

08-24-1998

FORM COVER SHEET
MARKS ONLY



Tab settings

To the Honor:

100798953

Remarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Thompson Beverage Systems, Inc.

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

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

3. Nature of conveyance:

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

Execution Date: June 15, 1997

2. Name and address of receiving party(ies)

Name: Richard C. Thompson

Internal Address:

Street Address: 1816 SE 9th Street

City: Ft. Lauderdale State: FL ZIP: 33316

- Individual(s) citizenship United States
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

74/676,601 75/257,239
74/689,546 75/306,014
74/689,547

B. Trademark Registration No.(s)

1,863,289 2,031,234
1,982,881 2,074,156

Additional numbers attached? Yes No

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

Name: Robert D. Hovey

Internal Address: HOVEY, WILLIAMS, TIMMONS & COLLINS

Street Address: 2405 Grand Boulevard
Suite 400

City: Kansas City State: MO ZIP: 64108

6. Total number of applications and registrations involved: 9

7. Total fee (37 CFR 3.41).....\$ 240.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

08/24/1998 NGUYEN 00000005 1863289

DO NOT USE THIS SPACE

01 FC:401 40.00 OP
02 FC:402 200.00 OP

9. 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.

Robert D. Hovey

Name of Person Signing

Signature

Date

7/29/98

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

REEL: 1772 FRAME: 0419

Mail documents to be recorded with required cover sheet information to:

ASSIGNMENT

WHEREAS, THOMPSON BEVERAGE SYSTEMS, INC, a corporation of Delaware, having its principal place of business at 1816 SE 9th Street, Ft. Lauderdale, Florida 33316, has adopted, used and is using or has filed applications based on intent to use the following marks:

<u>Reg. No.</u>	<u>Mark</u>	<u>Issue Date</u>
1,863,289	MILK IT	November 15,1994
1,982,881	MILK-IT and Design	June 25, 1996
2,031,234	SPILGUARD	January 14, 1997
2,074,156	YOG-IT	June 24, 1997

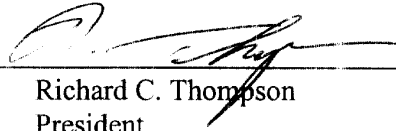
<u>Serial No.</u>	<u>Mark</u>	<u>Filing Date</u>
74/676,601	CHILL-IT	May 16, 1995
74/689,546	CHILL-IT	June 14, 1995
74/689,547	CHILL-IT KIDS KOOLING STATION	June 14, 1995
75/257,239	WATER WORKS	March 14, 1997
75/306,014	SQUISH PAK	June 10, 1997

WHEREAS, RICHARD C. THOMPSON, an individual of 1816 SE 9th Street, Ft. Lauderdale, Florida 33316, is desirous of acquiring said marks and the applications for registration and registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said THOMPSON BEVERAGE SYSTEMS, INC. does hereby assign effective June 15, 1997 unto the said RICHARD C. THOMPSON, all right, title and interest in and to the said marks, together with the good will of the business symbolized by the marks, and the above identified applications and registrations thereof together with the right to sue for and collect on all claims for damages by reason of past infringement of said marks.

IN WITNESS WHEREOF, the undersigned has executed this Assignment effective as of
the 15th day of June, 1997.

THOMPSON BEVERAGE SYSTEMS, INC.

By 
Richard C. Thompson
President