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03-31-2004

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings ⇨ ⇨ ⇨

RECOI TR.



102709015

DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): EKG Agricultural Solutions, Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other Canadian corporation

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 12/24/2003

2. Name and address of receiving party(ies)

Name: Wolf Trax, Inc.

Internal Address: #5

Street Address: 501 Donald St.

City: Winnipeg, Manitoba State: CANADA Zip: CANADA

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other Corporation - Winnipeg, Manitoba, CANADA

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

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

A. Trademark Application No.(s) 78/356,083 78/127,932 78/127,921 78/265,266

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Eric D. Paulsrud

Internal Address: Suite 2300

Street Address: 150 South Fifth Street

City: Minneapolis State: MN Zip: 55402

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41) \$ 115.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

N/A

DO NOT USE THIS SPACE

9. Signature.

Eric D. Paulsrud, Domestic Rep. Name of Person Signing

Signature

March 11, 2004 Date

Total number of pages including cover sheet, attachments, and document: 14

03/30/2004 ECDPER 00000101 78356083

01 FC:8521 02 FC:8522

40.00 IP 75.00 OP

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments, Washington, D.C. 20231



**The Corporations Act /
Loi sur les corporations**

CERTIFICATE / CERTIFICAT

**ARTICLES EFFECTIVE /
LES STATUTS PRENNENT EFFET LE**

8 JAN / JAN 2004

**DIRECTOR, CORPORATIONS BRANCH /
DIRECTEUR, DIRECTION DES CORPORATIONS**

<p>1. Name of corporation / Dénomination sociale EKG AGRICULTURAL SOLUTIONS INC.</p>	<p>2. Business Number / Numéro d'entreprise X 892032921 RT0001</p>
<p>3. a) The amendment to the articles has been authorized by: / La modification apportée aux statuts a été autorisée par résolution des :</p> <p>directors / administrateurs <input type="checkbox"/></p> <p>shareholders / actionnaire <input checked="" type="checkbox"/></p> <p>members / membres <input type="checkbox"/></p> <p>b) under section / conformément à l'article <u>167(1)</u></p> <p>c) and the articles are amended as follows: / et les statuts de la corporation sont modifiés de la façon suivante :</p> <p>By changing the name of the Corporation to Wolf Trax Inc.</p>	

<p>Date / Date Dec 24, 2003</p>	<p>Signature / Signature </p>	<p>Office held / Poste Secretary</p>
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Instructions: Specify the provision of the Act that authorizes the amendment, and the changes that are being made. Specify whether amendment was authorized by directors or shareholders. It is not necessary to attach a copy of the authorizing resolution.

Directives: Mentionner la disposition applicable de la Loi ainsi que les modifications apportée aux status. Indiquer également s'il s'agit d'une modification autorisée par les administrateurs ou par les actionnaires. Il n'est pas nécessaire de fournir une copie de la résolution qui autorise la modification.

<p>OFFICE USE ONLY / RÉSERVÉ À L'ADMINISTRATION</p>	
<p>Corporation Number / N° de la corporation :</p>	<p>4489358</p>

FORM 10 / FORMULE 10



The Corporations Act /
Loi sur les corporations

CERTIFICATE / CERTIFICAT

**ARTICLES EFFECTIVE /
LES STATUTS PRENNENT EFFET LE**

9 DEC / DEC 1998

[Signature]
DIRECTOR, CORPORATIONS BRANCH /
DIRECTEUR, SECTION DES CORPORATIONS

**THE CORPORATIONS ACT
ARTICLES OF INCORPORATION
(share capital)**

FORM CA 1-1

- Name of Corporation

EKG AGRICULTURAL SOLUTIONS INC.

- The address in full of the registered office (include postal code)

64 Woodlawn Avenue
Winnipeg, Manitoba
R2M 2P2

- Number (or minimum and maximum number) of directors

Not less than one no more than five

- First directors

Name in full	Address in full (include postal code)
GEOFFREY BURTON	115 WOODLAWN AVENUE, WINNIPEG, MANITOBA, R2M 2P5
ERIC EDWIN PELE	357 LINDSAY STREET, WINNIPEG, MANITOBA, R3N 1H2
KERRY GEORGE GREEN	64 WOODLAWN AVENUE, WINNIPEG, MANITOBA, R2M 2P2

The classes and any maximum number of shares that the corporation is authorized to issue

- Class A Preferred
- Class B Common
- Class B Preferred
- Class A Common

ATTACHED SCHEDULE I

Restrictions, if any, on share transfers

The right to transfer shares of the capital stock of the Corporation shall be restricted in that no shares shall be transferred without the unanimous consent of all of the Directors

Restrictions, if any, on business the corporation may carry on

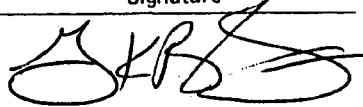
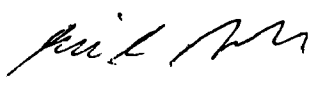

Nil

Other provisions, if any

See attached Schedule II

I have satisfied myself that, the proposed name of the corporation is not the same as or similar to the name of any known body corporate, association, partnership, individual or business so as to be likely to confuse or mislead.

Incorporators

Name in full	Address in full (include postal code)	Signature
Geoffrey Burton	115 Woodlawn Avenue Winnipeg, Manitoba, R2M 2P5	
Eric Edwin Pele	357 Lindsay Street Winnipeg, Manitoba, R3N 1H2	
Kerry George Green	64 Woodlawn Avenue Winnipeg, Manitoba, R2M 2P2	

3: If any First Director named in paragraph 4 is not an Incorporator, a Form 3 "Consent to Act as a First Director" must be attached. State the full civic address in paragraphs 2, 4 and 11 - a P.O. box number alone is not acceptable.

SCHEDULE I

ATTACHED TO AND FORMING PART OF ARTICLES OF INCORPORATION OF
EKG AGRICULTURAL SOLUTIONS INC.

- A. The holders of the Class A Common shares shall be entitled to receive notice of and to attend any meeting of the shareholders of the Corporation and shall be entitled to one vote thereat for each Common share then held by them respectively.
- B. The holders of the Class B Common shares shall not be entitled to receive notice of or to attend any meeting of the shareholders of the Corporation and shall not be entitled to any vote at any such meeting. The Class A Common shares and the Class B Common shares shall rank on a parity with each other in all respects except as to voting rights.
- C. The holders of the Class A Preference shares and Class B Preference shares shall be entitled to receive a floating non-cumulative preferential dividend in an amount as and when declared by the directors, such preferential dividend to be payable before any dividend shall be paid upon or set apart for any other shares of the corporation so that no dividend shall be declared, paid or set apart for payment upon or for any other shares of the corporation unless all the non-cumulative dividends upon all outstanding Preferred Class A and Preferred Class B shares have been paid or declared and set apart.
- D. In the event of the liquidation, dissolution or winding up of the corporation or other distribution of property or assets of the corporation amongst its shareholders for the purpose of winding up its affairs, the holders of the Class A Preference shares and Class B Preference shares shall be entitled to receive the sum of \$1.00 per share together with non-cumulative dividends declared and unpaid, if any. Distribution to the holders of the Common Class A and Common Class B shares shall be made after payment to the holders of the said Preferred Class A and Preferred Class B shares of the amount so payable to them. The holders of the Preferred Class A and Preferred Class B shares shall not be entitled to share in any further distribution of the property or assets of the Corporation.

- E. The Corporation may redeem at any time the whole or from time to time any part of the then outstanding Class A Preference shares on payment, subject to the provisions of s.34(2) of The Corporations Act of Manitoba, as now enacted or as the same may from time to time be amended, re-enacted or replaced (and in the case of such amendment, re-enactment or replacement, any references herein shall be read as referring to such amended, re-enacted or replaced provisions) for each share to be redeemed of a sum equivalent to \$1.00, which sum is herein referred to as the "redemption price for the Class A Preference shares", together with all declared and unpaid preferential dividends thereon. In case a part only of the then outstanding Class A Preference shares is at any time to be redeemed, the shares so to be redeemed shall be redeemed pro-rata disregarding fractions and the directors may make such adjustments as may be necessary to avoid the redemption of fractional parts of shares.
- F. In the case of redemption of Class A Preference shares under the provisions of Clause E hereof, the Corporation shall, at least 30 days before the date specified for redemption, mail to each person who at the date of mailing is a registered holder of the Class A Preference shares to be redeemed a notice in writing of the intention of the Corporation to redeem such Class A Preference shares. Such notice shall be mailed by letter, postage prepaid, addressed to each such shareholder at his address as it appears on the records of the Corporation or, in the event of the address of any such shareholder not so appearing, then to the last known address of such shareholder; provided, however, that accidental failure to give any such notice to one or more of such shareholders shall not affect the validity of such redemption. Such notice shall set out the redemption price and the date on which redemption is to take place, and, if part only of the shares held by the person to whom it is addressed is to be redeemed, the number thereof so to be redeemed. On or after the date so specified for redemption, the Corporation shall pay or cause to be paid to or to the order of the registered holders of the Class A Preference shares to be redeemed the redemption price thereof on presentation and surrender at the registered office of the Corporation, or any other place designated in such notice, of the certificates representing the Class A Preference shares called for redemption. If a part only of the shares represented by any certificate be redeemed, a new certificate for the balance shall be issued at the expense of the Corporation. From and after the date

specified for redemption in any such notice, the Class A Preference shares called for redemption shall cease to be entitled to dividends and the holders thereof shall not be entitled to exercise any of the rights of shareholders in respect thereof unless payment of the redemption price shall not be made upon presentation of certificates in accordance with the foregoing provisions, in which case the rights of the shareholders shall remain unaffected.

G. The Corporation may redeem at any time the whole or from time to time any part of the then outstanding Class B Preference shares on payment, subject to the provisions of s.34(2) of The Corporations Act of Manitoba, as now enacted or as the same may from time to time be amended, re-enacted, or replaced (and in the case of such amendment, re-enactment or replacement, any references herein shall be read as referring to such amended, re-enacted or replaced provisions) for each share to be redeemed of a sum equivalent to \$1.00 which sum is herein referred to as the "redemption price for the Class B Preference shares", together with all declared and unpaid preferential dividends thereon. In case a part only of the then outstanding Class B Preference shares is at any time to be redeemed, the shares so to be redeemed shall be redeemed pro-rata disregarding fractions and the directors may make such adjustments as may be necessary to avoid the redemption of fractional parts of shares.

H. In the case of redemption of Class B Preference shares under the provisions of Clause G hereof, the Corporation shall, at least 30 days before the date specified for redemption, mail to each person who at the date of mailing is a registered holder of the Class B Preference shares to be redeemed a notice in writing of the intention of the Corporation to redeem such Class B Preference shares. Such notice shall be mailed by letter, postage prepaid, addressed to each such shareholder at his address as it appears on the records of the Corporation or, in the event of the address of any such shareholder not so appearing, then to the last known address of such shareholder; provided, however, that accidental failure to give any such notice to one or more of such shareholders shall not affect the validity of such redemption. Such notice shall set out the redemption price and the date on which redemption is to take place, and, if part only of the shares held by the person to whom it is addressed is to be redeemed, the

number thereof so to be redeemed. On or after the date so specified for redemption, the Corporation shall pay or cause to be paid to or to the order of the registered holders of the Class B Preference shares to be redeemed the redemption price thereof on presentation and surrender at the registered office of the Corporation, or any other place designated in such notice, of the certificates representing the Class B Preference shares called for redemption. If a part only of the shares represented by any certificate be redeemed, a new certificate for the balance shall be issued at the expense of the Corporation. From and after the date specified for redemption in any such notice, the Class B Preference shares called for redemption shall cease to be entitled to dividends and the holders thereof shall not be entitled to exercise any of the rights of shareholders in respect thereof unless payment of the redemption price shall not be made upon presentation of certificates in accordance with the foregoing provisions, in which case the rights of the shareholders shall remain unaffected.

- I. The holders of Class A Preference and Class B Preference shares shall be entitled to require the Corporation to redeem at any time or times after their respective issuances thereof all or any of the said shares registered in the name of such holder on the books of the Corporation by tendering to the Corporation at its head office a share certificate representing the said shares which the registered holder desires to have the Corporation redeem together with a request in writing specifying (i) that the registered holder desires to have the said shares represented by such Certificate redeemed by the Corporation and (ii) the business day (the "redemption date" - which shall not be less than 30 days after the day on which the request in writing is given to the Corporation) on which the holder desires to have the Corporation redeem such said shares and upon such a request the Corporation shall on the redemption date redeem such said shares by paying to such registered holder \$1.00 per share plus all accrued and unpaid dividends thereon. Such payment shall be made by cheque payable at par at any branch of the Corporation's bankers for the time being in Canada. The said shares shall be redeemed on the redemption date and from and after the redemption date such shares shall cease to be entitled to dividends and the holders thereof shall not be entitled to exercise any of the rights of holders of said shares in respect thereof unless payment of the redemption price is not made in full on the redemption date, in which event the rights of the holders of the said shares shall remain unaffected.

- J. The holders of the Class A Preference shares shall be entitled to receive notice of and to attend any meeting of the shareholders of the Corporation and shall be entitled to one vote thereat for each Class A Preference share then held by them respectively.
- K. The holders of the Class B Preference shares shall not be entitled to receive notice of nor to attend any meeting of the Shareholders of the Corporation and shall not be entitled to vote at any such meeting.
- L. The said Preferred shares shall not, except as herein provided, confer any further right of participating in the profits and assets of the Corporation.
- M. Subject to the prior rights of Preferred shares, Common shares, whether Class A or Class B shall entitle their respective holders to participate, pari passu in any surplus of profits without regard to class.
- N. No dividends shall at any time be declared or paid on or set apart for the Common shares or any shares of any other class ranking junior to the Preference shares unless all dividends up to and including the dividend payable for the last dividend payment date on the Preference shares then issued and outstanding shall have been declared and paid or provided for at the date of such declaration or payment or setting apart.

SCHEDULE II

ATTACHED TO AND FORM PART OF ARTICLES OF INCORPORATION
OF EKG AGRICULTURAL SOLUTIONS INC.

- A. The Corporation has a lien on shares registered in the name of a shareholder who is indebted to the Corporation for the amount of the debt by such shareholder to the Corporation.
- B. The number of the shareholders of the Corporation is limited to 50, not including persons who are in the employment of the Corporation or persons who, having been formerly in the employment of the Corporation, while in that employment were and have continued after the termination of that employment to be shareholders of the Corporation, two or more persons holding one or more shares of the Corporation jointly being counted as a single shareholder.
- C. Any invitation to the public to subscribe for any shares or securities of the Corporation is prohibited.

(a/r2)
(schedule)

DESIGNATION OF DOMESTIC REPRESENTATIVE BY FOREIGN APPLICANT	MARK: WOLF TRAX CROP INPUTS and Design (Ser. No. 78/127,932)	CLASS NO: <u>International Classes</u> 35, 37, 40, 42
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TO THE ASSISTANT SECRETARY AND COMMISSIONER OF PATENTS AND TRADEMARKS:

APPLICANT'S NAME: **EKG Agricultural Solutions, Inc.**
Canadian corporation

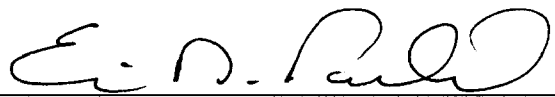
APPLICANT'S BUSINESS ADDRESS: **#5**
501 Donald Street
Winnipeg, Manitoba, CANADA R3L 2T4

DESIGNATION OF DOMESTIC REPRESENTATIVE BY FOREIGN APPLICANT:

Applicant hereby appoints Eric D. Paulsrud, a member of the Bar of the State of Minnesota, and a resident of the United States, to the designation of a domestic representative on whom may be served notices or process in proceedings affecting the mark. 15 U.S.C. §1051(e); 37 C.F.R. §2.24; TMEP §604. In accordance with the appointment of domestic representative, please direct all correspondence to:

Eric D. Paulsrud
Leonard, Street and Deinard
150 South Fifth Street, Suite 2300
Minneapolis, MN 55402
(612) 335-1448

EKG AGRICULTURAL SOLUTIONS, INC.



19-March-2004
Date

Signature
Name: Eric D. Paulsrud

Title: Legal Counsel to Applicant

CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3514 service on _____.

(Printed or typed name of the person mailing the paper or fee)

(Signature of the person mailing the paper or fee)

(Date of Signature)

**DESIGNATION OF DOMESTIC
REPRESENTATIVE BY FOREIGN
APPLICANT**

**MARK:
WOLF TRAX CROP INPUTS
and Design
(Ser. No. 78/127,921)**

**CLASS NO:
International Classes
1, 16**

TO THE ASSISTANT SECRETARY AND COMMISSIONER OF PATENTS AND TRADEMARKS:

**APPLICANT'S NAME: EKG Agricultural Solutions, Inc.
Canadian corporation**

**APPLICANT'S BUSINESS ADDRESS: #5
501 Donald Street
Winnipeg, Manitoba, CANADA R3L 2T4**

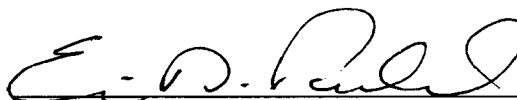
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Minneapolis, MN 55402
(612) 335-1448**

EKG AGRICULTURAL SOLUTIONS, INC.

18-March-2004
Date


Signature

Name: Eric D. Paulsrud

Title: Legal Counsel to Applicant

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DESIGNATION OF DOMESTIC REPRESENTATIVE BY FOREIGN APPLICANT	MARK: GROWING FORWARD (Ser. No. 78/356,083)	CLASS NO: <u>International Classes</u> 35, 37, 40, 42
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TO THE ASSISTANT SECRETARY AND COMMISSIONER OF PATENTS AND TRADEMARKS:

APPLICANT'S NAME: **EKG Agricultural Solutions, Inc.**
Canadian corporation

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Minneapolis, MN 55402
(612) 335-1448

EKG AGRICULTURAL SOLUTIONS, INC.

18-March-2004
 Date


 Signature
 Name: Eric D. Paulsrud

Title: Legal Counsel to Applicant

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 (Signature of the person mailing the paper or fee)

 (Date of Signature)

DESIGNATION OF DOMESTIC REPRESENTATIVE BY FOREIGN APPLICANT	MARK: DDP (Ser. No. 78/265,266)	CLASS NO: <u>International Classes</u> 1, 40
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TO THE ASSISTANT SECRETARY AND COMMISSIONER OF PATENTS AND TRADEMARKS:

APPLICANT'S NAME: **EKG Agricultural Solutions, Inc.**
Canadian corporation

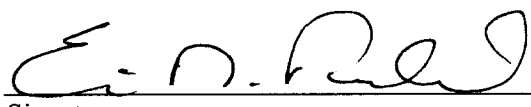
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Minneapolis, MN 55402
(612) 335-1448

EKG AGRICULTURAL SOLUTIONS, INC.



18-March-2007
 Date

Signature
 Name: Eric D. Paulsrud

Title: Legal Counsel to Applicant

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 (Date of Signature)