

09-29-1998



Tab settings 000

To the Honorable Commissioner of Patents

100841400

original documents or copy thereof.

MEMO 9-29-98

1. Name of conveying party(ies):
 KEVIN J. WISE d/b/a SWIG SODA

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

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

2. Name and address of receiving party(ies):
 Name: SWIG, INC.
 Internal Address: 111 West Crockett, Suite 205
 Street Address: 111 West Crockett, Suite 205
 City San Antonio State TX ZIP 78205

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: September 3, 1998

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designation must be a separate document from Assignment).
 Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)

B. Trademark registration No.(s) 1,839,570

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: TED D. LEE
 Internal Address: GUNN, LEE & KEELING
 Street Address: 700 N. St. Mary's Street
 Suite 1500
 City: San Antonio State: TX ZIP 78205

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00
 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.

TED D. LEE 9/21/98
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

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

09/28/1998 TTON11 00000270 1839570

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

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Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

TRADEMARK ASSIGNMENT

WHEREAS, I, KEVIN J. WISE, d/b/a "SWIG SODA" ("Assignor"), a citizen of the United States of America, residing at 8456 Western Avenue, Omaha, Nebraska 68114, am the present owner of the following United States Trademark Registration and attendant good will:

U. S. Trademark Reg. No. 1,839,570 (issued June 14, 1994) (based upon appln serial no. 74/422,110 -filed Aug 9, 1993) for "SWIG SODA" ;

WHEREAS, SWIG, INC., a Texas corporation ("Assignee") is desirous of obtaining the entire right, title and interest in, to and under the same "SWIG SODA" trademark for the following enumerated geographic territory: for the entire United States of America, but excluding: the entire states of Minnesota, Iowa, North Dakota, South Dakota, and Nebraska, and excluding also the Missouri counties of Atchison, Holt, Buchanan, Platte and Kansas City ;

Now, THEREFORE, in consideration of the sum of \$7,500.00 already paid by "Assignee" to "Assignor", and other good and valuable consideration, the receipt of which is hereby acknowledged, I, the said "Assignor" do hereby sell, assign, transfer, and set over unto the said "Assignee" its successors, legal representatives and assigns, the entire right, title and interest in, to and under the said U. S. Trademark Reg. no. 1,839,570 ("SWIG SODA") and together with the goodwill symbolized for "SWIG SODA" for the following enumerated geographic territory:

for the entire United States of America, but excluding: the entire states of Minnesota, Iowa, North Dakota, South Dakota, and Nebraska, and excluding also the Missouri counties of Atchison, Holt, Buchanan, Platte, and Kansas City; and any and all causes of action

thereto that may have accrued anywhere in "Assignor's" favor anywhere;

And, I HEREBY, covenant that I have full right to convey the entire enumerated interests herein assigned, and that I have not executed, and will not execute, any agreement in conflict therewith.

And, I HEREBY further covenant and agree that I will communicate unto the said "Assignee", its legal successors, representatives and assigns, any facts known by me to said "SWIG SODA" mark, and to testify in any legal proceeding, sign all lawful papers, make all rightful oaths and generally do everything possible to aid the said "Assignee", its successors, legal representatives and assigns, to obtain and enforce proper trademark for the said "SWIG SODA" mark, as depicted in U. S. Reg. no. 1,839,570 everywhere.

In TESTIMONY WHEREOF, I have hereunto set my hand and affixed my seal on this 3 day of SEP, 1998.

Kevin J. Wise
Kevin J. Wise, d/b/a "SWIG SODA" (date)

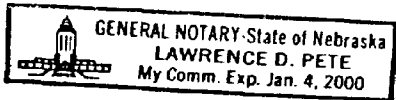
State of Nebraska)
County of Douglas) ss

Before me personally appeared KEVIN J. WISE, personally known to me, and who signed the foregoing instrument before me as his own free act and deed.

Lawrence D. Pete
Notary Public

(SEAL)

My Commission expires on 1/4/2000



TRADEMARK