



08-02-2000

U.S. Patent & TMO/TM Mail Rcpt Dt. #57

09-14-2000

U.S. Department of Commerce
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101456315

**RECORDATION FORM COVER SHEET
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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type☒ New☐ Resubmission (Non-Recordation)
Document ID # ☐ Correction of PTO ErrorReel # Frame # ☐ Corrective DocumentReel # Frame # **Conveyance Type**☐ Assignment☐ License☐ Security Agreement☐ Nunc Pro Tunc Assignment☒ MergerEffective Date
Month Day Year

11291999

☐ Change of Name☐ Other **Conveying Party**☐ Mark if additional names of conveying parties attachedExecution Date
Month Day YearName Lofts Seed Company, Inc.

11151999

Formerly ☐ Individual ☐ General Partnership ☐ Limited Partnership ☒ Corporation ☐ Association☐ Other ☒ Citizenship/State of Incorporation/Organization Nevada**Receiving Party**☐ Mark if additional names of receiving parties attachedName AgriBioTech, Inc.DBA/AKA/TA Composed of Address (line 1) 120 Corporate Park DriveAddress (line 2) Address (line 3) Henderson,

City

 Nevada

State/Country

 89014

Zip Code

☐ Individual ☐ General Partnership ☐ Limited Partnership☒ Corporation ☐ Association☐ Other ☒ Citizenship/State of Incorporation/Organization Nevada

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

09/13/2000 MTHA11 00000221 0592059

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01 FO:481
02 FO:48240.00 OP
850.00 OP

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Address (line 1)

Address (line 2)

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Area Code and Telephone Number

Name

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Address (line 3)

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Pages

Enter the total number of pages of the attached conveyance document including any attachments.

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Trademark Application Number(s) or Registration Number(s)

☒ Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="0592059"/>	<input type="text" value="0665221"/>	<input type="text" value="0699589"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="0700692"/>	<input type="text" value="0726848"/>	<input type="text" value="0787668"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="0803269"/>	<input type="text" value="0853893"/>	<input type="text" value="0855740"/>

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Deposit Account ☐

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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. Charges to deposit account are authorized, as indicated herein.

Randel S. Springer

Name of Person Signing


Signature

August 2, 2000

Date Signed

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Execution Date
Month Day Year

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☐ Other

☐ Citizenship State of Incorporation/Organization

Receiving Party

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DBA/AKA/TA

Composed of

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Address (line 3)

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Trademark Application Number(s)

Registration Number(s)

1022815	1036937	1123415
1183169	1343084	1353163
1354546	1360911	1360912
1367976	1385369	1391084
1425883	1709456	1737742
1746540	1746542	1989868
2060394	2181504	2202038

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Trademark Application Number(s)

Registration Number(s)

2222758	2228191	2271965
2275586	2281943	

NOV 29 1999

No.

C-7946-89

Dean Heller
DEAN HELLER, SECRETARY OF STATE

**ARTICLES OF MERGER
OF
LOFTS SEED COMPANY, INC.
INTO
AGRIBIOTECH, INC.**

Pursuant to the provisions of N.S.R. § 92A.180 and N.R.S. § 92A.200, AgriBioTech, Inc., a Nevada corporation, hereby submits these Articles of Merger for the purpose of merging Lofts Seed Company, Inc., a Nevada corporation and wholly-owned subsidiary of AgriBioTech, Inc., into AgriBioTech, Inc.

ARTICLE I.

Corporations Proposing to Merge and Surviving Corporation

The name of the merging corporation is Lofts Seed Company, Inc., a Nevada corporation (hereinafter called the "Subsidiary Corporation"); and the name of the corporation which shall be the surviving corporation is AgriBioTech, Inc., a Nevada corporation (hereinafter called the "Parent Corporation").

ARTICLE II.

Adoption of Plan of Merger

The Plan of Merger set forth in Article IV was duly adopted by the Parent Corporation and the Subsidiary Corporation.

ARTICLE III.

Approval by Shareholders

Pursuant to N.R.S. § 92A.180, neither the approval of the Shareholders of the Parent Corporation, nor the approval of the Shareholders of the Subsidiary Corporation was required.

ARTICLE IV.

Plan of Merger

The following Plan of Merger was duly approved on November 15, 1999, in the manner prescribed by law with respect to each of the corporations participating in the Merger:

Section 1. **Corporations Proposing to Merge and Surviving Corporation.** The name of the merging corporation is Lofts Seed Company, Inc., a Nevada corporation (hereinafter called the "Subsidiary Corporation"); and the name of the corporation which shall be the surviving corporation is AgriBioTech, Inc., a Nevada corporation (hereinafter called the "Parent Corporation").

Section 2. Effective Time of Merger. The effective time of the merger shall be November 29, 1999 at 11:59 p.m. E.S.T. (the "Effective Time").

Section 3. Effects of Merger. The Merger shall have the effects set forth in N.R.S. § 92A.250.

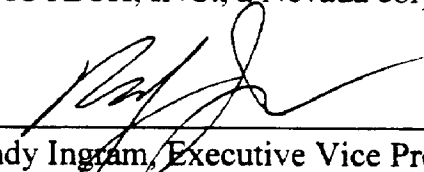
Section 4. Conversion of Shares. Each share of capital stock of the Subsidiary Corporation issued and outstanding at the Effective Time shall, as of the Effective Time, by virtue of the Merger and without any action on the part of the holder thereof, be canceled and extinguished without consideration given therefor. The shares of capital stock of the Surviving Corporation shall continue to be outstanding without change.


Section 5. Articles of Incorporation and Bylaws. The Articles of Incorporation and the Bylaws of the Surviving Corporation as in effect immediately prior to the Effective Time shall become the Articles of Incorporation and Bylaws of the Surviving Corporation following the Effective Time until changed in accordance with their terms and applicable law.

[Signature page to follow]

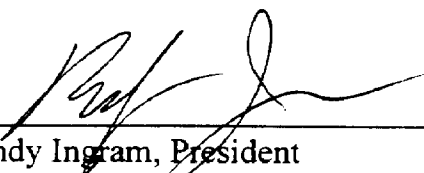
This the 15th day of November, 1999.

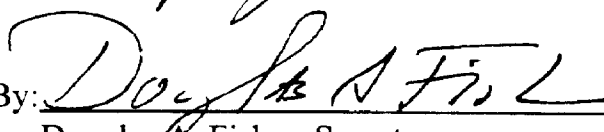
AGRIBIOTECH, INC., a Nevada corporation

By: 
Randy Ingram, Executive Vice President

By: 
Douglas A. Fisher, Secretary

LOFTS SEED COMPANY, INC., a Nevada corporation

By: 
Randy Ingram, President

By: 
Douglas A. Fisher, Secretary