ASSIGNMENT OF INTERESTS
in
WYOMING SUGAR COMPANY

COMES NOW, _____ whose address is _____, _____, WY and hereby transfers and assigns _____ **Class B, Series _____ Shares** in Wyoming Sugar Company to _____ whose address is _____, _____, Wyoming (TIN or SSN _____), for the sum of Ten Dollars ($10.00) and other good and valuable consideration.

All federal income tax loss or gain shall be apportioned between Transferor and Transferee as of the date of first day of January of the calendar year of this Assignment is approved, unless otherwise approved by the Board of Directors.

This Assignment is made the ___ day of _____, 20__ by transferor to be made effective upon acceptance by transferee **and** the Board of Directors of Wyoming Sugar Company.

Transferor:

_____date_____
By: _____(print name and if applicable title)

Transferee certifies that Transferee has reviewed the Governing Documents in effect as of the date of this Assignment and Transferee has performed an independent investigation as to the rights and obligations of ownership in Wyoming Sugar Company and is not relying on any representations of Transferor or Wyoming Sugar Company its Directors, Managers, Officers, Employees or agents. Further, if Transferee is not a Member of Wyoming Sugar Company, Transferee must sign a Membership Agreement prior to approval of any transfer of interests.

Transferee:

_____date_____
By: _____ (print name and if applicable title)

Acceptance by Wyoming Sugar Company:

_____date_____
By: _____, Secretary of the Board of Directors