

RE 2/23K

03-01-2005



102950458

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Westfield Industries, Ltd.

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

Citizenship (see guidelines) _____

Execution Date(s) May 18, 2004

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Security Release
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Ag Growth Industries Limited Partnership

Internal

Address: _____

Street Address: 74 Provincial Road, 205 East

City: Rosenort State: Manitoba

Country: Canada Zip: R0G 1W0

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other _____ Citizenship _____

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

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

73/627,659

B. Trademark Registration No.(s)

1,641,037

Additional number(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Daniel A. Rosenberg, Davis, Brown, Koehn, Shors & Roberts, P.C.

Internal Address: _____

Street Address: Suite 2500, The Financial Center

666 Walnut Street

City: Des Moines

State Iowa Zip: 50309-3993

Phone Number: 515-288-2500

Fax Number: 515-243-0654

Email Address: dan.rosenberg@lawiowa.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 12-2250
Authorized User Name _____

2005 FEB 23 PM 2:12
OPR/FINANCE

9. Signature: Emily Harris

Signature

February 17, 2005

Date

Emily E. Harris
Name of Person Signing

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

9

03/01/2005 DBYRNE 00000041 1641037

01 FC:8521

Documents recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

#1132259


AUTHORIZATION

TO: THOMPSON DORFMAN SWEATMAN LLP
2200 - 201 PORTAGE AVENUE
WINNIPEG MB R3B 3L3

The undersigned hereby authorizes Thompson Dorfman Sweatman LLP, and such person or firm as it may authorize and direct, to execute and file on the undersigned's behalf discharges of all security given by each of Ag Growth Industries Inc., Westfield Industries Ltd., Westfield Distributing Ltd., Westfield Distributing (North Dakota) Inc., Wheatheart Manufacturing Ltd., Batco Manufacturing Ltd. and 628554 Saskatchewan Ltd. in favour of the undersigned (on its own behalf and as security agent for The Bank of Nova Scotia and itself), including without limitation, those registrations listed on Schedule A hereto, and for so doing this shall be its good and sufficient authority.

DATED THIS 18th DAY OF MAY, 2004.

THE TORONTO-DOMINION BANK

Per: 
Name: GARRY WILKES
Title: RELATIONSHIP MANAGER

SCHEDULE "A"

I. Personal Property Security Registrations

Debtor: Ag Growth Industries Inc.

MANITOBA

Registration No.	Date	Secured Party	Particulars
000509105260	May 9, 2000	The Toronto Dominion Bank ("TD Bank"), as security agent for itself and The Bank of Nova Scotia ("BNS")	general security agreement (PMSI)
000512109217	May 12, 2000	TD Bank, as security agent for itself and BNS	general security agreement (PMSI)
200319170803	September 11, 2003	TD Bank	all securities, including those of Batco, Wheatheart and Westfield
200400810400	January 16, 2004	TD Bank	all present and after acquired instruments, treasury bills, chattel paper, documents of title, intangibles, securities, etc.

SASKATCHEWAN

Registration No.	Date	Secured Party	Particulars
112184641	May 12, 1998	TD Bank	all Debts and Liabilities, present and future, of 621895 Saskatchewan Ltd. to the Debtor
112184667	May 12, 1998	TD Bank and BNS	all present and after-acquired personal property
115002034	May 9, 2000	TD Bank, as security agent for itself and BNS	all present and after-acquired personal property

ALBERTA

Registration No.	Date	Secured Party	Particulars
98051223935	May 12, 1998	TD Bank, as security agent for itself and BNS	all present and after-acquired personal property

Debtor: Westfield Industries Ltd. ("Westfield")

MANITOBA

Registration No.	Date	Secured Party	Particulars
000509105278	May 9, 2000	TD Bank	general security agreement and serial numbered goods (PMSI)

Registration No.	Date	Secured Party	Particulars
200319172407	September 11, 2003	TD Bank	all securities of debtor, including those of Distributing and N.D.co.

SASKATCHEWAN

Registration No.	Date	Secured Party	Particulars
115007107	May 9, 2000	TD Bank	serial numbered goods and all of the debtor's present and after acquired personal property

Debtor: Westfield Distributing Ltd.

MANITOBA

Registration No.	Date	Secured Party	Particulars
000509105251	May 9, 2000	TD Bank, as security agent for itself and BNS	general security agreement

Debtor: Westfield Distributing (North Dakota) Inc. ("NDco")

MANITOBA

Registration No.	Date	Secured Party	Particulars
000509105227	May 9, 2000	TD Bank, as security agent for itself and BNS	general security agreement

Debtor: Wheatheart Manufacturing Ltd. ("Wheatheart")

MANITOBA

Registration No.	Date	Secured Party	Particulars
000512109233	May 12, 2000	TD Bank, as security agent for itself and BNS	general security agreement and serial numbered goods (PMSI)

SASKATCHEWAN

Registration No.	Date	Secured Party	Particulars
112184756	May 12, 1998	TD Bank and BNS	all present and after-acquired personal property and serial numbered goods -also registered against 621895 Saskatchewan Ltd.

ALBERTA

Registration No.	Date	Secured Party	Particulars
------------------	------	---------------	-------------

Registration No.	Date	Secured Party	Particulars
98051223851	May 12, 1998	TD Bank, as security agent for itself and BNS	serial numbered goods and all present and after-acquired property of the debtor

Debtor: **Batco Manufacturing Ltd. ("Batco")**

MANITOBA

Registration No.	Date	Secured Party	Particulars
000512109225	May 12, 2000	TD Bank, as security agent for itself and BNS	general security agreement and serial numbered goods (PMSI)

SASKATCHEWAN

Registration No.	Date	Secured Party	Particulars
112184691	May 12, 1998	TD Bank	all debts and liabilities, present and future, of 621895 Saskatchewan Ltd. to the debtor. Proceeds consisting of goods, chattel paper, securities, documents of title, instruments, money and intangibles.
112184722	May 12, 1998	TD Bank, as security agent for itself and BNS	serial numbered goods and all of the debtor's present and after acquired personal property

ALBERTA

Registration No.	Date	Secured Party	Particulars
98051223901	May 12, 1998	TD Bank, as security agent for itself and BNS	serial numbered goods and all present and after-acquired personal property

Debtor: **628554 Saskatchewan Ltd.**

SASKATCHEWAN

Registration No.	Date	Secured Party	Particulars
115002034	May 9, 2000	TD Bank, as agent for itself and BNS	all present and after-acquired personal property of the Debtor -also registered against Ag Growth

II. Land Titles Registrations

Rosenort, Manitoba

Title Nos.	Registered Owner	Encumbrance	Particulars
1771612	Westfield	Mortgage No.	\$10,000,000 mortgage in favour of the

1771614 1771618 1771621 1771627 1771631 1771633		2486235	TD Bank, registered May 10, 2000
1771612 1771614 1771618 1771621 1771627 1771631 1771633	Westfield	Instrument No. 2894573	Agreement to extend/amend mortgage from TD Bank to Westfield, registered September 15, 2003

Swift Current, Saskatchewan

Title Nos.	Registered Owner	Encumbrance	Particulars
113367157	Westfield	Caveat No. 112735504	TD Bank, registered April 19, 2001 giving notice of a mortgage of lease (Converted Instrument No. 01SC04654)
113367157	Westfield	Mortgage No. 122572874	\$371,000 mortgage to TD Bank, registered September 15, 2003
113367124	Batco	Mortgage No. 112735403	TD Bank, registered May 1, 1998 in respect of a \$750,000 Mortgage (Converted Instrument No. 98SC05880)
113367124	Batco	Caveat No. 112735414	TD Bank, registered May 23, 2000 giving notice of Amending Agreement (Converted Instrument No. 00SC06854)
113367124	Batco	Misc. Interest No. 122624254	TD Bank, registered September 19, 2003

Saskatoon, Saskatchewan

Title Nos.	Registered Owner	Encumbrance	Particulars
107739164	Wheatheart	Mortgage No. 107122159	TD Bank, registered May 1, 1998 in respect of a \$1,100,000 mortgage (Converted Instrument No. 98SA10980)
107739164	Wheatheart	Caveat No. 107122126	TD Bank, registered May 23, 2000 in respect of an Amending Agreement (Converted Instrument No. 00SA12243)
107739164	Wheatheart	Misc. Interest	TD Bank, registered September 17,

III. UCC Registrations**Debtor: Westfield**

State	Secured Party	File Nos.
Iowa	TD Bank, as Collateral Agent	P106157, P442577 and E566469
Wisconsin	TD Bank, as Collateral Agent	030015020008 and 030019200719
District of Columbia	TD Bank, as Collateral Agent	2003115982, 2003116022 and 2003163535
Illinois	TD Bank, as Collateral Agent	7592469 and 7910282
South Dakota	TD Bank, as Collateral Agent	20032621201953 and 20033351300816
Cass County, North Dakota	TD Bank, as Collateral Agent	00-000943814, 03-000149225, 03-000133733 and 03-000133729
Minnesota	TD Bank, as Collateral Agent	20038853822
Missouri	TD Bank, as Collateral Agent	20030095314J and 20030122762G

Debtor: NDco

State	Secured Party	File Nos.
Cass County, North Dakota	TD Bank, as Collateral Agent	00-000943808, 03-000149224, 03-000133726, 03-000133721 and 00-000979571

IV. Intellectual Property Registrations**Canadian Trademarks**

Canadian Trademarks	Application/Registration Number	Owner	Party with Interest Notice	Security
SEED SHUTTLE	1 090 138	Batco	TD Bank	
WESTFIELD	TMA 422 052	Westfield	TD Bank	
WESTFIELD Design	TMA 331 455	Westfield	TD Bank	
PICK UP WITH US Design	TMA 566 471	Wheatheart	TD Bank	
VICTORY EQUIPMENT Design	TMA 549 208	Wheatheart	TD Bank	
WHEATHEART	TMA 301 580	Wheatheart	TD Bank	
WHEATHEART Design	TMA 303 478	Wheatheart	TD Bank	

US Trademarks

United States Trademarks	Application/Registration Number	Owner	Party with Interest Notice	Security
WESTFIELD	1 794 696	Westfield	TD Bank	
WESTFIELD Design	1 641 037	Westfield	TD Bank	

Canadian Patents

Canadian Patents Title	Patent/Serial Number	Owner	Party with Interest Notice	Security
COUPLING GRAIN AUGERS	CA 1 158 193	Westfield	TD Bank	
HYDRAULIC CYLINDER FOR GRAIN AUGERS	CA 2 185 377	Westfield	TD Bank	
METHOD AND APPARATUS FOR FORMING REINFORCED AUGER FLIGHTING AND A DETACHABLE REINFORCED AUGER FLIGHT	CA 2 252 127	Westfield	TD Bank	
AUGER SCREW	CA 1 206 115	Wheatheart	TD Bank	

US Patents

United States Patents Title	Patent/Serial Number	Owner	Party with Interest Notice	Security
COUPLING GRAIN AUGERS	4 603 775	Westfield.	TD Bank	
HYDRAULIC CYLINDER FOR GRAIN AUGERS	5 873 447	Westfield	TD Bank	

METHOD AND APPARATUS FOR FORMING REINFORCED AUGER FLIGHTING AND A DETACHABLE REINFORCED AUGER FLIGHT	09/184,637	Westfield	TD Bank
--	------------	-----------	---------