

03-01-2005

DEPARTMENT OF COMMERCE
Patent and Trademark Office

**RECORDATION
TRADEMARK**



102950456

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, 2005

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- 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 _____

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9. Signature: Emily F. Harris
Signature

February 17, 2005
Date

03/01/2005 00000042 1641037
01 FC:8521
40.00 UP
Name of Person Signing

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

6

Documents to be 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

SECURITY INTEREST IN INTELLECTUAL PROPERTY

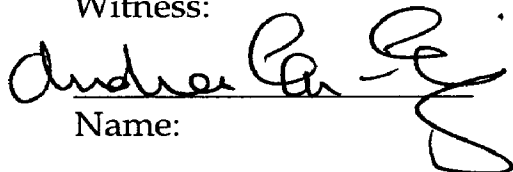
WHEREAS, Ag Growth Industries Limited Partnership ("Debtor"), with offices at 74 Provincial Road 205 East, Rosenort, Manitoba, R0G 1W0, is the owner of the patents and trade-marks set forth in Exhibit 1, and the registrations and applications for said patents and trademarks as identified therein as well as the underlying goodwill of said trade-marks (hereinafter referred to the "Patents and Trade-marks");

WHEREAS, The Toronto-Dominion Bank ("Creditor"), with offices at 4th Floor, 201 Portage Avenue, Winnipeg, Manitoba, R3C 2T2, entered into a general security agreement with Debtor (the "Security Agreement") dated April 29th, 2004, by which Debtor granted to Creditor a secured interest in certain property, including the Patents and Trade-marks, in consideration for a commercial loan;

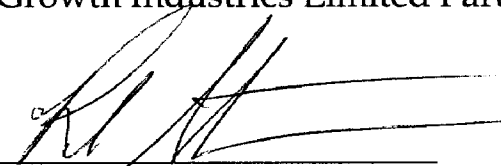
NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and in accordance with the terms and obligations set forth in the "Security Agreement", Debtor hereby confirms grant to the Creditor of a secured interest in and to the patents and trade-marks set forth in Exhibit 1 and the registrations and applications for said patents and trade-marks as identified therein and that underlying goodwill of said trade-marks.

Ag Growth Industries Limited Partnership

Witness:


Name:

By:



Name: Rob Stenson

Title: President

Dated: May 18th, 2004

EXHIBIT "A"**TRADEMARKS - CANADA**

Mark	Application No.	Registration No.
WESTFIELD	721751	TMA422052
WESTFIELD DESIGN	570980	TMA331455
SEED SHUTTLE	1090138	N/A
PICK UP WITH US DESIGN	1058199	TMA566471
VICTORY EQUIPMENTS DESIGN	1008939	TMA549208
WHEATHEART	523294	TMA301580
WHEATHEART DESIGN	523286	TMA303478
WESTFIELD AG GROWTH LEASING	1216133	N/A

TRADEMARKS - UNITED STATES

Mark	Application No.	Registration No.
WESTFIELD DESIGN	73/627,659	1,641,037
WESTFIELD	74/358,832	1,794,696
SEED SHUTTLE	75/600,297	2,314,080

PATENTS - CANADA

Title	Appl'n/Reg'n No.	Filing/Issue Date
PARTICULATE MATERIAL HANDLING SYSTEMS	2,421,534	Filed: March 10, 2003
HYDRAULIC CYLINDER FOR GRAIN AUGERS	2,185,377	Issued: November 14, 2000
AUGER SCREW	1,206,115	Issued: June 17, 1986

PATENTS - UNITED STATES

Title	Appl'n/Reg'n No.	Filing/Issue Date
BULK SEED CARRIER	6,120,233 09/644,784	Issued: Sept. 19, 2000 Filed: Aug. 23, 2000
PARTICULATE MATERIAL HANDLING SYSTEMS	10/388,875	Filed: March 14, 2003
HYDRAULIC CYLINDER FOR GRAIN AUGERS	5,873,447	Issued: February 23, 1999

CERTIFICATE OF NOTARY PUBLIC

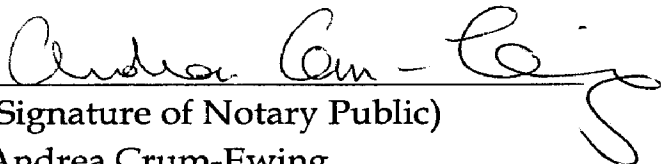
RE: Assignment by Batco Manufacturing Ltd. ("Assignor") to Ag Growth Industries Limited Partnership ("Assignee"), of its right, title and interest in and to certain trademarks (the "Trademark", as defined in Schedule A to the Assignment) pursuant to the terms and conditions of the assignment agreement between the Assignee and the Assignor dated May 18, 2004 (the "Assignment")

I, Andrea Crum-Ewing, being a lawfully appointed Notary Public in and for the Province of Ontario, by Royal Authority duly appointed, residing at the City of Toronto, in the said Province, DO HEREBY CERTIFY that:

7. On May 18, 2004, I was personally present and did see Robert Stenson, who is personally known to me, duly sign the Assignment.
8. The said Robert Stenson confirmed to me that he is one and the same person as "Robert Stenson", an authorized signatory for Batco Manufacturing Ltd., the owner of the Trademark.

In testimony whereof I have hereto subscribed my name and affixed my Notarial Seal of Office at the City of Toronto, Ontario, this 18th day of May, 2004.

Affix Seal of Notary Public


(Signature of Notary Public)
Andrea Crum-Ewing
1 Anderson Avenue
Toronto, Ontario
M5P 1H2

Security Agreement to:

The Toronto-Dominion Bank
4th Floor
201 Portage Avenue
Winnipeg, Manitoba, R3C 2T2

Security Release:

Thompson Dorfman Sweatman LLP
2200-201 Portage Avenue
Winnipeg MB R3B 3L3

#1064132

RECORDED: 02/23/2005

TRADEMARK
REEL: 003126 FRAME: 0857