10-11-2002

FORM PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)

RE IEET

102247952

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

10-11-02

Tab settings ⇨ ⇨ ⇨ ▼

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
JPMORGAN CHASE BANK (F/KA THE CHASE MANHATTAN BANK), AS COLLATERAL AGENT
270 PARK AVENUE
NEW YORK, NY 10017

☐ Individual(s) ☐ 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: LAND O'LAKES, INC.

Internal Address:

Street Address: 4001 LEXINGTON AVENUE NORTH

City: ARDEN HILLS State: MN ZIP: 55126

☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation-State MN
☐ Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☐ No
(Designations 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 RELEASE

Execution Date:

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

SEE ATTACHED

Additional numbers attached? ☒ Yes ☐ No

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

Name: PENELOPE AGODOA

Internal Address: FEDERAL RESEARCH CORP.

Street Address: 1030 FIFTEENTH STREET NW, SUITE 920

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:

(Attach duplicate copy of this page if paying by deposit account)

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.

OGHALE STUBOH
Name of Person Signing

Oghale Stuboh
Signature

10/8/02
Date

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

10/15/2002 GTON11 00000021 1790009

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments

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

EXHIBIT D *to Letter Agreement*

RELEASED IP

Trademark Name	*Reg. Number*
LIQUI-PREP	2419557
RHIZO-STICK	1790009
RHIZO-STICK (Canada)	TMA419659
DORMAL (Canada)	TMA208117

Patent Name	*Reg. Number*
Rhizosheric Bacteria	5427785

60108638.4

JPMorgan Chase Bank
270 Park Avenue
New York, NY 10017

September 30, 2002

By Facsimile and Federal Express

Land O'Lakes, Inc.
Forage Genetics, Inc.
SeedBiotics, LLC
c/o Land O'Lakes, Inc.
4001 Lexington Avenue North
Arden Hills, Minnesota 55126
Attention: Law Department

Research Seeds, Inc.
225 Florence Road
St. Joseph, Missouri 64501
Attention: President

Ladies and Gentlemen:

JPMorgan Chase Bank, a national banking association, in its capacity as successor in interest to The Chase Manhattan Bank and as "Administrative Agent" and "Collateral Agent" (in such capacity, **"Existing Agent"**) under that certain Credit Agreement dated as of October 11, 2001 (as the same has been amended, restated, supplemented or otherwise modified from time to time, the **"JPMorgan Credit Agreement"**) by and among Existing Agent, Land O'Lakes, Inc., a Minnesota cooperative corporation (**"Land O'Lakes"**), and the financial institutions party thereto as "Lenders", hereby acknowledges that Land O'Lakes, Research Seeds, Inc., Seedbiotics, LLC and Forage Genetics, Inc. (collectively, the **"Sellers"**) and Becker-Underwood, Inc., a Delaware corporation, and Becker-Underwood Inoculants, LLC, a Delaware limited liability company (together, **"Buyer"**), have entered into that certain Asset Purchase Agreement dated as of September 30, 2002 (the **"Purchase Agreement"**), a copy of which is attached hereto as Exhibit A.

Existing Agent hereby consents to the execution of, delivery of and performance under the Purchase Agreement by the Sellers and agrees that, concurrent with the "Initial Closing" (as such term is defined in the Purchase Agreement), all liens and security interests granted by each of the Sellers to Existing Agent in the "Purchased Assets" (as such term is defined in the Purchase Agreement) are hereby released.

Concurrently with such release and immediately after such "Initial Closing", Existing Agent will file: (a) UCC amendments in the form attached hereto as Exhibit B (the **"UCC Amendments"**) with respect to the UCC financing statements listed on Exhibit C hereto (the **"UCC Filings"**) in the appropriate filing jurisdictions and (b) copies of this letter agreement with the United States Patent and Trademark Office to evidence the release of its security interests in the intellectual property described on

TRADEMARK
REEL: 002598 FRAME: 0257

Exhibit D attached hereto (the **"Released IP"**), which amendments and filings sufficiently evidence the releases described herein.

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[Signature Page Follows]

Existing Agent also agrees to deliver such other releases, documents and agreements, including without limitation additional documents which terminate the UCC Filings and any other filings against the Released IP, as Land O'Lakes may reasonably request to evidence the releases described herein.

Respectfully,

JPMORGAN CHASE BANK, a national banking association, in its capacity as successor in interest to The Chase Manhattan Bank and as "Administrative Agent" and "Collateral Agent

By: _____
Name: B.B. WUTHRICH
Title: Vice President

ACKNOWLEDGED AND ACCEPTED as of the date first written above:

LAND O'LAKES, INC., a Minnesota cooperative corporation

By: _____
Name: VP & General Counsel
Title: John Peter

FORAGE GENETICS, INC.

By: _____
Name: Peter S. Tanzer
Title: Secretary

RESEARCH SEEDS, INC., a Missouri cooperative corporation

By: _____
Name: Peter S. Tanzer
Title: Secretary

SEEDBIOTICS, LLC, an Idaho limited liability company

By: _____
Name: Peter S. Tanzer
Title: Secretary

Release Letter