

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	12/18/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Cerexagri, Inc.		07/23/2009	CORPORATION: PENNSYLVANIA

**RECEIVING PARTY DATA**

Name:	UNITED PHOSPHORUS, INC.
Street Address:	630 Freedom Business Center
Internal Address:	Suite 402
City:	King of Prussia
State/Country:	PENNSYLVANIA
Postal Code:	19406
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 24**

Property Type	Number	Word Mark
Serial Number:	72404350	ACCELERATE
Serial Number:	72110947	AQUATHOL
Serial Number:	75791087	CUPROFIX
Serial Number:	72467169	DES-I-CATE
Serial Number:	72467168	DES-I-CATE
Serial Number:	75496231	DISPERSS
Serial Number:	76364799	D-TECT
Serial Number:	75232205	EVAC
Serial Number:	78935791	FANATE
Serial Number:	78542962	FLAMEOUT
Serial Number:	78553620	FLAMEOUT OXY
Serial Number:	77030077	FLOWRITE

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Serial Number:	78741534	GENMITE
Serial Number:	72147145	HYDROTHOL
Serial Number:	77288250	KOMBO
Serial Number:	71493692	KRYOCIDE
Serial Number:	77029926	MITRUS
Serial Number:	73030470	PENNCAP-M
Serial Number:	73573378	PENNCOZEB
Serial Number:	78323274	PENNCOZEB
Serial Number:	78320047	RAINCOTE
Serial Number:	77336649	RAINCOTE
Serial Number:	78896313	TRISUM
Serial Number:	78900876	TRISUM

**CORRESPONDENCE DATA**

Fax Number: (202)496-7756  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Email: mlaip@mckennalong.com, tsouthard@mckennalong.com  
Correspondent Name: Andrew J. Park  
Address Line 1: 1900 K St., N.W.  
Address Line 2: McKenna Long & Aldridge LLP  
Address Line 4: Washington, DISTRICT OF COLUMBIA 20006

ATTORNEY DOCKET NUMBER:	99999.0001 CEREXAGRI/UPI
NAME OF SUBMITTER:	Thomas Southard
Signature:	/tgs/
Date:	07/25/2009

Total Attachments: 3  
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## TRADEMARK ASSIGNMENT

**WHEREAS**, Cerexagri, Inc., a Pennsylvania corporation having a business address of 630 Freedom Business Center, Suite 402, King of Prussia, Pennsylvania 19406 ("Assignor") has adopted, owned and used the trademarks listed on Exhibit A attached hereto ("Assignor's Marks").

**WHEREAS**, Assignor has intended to use certain of Assignor's Marks in commerce, and has filed certain applications listed on the attached Schedule A indicating that intention, but has not yet filed allegations of use under Section 1(c) or 1(d) of the Trademark Act, 15 U.S.C. §1051 et seq.

**WHEREAS**, United Phosphorous Inc., a Delaware corporation having a business address of 630 Freedom Business Center, Suite 402, King of Prussia, Pennsylvania 19406 ("Assignee") has adopted, used and claimed ownership of Assignor's Marks and all good will associated therewith since at least December 18, 2007; and

**WHEREAS**, Assignee desires to confirm, perfect and otherwise memorialize its ownership rights in and to Assignors Marks, the registrations thereof, applications therefor, and all goodwill associated therewith, and Assignor desires to sell Assignor's Marks and their associated goodwill to Assignee;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor agrees that Assignor hereby irrevocably assigned unto Assignee *nunc pro tunc* effective as of December 18, 2007, all right, title and interest in and to Assignor's Marks, all registrations and applications relating thereto, and all goodwill associated therewith, whether based on common law or the laws of the various states, and the right (but not the obligation) to assert such registered trademark and other assigned rights to collect for all past, present and future infringements, and claims for damages and the proceeds thereof, including, without limitation, license royalties and proceeds of infringement suits and all rights corresponding thereto throughout the world by reason of any past and future acts of infringement that have occurred or may occur, for Assignee's own use and enjoyment and the use and enjoyment of its successors, assigns, or other legal representatives, free and clear of all liens, claims, charges, security interests, and other interests or encumbrances. Assignor further agrees that Assignor hereby irrevocably assigned unto Assignee *nunc pro tunc* effective as of December 18, 2007, all right, title and interest in and to Assignor's Marks, and

all goodwill associated therewith, as part of the entire business or portion thereof to which Assignor's Marks pertained as required by 15 U.S.C. § 1060.

IN WITNESS WHEREOF, Assignor has caused this document to be executed this 23<sup>th</sup> day of July, 2009.

**CEREXAGRI, INC.**

By: 

Name: LOGAN EUC

Title: VP & CFO

DC:50633613.1



**EXHIBIT A**

MARK	APP. NO.	FILING DATE	REG. NO.	REG. DATE	STATUS
ACCELERATE	72/404,350	05-Oct-1971	970487	16-Oct-1973	Registered
AQUATHOL	72/110,947	28-Dec-1960	722734	17-Oct-1961	Registered
CUPROFIX	75/791,087	02-Sep-1999	2567968	07-May-2002	App. Abandoned
DES-I-CATE	72/467,169	31-Aug-1973	1019674	02-Sep-1975	Registered
DES-I-CATE	72/467,168	31-Aug-1973	1029646	06-Jan-1976	Registered
DISPERSS	75/496,231	03-Jun-1998	2500656	23-Oct-2001	Registered
D-TECT	76/364,799	30-Jan-2002	2733251	01-Jul-2003	Registered
EVAC	75/232,205	28-Jan-1997	2166578	16-Jun-1998	Registered
FANATE	78/935,791	24-Jul-2006			Published
FLAMEOUT	78/542,962	06-Jan-2005	3160429	17-Oct-2006	Registered
FLAMEOUT OXY	78/553,620	25-Jan-2005	3341009	20-Nov-2007	Registered
FLOWRITE	77/030,077	26-Oct-2006			App. Abandoned
GENMITE	78/741,534	27-Oct-2005			Published
HYDROTHOL KOMBO (standard characters)	72/147,145 77/288,250	18-Jun-1962 25-Sep-2007	755285	27-Aug-1963	Registered Pending
KRYOCIDE	71/493,692	21-Dec-1945	433873	04-Nov-1947	Registered
MITRUS	77/029,926	26-Oct-2006			Published
PENNCAP-M	73/030,470	26-Aug-1974	1014557	01-Jul-1975	Registered
PENNCOZEB	73/573,378	13-Dec-1985	1401826	22-Jul-1986	Registered
PENNCOZEB	78/323,274	05-Nov-2003	2988164	23-Aug-2005	Registered
RAINCOTE	78/320,047	29-Oct-2003			App. Abandoned
RAINCOTE & DESIGN	77/336,649	26-Nov-2007			Published
TRISUM	78/896,313	30-May-2006	3346123	27-Nov-2007	Registered
TRISUM (Stylized)	78/900,876	05-Jun-2006	3446897	10-Jun-2008	Registered

*EM*