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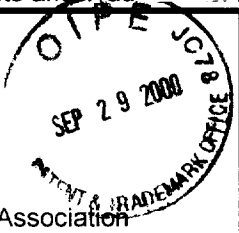
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To the Honorable Commissioner of Patents and Trademarks, and the attached original documents or copy thereof.

1. Name of conveying party(ies):  
**Montgomery Seed & Supply Co., Inc.**

Individual(s)                       Association  
 General Partnership             Limited Partnership  
 Corporation-State Alabama  
 Other \_\_\_\_\_

Additional names(s) of conveying party(ies)       Yes  No



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

Name: Grosouth of Alabama, Inc.  
Internal Address: \_\_\_\_\_  
Street Address: 255 Dexter Avenue  
City: Montgomery State: AL ZIP: 36101

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Alabama  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic designation is                       Yes     N  
(Designations must be a separate document from Additional name(s) & address(es)       Yes     N

3. Nature of conveyance:

Assignment                               Merger  
 Security Agreement                     Change of Name  
 Other \_\_\_\_\_

Execution Date: \_\_\_\_\_

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

A. Trademark Application No.(s)  
Additional numbers

B. Trademark Registration No.(s)  
1,909,039                      1,950,399

Yes  No

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

Name: Donald N. Huff  
Internal Address: Dykema Gossett PLLC  
Street Address: 1300 I Street, N.W.  
Suite 300W  
City: Washington State: DC ZIP: 20005

6. Total number of applications and registrations involved:..... **2**

7. Total fee (37 CFR 3.41):.....\$ \$65.00

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
04-2223

11/06/2000 MTHA11 00000305 042223 1909039

01 FC:481 40.00 CH  
02 FC:482 25.00 CH

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.

Donald N. Huff  
Name of Person Signing

[Signature]  
Signature

29 Sept 00  
Date

**3**

Total number of pages including cover sheet, attachments, and

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
MONTGOMERY SEED & SUPPLY CO., INC.

Pursuant to the provisions of Section 10-2A-110, et seq, Code of Alabama, 1975, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Montgomery Seed & Supply Co., Inc.

SECOND: The following Amendment of the Articles of Incorporation was adopted by the unanimous action of the Shareholders and Directors of the corporation on July 1, 1994, to take effect August 1, 1994, in the manner provided by law:

I  
NAME

The name of the Corporation shall be  
"GROSouth of Alabama, Inc."

THIRD: The number of shares of the corporation outstanding at the time of such adoption was One Thousand (1,000), and the number of shares entitled to vote thereon was One Thousand (1,000).

FOURTH: The number of shares voted for such Amendment was One Thousand (1,000), and there were no shares voted against such Amendment.

DATED as of this 1st day of August, 1994.

MONTGOMERY SEED & SUPPLY  
CO., INC.


ATTEST:

By Frank A. Green  
Frank A. Green  
Its Secretary

By John W. Morgan  
John W. Morgan  
Its President

STATE OF ALABAMA  
MONTGOMERY COUNTY

Before me, the undersigned authority in and for said County and State, personally appeared John W. Morgan, who, being by me first duly sworn, does depose and say that he is the President of Montgomery Seed & Supply Co., Inc., and that the foregoing statements contained in this Amendment are true, full and correct.

  
\_\_\_\_\_  
John W. Morgan

SWORN TO and subscribed before me on the 1st day of July, 1994, in witness whereof, I hereunto subscribe my name and attach the seal of my office.

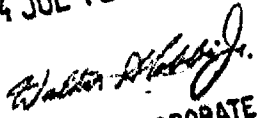
  
\_\_\_\_\_  
Notary Public

SEAL

My Commission Expires:  
5/21/97

STATE OF ALA.  
MONTGOMERY CO.  
I CERTIFY THIS INSTRUMENT  
WAS FILED ON

1994 JUL 12 PM 2:34

  
JUDGE OF PROBATE