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To the Honorable Commissioner of Patents and Trademarks **100838872** original documents or copy thereof.

1. Name of conveying party(ies):
 Union Planters Bank, successor by merger to Capital Bank, NA

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

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

2. Name and address of receiving party(ies)

Name: Universal Beverages, Inc.

Internal Address: _____

Street Address: 7563 Phillips Highway, Suite 110

City: Jacksonville State: FL ZIP: 32256

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Florida
 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

3. Nature of conveyance:

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

Execution Date: July 2, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,206,426	1,987,371
1,487,706	2,042,270
1,905,838	961,598

Additional numbers attached? Yes No

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

Name: John Cyril Malloy, III, Esq.

Internal Address: MALLOY & MALLOY, P.A.

Street Address: 2800 S.W. Third Avenue

City: Miami State: FL ZIP: 33129

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41).....\$ 165.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

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

DO NOT USE THIS SPACE

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.

John Cyril Malloy, III, Esq. [Signature] 9/22/98
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 2

RECEIVED
 SEP 23 1998
 TRADEMARK
 120626
 40.00
 125.00

ASSIGNMENT

For value received, receipt of which is hereby acknowledged, Union Planters Bank, successor by merger to Capital Bank, NA (Assignor) hereby assigns, transfers and delivers to Universal Beverages, Inc. (Assignee), without recourse, representation or warranty, all of its right, title and interest in and to the following:

1. Promissory Note dated January 15, 1996 in the original principal sum of One hundred twelve thousand eighty-six dollars thirty-four cents (\$112,086.34) made by SYFO Water Co., Inc.
2. Security Agreement dated July 26, 1991 given by SYFO Water Co., Inc., as debtor to Capital Bank, as secured party, which Security Agreement was given to secure the above described Promissory Note.
3. UCC-1 Financing Statements originally recorded September 12, 1988 in Official Record Book 13819 at Page 937, Public Records of Miami-Dade County, Florida and in the office of the Secretary of State of Florida originally filed September 13, 1988 under File No: 1880152040 and all continuations thereof.
4. Guarantees dated November 30, 1993 and November 30, 1994 given by Jeffrey D. Schussler and Myrna J. Schussler as guarantors, to Capital Bank, which guarantees were given to secure the above-described Promissory Note.
5. Any claims or actions which Assignor may have against SYFO Water Co., Inc., or Jeffrey D. Schussler and Myrna J. Schussler arising from any of the instruments or documents above described, including, but not limited to, that certain action pending in the Circuit Court, Dade County, Florida styled Capital Bank, Plaintiff, vs. SYFO Water Co., Inc, and Jeffrey D. Schussler and Myrna J. Schussler, individually, Defendants, Case No: 96-10141, and any judgment entered therein.

To have and to hold the same unto Assignee, its successors and assigns, from and after the date hereof.

IN WITNESS WHEREOF, the undersigned has executed this Assignment this 2 day of ~~June~~, 1998.

July

Union Planters Bank, successor
by merger to Capital Bank, NA

By: *Roy D. [Signature]*
Authorized Representative
SR. V. P.