporation, of 1222 Merrill Street, Salinas, CA 93901 (hereinafter the "Assignor"), has intended to use the trademark BIOLIZER in commerce and filed an application on November 13, 1997, now assigned U.S. application Serial No. 75/389,758, indicating that intention, but has not yet filed an allegation of use under §§ 1(c) or 1(d) of The Trademark Act, and

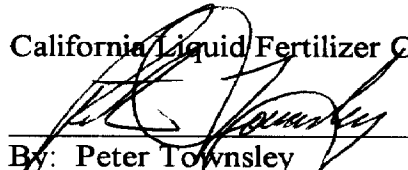
WHEREAS, Assignor is assigning the mark and the above-identified application as part of the entire business or portion thereof to which the mark pertains as required by 15 U.S.C. § 1060;

WHEREAS, V3 Holdings, LLC, a Delaware limited liability company, having an address of P.O. Box 4341, Blaine, WA 98231 (hereinafter the "Assignee"), the successor of the ongoing and existing business or portion thereof of Assignor to which the mark pertains, acquired said mark and the pending intent-to-use application therefor on or about 10/2/98 from Assignor;

NOW, THEREFORE, effective nunc pro tunc on or about 10/2/98, for good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor does hereby memorialize and clarify the prior understanding of the parties that Assignor has sold, assigned, and transferred to said Assignee all right, title and interest in and to the mark, the pending intent-to-use application therefor, and the goodwill of the business symbolized thereby.

Signed at SURREY (city), BRITISH COLUMBIA (state),
this 5 day of MARCH, 1999.

California Liquid Fertilizer Co., Inc.

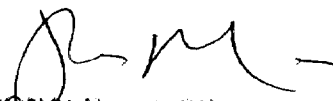

By: Peter Townsley
Title: President

PROVINCE OF BRITISH COLUMBIA
STATE OF WASHINGTON)
CITY) ss.
COUNTY OF Surrey)

I certify that I know or have satisfactory evidence that Peter Townsley is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated that he was authorized to execute the instrument and acknowledged it as the President of California Liquid Fertilizer Co., Inc. to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated: March 5, 1999

(Seal or stamp)


RONALD L. MORIN
Barrister & Solicitor, Notary Public
201 - 1678 - 128th STREET,
SURREY, B.C. V4A 3V3
PHONE: (604) 538-7074
FAX: (604) 538-8849
Printed Name: _____
Notary Public
My appointment expires NOW - EXPIRING