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FORM PTO-1594

(Rev. 5-93)

OMB No. 0851-0011 (exp. 4/96)

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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

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Tab Settings 000

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

First Union National Bank, as successor to  
Signet Bank

- Individual(s)
- General Partnership
- Corporation-State
- Other national banking association

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

2. Name and address of receiving party(ies)

Name: First Colony Coffee and Tea Company

Internal Address: \_\_\_\_\_

Street Address: 204 W. 22nd Avenue

City: Norfolk State: VA ZIP: 23517

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

If assignee is not domiciled in the United States, a domicile 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
- Security Agreement
- Other Trademark Re-Assignment and Release
- Merger
- Change of Name

Execution Date: December 1, 1998

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

A. Trademark Application No.(s) \_\_\_\_\_

B. Trademark Registration No.(s): \_\_\_\_\_

See attached Exhibit A

Additional numbers attached?  Yes  No

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

Name: Sharon Miller

Internal Address: \_\_\_\_\_

Return To 858571 inc.

National Corporate Research, LTD.

225 W. 34th St., Suite 910

New York, N.Y. 10122

(800) 221-0102 (212) 947-7200

C. \_\_\_\_\_ 036

6. Total number of applications and registrations involved: 33

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

Enclosed

Authorized to be charged to deposit account

B. Deposit account number: \_\_\_\_\_

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

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01 FC:481  
02 FC:482

40.00 OP  
800.00 OP

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.

Robert W. Agler

Name of Person Signing

RWA

Signature

12/15/98

Date

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignments  
Washington, D.C. 20231

**EXHIBIT A****TRADEMARKS REGISTERED IN THE USA-  
UNLESS OTHERWISE INDICATED**

<b>Mark</b>	<b>Registration Number</b>	<b>Date</b>
GILLS (typed)	1,487,022	5/3/88
GILL'S COFFEE GOLDEN BLEND & design	701,062	7/12/60 Renewed 7/12/80
G GILLS HOTEL SPECIAL & design	836,378	10/3/67 Renewed 10/3/87
GOLDEN BLEND (typed)	920,812	9/21/71 Renewed 6/20/91
GILL'S INSTANT GOLDEN BLEND COFFEE & design	735,494	7/31/62 Renewed 7/31/82
HOTEL SPECIAL (typed)	1,074,689	10/4/77
QUEEN'S BLEND & design	651,528	9/10/57
AMERICAN GOURMET (typed)	1,535,986	4/18/89
CAFÉ NOISETTE (typed)	1,537,843	5/2/89
CAFÉ SOMBRERO (typed)	1,522,811	1/31/89
COFFEES OF THE OLD WEST (typed)	1,874,793	1/17/95
COFFEES SO RARE THEY GROW NOWHERE ON EARTH (typed)	1,399,739	7/1/86
FIRST COLONY (typed)	1,192,242	3/16/82
FIRST COLONY (typed)	Canadian Reg. No. 270,038	12/12/94
FIRST COLONY & design	1,317,190	1/29/85
FIRST COLONY DARK (typed)	1,681,344	3/31/92
FIRST COLONY GOURMET COFFEE (letter design)	959,503	5/22/73 Renewed 2/10/93
FIRST COLONY ORGANIC & design	1,826,517	3/15/94
GENUINE PORT ROYAL JAMICAN (typed)	1,253,418	10/4/85
POT LUCK (typed)	1,679,047	3/10/92
SUSAN'S REALLY RASPBERRY TEA (typed)	1,245,535	7/12/83
SUSAN'S STRAWBERRY PATCH TEA (typed)	1,245,928	7/19/83
SUSAN'S TEA & design	1,128,727	1/1/80

SUSAN'S TEA	Canadian Reg. No. 268,740	
THE TWELVE COFFEES OF CHRISTMAS & design	1,722,256	10/6/92
WATER ST. (typed)	1,294,758	9/11/84
FIRST COLONY COFFEE HOUSE & design	1,990,192	7/30/96
FIRST COLONY COFFEE HOUSE (typed)	1,890,643	4/18/95
FIRST COLONY COFFEE HOUSE & design	1,933,520	11/7/95
FIRST COLONY COFFEE HOUSE & design	1,892,765	5/2/95
MARINERS WAY COFFEES (typed)	1,895,649	5/23/95
NORTHWEST COFFEE ROASTERS (typed)	1,912,695	8/15/95
WORLD TOUR OF COFFEES (typed)	1,894,675	5/16/95
CHRISTMAS CAROUSEL	2,022,992	12/17/96
CHRISTMAS CHEER	1,933,520	5/21/96

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