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Pages Enter the total number of pages of the attached conveyance document including any attachments. # 2

Application Number(s) or Patent Number(s) () Mark if additional numbers attached

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

Patent Application Number(s)

09/590,494

Patent Number(s)

If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor. Month Day Year

Patent Cooperation Treat (PCT)

Enter PCT application number only if a U.S. Application Number has not been assigned.

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Number of Properties Enter the total number of properties involved. # 1

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 40.00

Method of Payment: Enclosed (X) Deposit Account ()

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: # 01-0484

Authorization to charge additional fees: Yes (X) No ()

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

Jacqueline E. Hartt
Name of Person Signing

Jacqueline E. Hartt
Signature

March 10, 2004
Date

ASSIGNMENT

WHEREAS, Zellwin Produce Company, Inc., a Florida corporation which was voluntarily dissolved on December 27, 2002, and was previously located in Zellwood, Florida, hereinafter referred to as ASSIGNOR, is the owner of U.S. Application Serial No. 09/590,494, filed June 9, 2000;

WHEREAS, Zellwin Farms Company, a Florida corporation, located in Zellwood, Florida, ASSIGNEE, is desirous of acquiring the same;

NOW THEREFORE, This indenture Witnesseth: That for good and valuable consideration, receipt whereof is hereby acknowledged, said ASSIGNOR does hereby sell, assign and transfer to said ASSIGNEE, its successors and assigns, all right, title and interest in and to said United States Patents, the invention or inventions therein shown and described and any improvements on said inventions heretofore or hereafter made, any divisions or continuations of said patents, and all patents, United States and foreign, to be granted for the invention or inventions thereof, and any reissues, continuations or extensions of said patents; and said ASSIGNOR does hereby authorize and request the Commissioner of Patents to issue all patents on said United States Patent applications or for the invention or inventions hereof, in accordance with this assignment.

And said ASSIGNOR for said consideration hereby covenants and agrees that said ASSIGNOR is the owner of the full title herein conveyed and has the right to convey the same, and agrees that said ASSIGNOR will communicate to said ASSIGNEE any facts known to said ASSIGNOR respecting said invention or inventions, and testify in any legal proceedings when called upon by said ASSIGNEE, sign all lawful papers deemed by said ASSIGNEE as expedient to vest in it the legal title herein sought to be conveyed or for the

filing and prosecution of all applications and patents, United States and foreign, and otherwise aid said ASSIGNEE, its successors and assigns, in obtaining full patent protection on said invention and enforcing proper protection under said patents, but in every instance at the ASSIGNEE'S expense.

The undersigned acknowledges that he has been authorized by the last Board of Directors of Zellwin Produce Company, Inc. to execute this Assignment on behalf of the last Board of Directors of Zellwin Produce Company, Inc.

In Witness Whereof, I have hereunto set my hand and seal this 8th day of March, 2004.



Charles W. Kennedy, former Vice President
And designated member of the last Board of
Directors of Zellwin Produce Company, Inc.