Form PTO-1594
(Rev. 6-93)

MRD 5-4-99

05-07-1999

101031717

U.S. Department of Commerce
Patent and Trademark Office

To the Honorable Commissioner o original documents or copy thereof.

1. Name of conveying party(ies):

SNAPPLE BEVERAGE CORP.
Quaker Tower
321 North Clark Street
Chicago, Illinois 60610

☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation (Delaware)
☐ Other

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

3. Nature of conveyance:

☐ Assignment ☐ Merger

☒ Security Agreement ☐ Change of Name

☐ Other

Execution Date: February 25, 1999

receiving party(ies):

Name: THE BANK OF NEW YORK
as Administrative Agent

Internal Address:

Street Address: One Wall Street

City: New York State: NY ZIP: 10286
Country:

☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☐ Corporation-State
☒ Other Bank

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 trademark number(s):

If this document is being filed together with a new application, the execution date of the application is

A. Trademark Application No.(s)

See Attached List

B. Trademark No.(s)

See Attached List

Additional numbers attached: ☒ Yes ☐ No

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

Name: Nora A. Whitescarver

Internal Address: Mayer, Brown & Platt

Street Address: 1909 K Street, N.W.

City: Washington State: DC ZIP: 20006

6. Total number of applications and trademarks involved: 34

7. Total fee (37 CFR 3.41): $865.00

☒ Enclosed (Check No. 17573)

☐ Authorized to be charged to deposit account

8. Deposit account number:

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

05/06/1999 JSMBAZZ 00000093 74699922

01 FC:481 40.00 OP
02 FC:482 825.00 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.

Nora A. Whitescarver
Name of Person Signing

Signature

May 4 1999
Date

Total number of pages comprising cover sheet and document attachments: 24

TM Rights (Grouped by mark) + Status + Goods

Mark: Snap Shot

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/298671		Pending Application	6, 21, 32	Metal cans for beverages sold empty in Int'l Cl. 6 Glass bottles for beverages sold empty in Int'l Cl. 21 Soft drinks namely fruit juices and fruit flavored soft drink

SNAP2O

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/599235		Pending Application	32	

Snappl'cino

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75346249		Pending Application	30	Iced coffees and iced teas and syrups, extracts and concentrates for making same

SNAPPLE

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	74/216456	1741540	Registered	30, 32	ICE TEA LEMONADE AND FRUIT DRINKS
United States	SNAPPLE BEVERAGE CORP.	416925	1326262	Registered	32	SOFT DRINKS
United States	SNAPPLE BEVERAGE CORP.	202097	1156585	Registered	32	FRUIT JUICES

93597	United States	SNAPPLE BEVERAGE CORP.		Pending Application	Umbrellas, portfolios, tote bags, duffle bags, fanny packs, knapsacks, backpacks in International Class 18 Jugs, coolers, ice chests, cups, mugs,squeeze bottles and sports bottles in International Class 21 Aprons, shirts, shorts, jackets, sweatshirts, sweat pants, sweatsuits, golf shirts, t-shirts, sweaters, hats, wristbands, tank tops and night shirts in International Class 25 Ornamental novelty buttons in International Class 26 Toy trucks tennis balls, golf balls, golf tees, golf ball markers, golf bags, head covers for golf clubs, footballs, baseball mitts, soccer balls, golf clubs, volleyballs, baseballs, baseball bats, tennis racket covers, basketballs, and flying discs in Internation Class 28

SNAPPLE (STYLIZED)

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	74/700028	2031642	Registered	30, 32	ICED TEA FRUIT DRINKS, FRUIT JUICES AND LEMONADES.
United States	SNAPPLE BEVERAGE CORP.			Dispatched	25	Clothing, including boots, shoes and slippers.
United States	SNAPPLE BEVERAGE CORP.	75/088389	2122285	Registered	30	FROZEN CONFECTIONS.

SNAPPLE APPLE ORCHARD

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/239964		Pending Application	32	FRUIT JUICES AND FRUIT-FLAVORED SOFT DRINKS AND FRUIT DRINKS

Snapple Farms

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/314810	2203741	Registered	32	Fruit Juices and fruit flavored soft drinks

SNAPPLE HYDRO

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services

TRADEMARK
REEL: 001897 FRAME: 0946

	BEVERAGE CORP.			Pending Application 32		Fruit juices and fruit-flavored soft drinks in International Class 32

Mark: SNAPPLE SPORT

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	74/524714	1918248	Registered	32	FRUIT JUICES.

SNAP-UP

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	74/083981		Abandoned	32	Beer, ale and porter: mineral and aerated waters and other nonalcoholic drinks; syrups and other preparations for making beverages.

SNAPVEND

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/496354		Pending Application	35	Incentive award program promoting the sale of soft drinks in vending equipment owned by others in International Class 35 Examiner amended goods to read: Promoting the sale of soft drinks in vending equipment owned by othes through the administration of incentive award programs.

The Best Stuff is in Here

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/432588		Pending Application	30, 32	ICED TEA IN INT'L CL. 30; FRUIT JUICES AND FRUIT FLAVORED SOFT DRINKS IN INT'L CL. 32

Tropical Inspiration

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	74/727586	2137674	Registered	32	Soft drinks, syrups and extracts for making soft drinks

Wendy's Tropical Inspiration

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/346152		Abandoned	32	Soft drinks, syrups and extracts for making soft drinks

by WorldMark on 1/20/99 10:28:55 AM

Mark: WHIPPED FROM THE BEST STUFF ON EARTH

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/460745		Pending Application	32, 35	Fruit juices and fruit-flavored soft drinks in International Class 32; Marketing services for others namely preparing advertisements for others and distributing audio and printed promotional materials for others to promote the purchase of soft drinks in International Class 35

Whipper Snapple

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/429852	2205890	Registered	32	Fruit Juices and fruit flavored soft drinks

Whipper Snapple Bottle Design

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/523048		Pending Application	32	Fruit juices and fruit-flavored carbonated and non-carbonated soft drinks in Int'l Cl. 32

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TRADEMARK
REEL: 001897 FRAME: 0948

TRADEMARK SECURITY AGREEMENT

This TRADEMARK SECURITY AGREEMENT (this "Agreement"), dated as of February 25, 1999, is made between SNAPPLE BEVERAGE CORP., a Delaware corporation (the "Grantor") and THE BANK OF NEW YORK, as administrative agent (together with its successor(s) thereto, in such capacity the "Administrative Agent") for each of the Secured Parties (as defined in the Credit Agreement referred to below).

W I T N E S S E T H :

WHEREAS, pursuant to the Credit Agreement, dated as of February 25, 1999 (as amended, supplemented, amended and restated, or otherwise modified from time to time, the "Credit Agreement"), among the Borrowers (including the Grantor), the Lenders and the Agents named therein, the Lenders and the Issuer have extended Commitments to make Credit Extensions to the Grantor;

WHEREAS, in connection with the Credit Agreement, the Grantor has executed and delivered a Borrower Security Agreement, dated as of February 25, 1999 (as amended, supplemented, amended and restated or otherwise modified from time to time, the "Security Agreement");

WHEREAS, as a condition precedent to the making of the Credit Extensions (including the initial Credit Extension) under the Credit Agreement, the Grantor is required to execute and deliver this Agreement and to grant to the Administrative Agent a continuing security interest in all of the Trademark Collateral (as defined below) to secure all Obligations; and

WHEREAS, the Grantor has duly authorized the execution, delivery and performance of this Agreement;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and in order to induce the Lenders and the Issuer to make Credit Extensions (including the initial Credit Extension) to the Grantor pursuant to the Credit Agreement, the Grantor agrees, for the benefit of each Secured Party, as follows:

SECTION 1. Definitions. Unless otherwise defined herein or the context otherwise requires, terms used in this Agreement, including its preamble and recitals, have the meanings provided (or incorporated by reference) in the Security Agreement.

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SECTION 2. Grant of Security Interest. For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, to secure all of the Obligations, the Grantor does hereby mortgage, pledge and hypothecate to the Administrative Agent, and grant to the Administrative Agent a security interest in, for its benefit and the benefit of each Secured Party, all of the Grantor's right, title and interest in the following property (the "Trademark Collateral"), whether now owned or hereafter acquired or existing by it:

(a) all of the Grantor's trademarks, trade names, corporate names, company names, business names, fictitious business names, trade styles, service marks, certification marks, collective marks, logos, other source of business identifiers, designs and general intangibles of a like nature (all of the foregoing items in this clause (a) being collectively called a "Trademark"), now existing anywhere in the world or hereafter adopted or acquired, whether currently in use or not, all registrations and recordings thereof and all applications in connection therewith, including registrations, recordings and applications in the United States Patent and Trademark Office or in any office or agency of the United States of America or any State thereof or any foreign country, including those referred to in Item A of Attachment 1 attached hereto;

(b) all of the Grantor's Trademark licenses, including each Trademark license referred to in Item B of Attachment 1 attached hereto;

(c) all reissues, extensions or renewals of any of the items described in clauses (a) and (b);

(d) all of the goodwill of the business connected with the use of, and symbolized by the items described in, clauses (a) and (b); and

(e) all proceeds of, and rights associated with, the foregoing, including any claim by the Grantor against third parties for past, present or future infringement or dilution of any Trademark, Trademark registration or Trademark license, including any Trademark, Trademark registration or licensed Trademark referred to in Item A and Item B of Attachment 1 attached hereto, or for any injury to the goodwill associated with the use of any such Trademark or for breach or enforcement of any Trademark licensed under any Trademark license.

SECTION 3. Security Agreement. This Agreement has been executed and delivered by the Grantor for the purpose of registering the security interest of the Administrative Agent in the Trademark Collateral with the United States Patent and Trademark Office and corresponding offices in other countries of the world. The security interest granted hereby has been granted as a supplement to, and not in limitation of, the security interest granted to the Administrative Agent for its benefit and the benefit of each Secured Party under the Security Agreement. The Security Agreement (and all rights and remedies of the Administrative Agent and each Secured Party thereunder) shall remain in full force and effect in accordance with its terms.

TRADEMARK
REEL: 001897 FRAME: 0950

SECTION 4. Release of Security Interest. On the Termination Date, the Administrative Agent shall, at the Grantor's expense, execute and deliver to the Grantor all instruments and other documents as may be necessary or proper to release the lien on and security interest in the Trademark Collateral which has been granted hereunder or under any other Loan Document. Upon any sale or other transfer of Trademark Collateral permitted by the Credit Agreement, the security interest created hereunder in such Trademark Collateral shall be automatically released and the Administrative Agent shall, at such Grantor's sole expense, execute and deliver to such Grantor such documents as such Grantor shall reasonably request to evidence such release.

SECTION 5. Acknowledgment. The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Administrative Agent with respect to the security interest in the Trademark Collateral granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which (including the remedies provided for therein) are incorporated by reference herein as if fully set forth herein.

SECTION 6. Loan Document, etc. This Agreement is a Loan Document executed pursuant to the Credit Agreement and shall (unless otherwise expressly indicated herein) be construed, administered and applied in accordance with the terms and provisions of the Credit Agreement.

SECTION 7. Counterparts. This Agreement may be executed by the parties hereto in several counterparts, each of which shall be deemed to be an original and all of which shall constitute together but one and the same agreement.

TRADEMARK
REEL: 001897 FRAME: 0951

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and delivered by their respective officers thereunto duly authorized as of the day and year first above written.

SNAPPLE BEVERAGE CORP.

By: _____
Name: Brian L. Schorr
Title: Executive Vice President

THE BANK OF NEW YORK,
as Administrative Agent

By: _____
Name: JAMES J. DUCEY
Title: VICE PRESIDENT

24334177

TM Rights (Grouped by mark) + Status + Goods

'ark: APPLE PIE

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
76 United States	SNAPPLE BEVERAGE CORP.	74/699922	2076218	Registered	30	FRUIT-FLAVORED ICED TEA

c: BALI

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
23 United States	SNAPPLE BEVERAGE CORP.		1302261	Registered	32	FRUIT FLAVORED SOFT DRINK CONTAINING WATER.

: BALI BLAST

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
3 United States	SNAPPLE BEVERAGE CORP.	74/728105	2020475	Registered	32	FRUIT-FLAVORED BEVERAGES.

Black and Blue Berry

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
7 United States	SNAPPLE BEVERAGE CORP.	75/540812		Pending Application	32	Fruit juices, fruit flavored soft drinks and lemonades in Int'l Cl. 32

Black and Gold

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
6 United States	SNAPPLE BEVERAGE CORP.	75/555329		Pending Application	30, 32	Iced tea in Int'l Cl 30; Fruit juices, fruit flavored soft drinks and lemonades in Int'l Cl. 32

DIET SNAPPLE (STYLIZED)

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
1 United States	SNAPPLE BEVERAGE CORP.	75/057341	2054570	Registered	30, 32	LOW-CALORIE ICED TEA LOW-CALORIE, FRUIT-FLAVORED SOF DRINKS; FRUIT JUICE DRINKS AND LEMONADE

Frapple

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services

93588	United States	SNAPPLE BEVERAGE CORP.	75/298670		Pending Application	32	Soft drinks and syrups, extracts and concentrates for making same

ISLAND COCKTAIL

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	74/722202	2084642	Registered	32	FRUIT-FLAVORED DRINKS

MADE FROM THE BEST STUFF ON EARTH

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	74/359616	1827608	Registered	30, 32	ICED TEA FRUIT JUICES

MANGO MADNESS

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	74/452835	1864877	Registered	32	FRUIT JUICES

MELONBERRY

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	74/452989	1853774	Registered	32	FRUIT JUICES

NOBODY KNOWS APPLES LIKE SNAPPLE

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/239965		Pending Application	32	FRUIT JUICES, FRUIT-FLAVORED SOFT DRINKS AND FRUIT DRINKS

SAMOAN SPLASH

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/248682		Pending Application	32	FRUIT-FLAVORED DRINKS

SNAP

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	314308	903099	Registered	32	SOFT DRINKS AND FLAVORING EXTRACTS THEREFOR

TRADEMARK
REEL: 001897 FRAME: 0954

SNAPPLE LICENSES

January 6, 1999

Distributor	City	State	Expiration Date	Auto Renewal
Odom d/b/a Northwest Distributors	Ankorage	AK	Perpetual	
Johnson Brothers (St. Paul, MN)	Birmingham	AL	12/31/00	2 year
Kalil Bottling Company	Tucson	AZ	Perpetual	
Concord Beverages d/b/a Coors of Conta Costa	Antioch	CA	Perpetual	
WA Thompson (includes Bakersfield, Barstow, Lancaster)	Barstow	CA	10/8/91	1 Year
Basso Distributing Co., Inc.	Camarillo	CA	Perpetual	
Haralambos Beverage Company	El Montee	CA	Perpetual	
Del Reka Corp. d/b/a Andrew Rosaia Co. (Coors of Eureka)	Eureka	CA	Perpetual	
RK Jones Enterprise	Fresno	CA	Perpetual	
Clark Miller Distributing, Inc.	Napa	CA	Perpetual	
Bay Area Beverage Company	Oakland	CA	Perpetual	
Coors West	Redwood City	CA	Perpetual	
California Beverage Company	San Francisco	CA	Perpetual	
GBL Distributing Company	Santa Barbara	CA	Perpetual	
Larrabee Brothers Dist. Co.	Santa Maria	CA	Perpetual	
Mesa Beverage Company, Inc.	Santa Rosa	CA	Perpetual	
Oliveto Distributing	Sutter Creek	CA	Perpetual	
Capital Coors Co.	W. Sacramento	CA	Perpetual	
Elyxir Distributing Company	Watsonville	CA	Perpetual	
Full Service Beverages	Denver	CO	Perpetual	
Central Distributing Company	Grand Junction	CO	Perpetual	
B&E Juices, Inc.	Bridgeport	CT	5/1/92	1 Year
ROGO Distributors, a division of Allan S. Goodman, Inc.	East Hartford	CT	Perpetual	
Canada Dry Bottling Co. of Meriden, Inc. (Tomasetti)	Meriden	CT	Perpetual	
J&M Sales Company, Inc.	Torrington	CT	Perpetual	
Kem Distributing		GA	12/31/98	1 Year
~~Golden Eagle Sales~~	~~Idaho Falls~~	~~ID~~	~~12/31/98~~	~~1 Year~~
Odom Northwest Beverages - Lewiston	Lewiston	ID	12/31/03	5 Year
Bender Beverage Co.	Salmon	ID	12/31/98	1 Year
Selkirk Bev.	Sanpoint	ID	Perpetual	
Beck's Distributing	St. Maries	ID	Perpetual	
Southern Idaho Dist.	Twin Falls	ID	12/31/98	1 Year
Folsom Distributing, Inc.	Wood River	IL	12/31/98	1 Year
New Age Beverage d/b/a Crown Beverage Co	New Orleans	LA	12/31/98	1 Year
Atlas Distributing Corp.	Auburn	MA	Perpetual	
Snapple of Boston d/b/a L. Knife & Son, Inc.	Danvers	MA	Perpetual	
Lesco Distributing Co., Inc.	New Bedford	MA	Perpetual	
Northeast Beverage (Polar)	Worcester	MA	Perpetual	
Canada Dry Potomac Corporation	Silvers Springs	MD	Pepetual	
Frederick P. Winner	Silvers Springs	MD	12/31/00	1 year
Colonial Distributor	Waterville	ME	12/31/00	1 Year
Intrastate Distributors Inc	Detroit	MI	Perpetual	
Pisani Company	Ironwood	MI	Perpetual	
Dr. Pepper, St. Cloud	St. Cloud	MN	Perpetual	
Voss Enterprises, Inc.	Rolla	MO	12/31/98	3 Years
Allen Beverages	Gulfport	MS	12/31/99	2 Years
Cardinal Dist.	Bozeman	MT	12/31/98	1 Year
Glasgow Dist.	Glasgow	MT	Perpetual	
Earls Dist.	Missoula	MT	12/31/98	1 Year
Smoky Mountain Distibutors	Asheville	NC	12/31/00	1 Year
Jim Staton Distibuting Co.	Greensboro	NC	12/31/00	1 Year

TRADEMARK
REEL: 001897 FRAME: 0955

SNAPPLE LICENSES

Distributor	City	State	Expiration Date	Auto Renewal
BJT, Inc., d/b/a Mutual Distributing Co.	Raleigh	NC	Perpetual	
G. Housen & Co., Inc.	Keene	NH	Perpetual	
Great States Beverage	Manchester	NH	Perpetual	
Fischer Thompson Beverage, Inc.	Chester	NJ	Perpetual	
Millrose Distributor	North Brunswick	NJ	3/3/87	
7-UP/RC Bottling Co. of Southern California	Albuquerque	NM	Perpetual	
Mr. Natural	Brooklyn	NY	11/5/91	1 Year
Seneca Beverage Corp	Elmira	NY	Perpetual	
Snapple Distributors of Long Island, Inc.	Farmingdale	NY	9/14/84	3 years
Lake Erie	Lackawanna	NY	Perpetual	
Onondago Beverage Corp	Liverpool	NY	Perpetual	
V. C. McGregor & Sons	Maine	NY	Perpetual	
North Country Candy & Tobacco, Inc.	Malone	NY	Perpetual	
Sanzo Beverage Co. Inc.	Olean	NY	12/31/00	1 Year
B.E. Wright, Inc.	Seneca Falls	NY	Perpetual	
Mr. Natural , Inc. (Staten Island)	Staten Island	NY	Perpetual	
Tri-Valley Beverage, Inc.	Westmoreland	NY	Perpetual	
Dr Pepper Bottling Company	Elk City	OK	12/31/99	1 year
All-American Bottling Corporation, d/b/a 7-UP Royal Crown	Oklahoma City	OK	Perpetual	
P&E Dist.	Baker City	OR	12/31/98	1 Year
High Desert a/k/a Bachelor Beverage Distributors	Bend	OR	Perpetual	
Big Country	Burns	OR	12/31/98	1 Year
Thomas & Son Beverage, Inc.	Coos Bay	OR	Perpetual	
Premier Distributors, Inc.	Eugene	OR	Perpetual	
Gardner Enterprises	John Day	OR	12/31/98	1 Year
Pacific Distributing	Newport	OR	12/31/99	1 Year
Owyhee Dist. Co.	Nyssa	OR	12/31/98	1 Year
Graybeal Dist.	Pendelton	OR	13/31/98	1 Year
Columbia Distributors	Portland	OR	Perpetual	
Columbia Gorge Bev., Inc.	The Dalles	OR	12/31/98	1 Year
Tillamook Wholesale, Inc.	Tillamook	OR	Perpetual	
Canada Dry Bottling Company of the Lehigh Valley, Inc.	Bethlehem	PA	Perpetual	
Quaker Distributing, Inc.	Meadville	PA	Perpetual	
Canada Dry Royal Crown	Olyphant	PA	Perpetual	
Canada Dry Delaware Valley Bottling Company	Philadelphia	PA	Perpetual	
Beverage Management Group, Inc.	Pittsburg	PA	Perpetual	
Canada Dry Williamsport	Williamsport	PA	Perpetual	
Cental Distributing	Sumter	SC	12/31/99	1 Year
All-American Bottling Corp., d/b/a Royal Crown Bottling	Knoxville	TN	Perpetual	
Crown Distributing Inc.	Memphis	TN	12/31/01	2 Year
All-American Bottling Corp. of Nashville	Nashville	TN	Perpetual	
Mid-South Distributing	Tullahoma	TN	12/31/99	1 Year
Valley Distributing	Fort Stockton	TX	Perpetual	
JLT Beverages LP (Turner)	Irving	TX	Perpetual	
Border Beverages	Laredo	TX	Perpetual	
Made-Rite Distributing Company	Longview	TX	Perpetual	
West Texas Beverage Co.	Lubbock	TX	Perpetual	
Permian Distributing	Midland	TX	12/31/99	1 Year
Golden Distributing	Plano	TX	Perpetual	
Grant-Lydick Company	San Antonio	TX	Perpetual	
Temple Bottling	Temple	TX	Perpetual	
Wasatch Distributing Co., d/b/a Bevco	Salt Lake City	UT	Perpetual	
Freeman Beverage	Fredricksburg	VA	12/31/00	1 Year
Roanoke Dist.	Roanoke	VA	12/31/00	1 Year

SNAPPLE LICENSES

Distributor	City	State	Expiration Date	Auto Renewal
Northern Virginia Beverage Company	Springfield	VA	Perpetual	
Virginia Beach Beverage/7-Up Bottling Co.	Virginia Beach	VA	Perpetual	
Shenandoah Valley Distributing Co., Inc. (Dixie Beverage Co.)	Winchester	VA	Perpetual	
Specialty Beverage Corp.	N. Brattleboro	VT	Perpetual	
Farrell Distributing	S. Burlington	VT	Perpetual	
Crown Distributing of Abeerdeen	Abeerdeen	WA	12/31/03	5 year
Sound Beverage Dist., Inc.	Bellingham	WA	12/31/98	1 Year
Puget Sound Distributing	Bremerton	WA	Perpetual	
Lewis County Dist., Inc.	Centralia	WA	12/31/98	1 Year
ODOM NorthWest (f/k/a Silvestri Dist. Co.)	Clarkstown	WA	12/31/03	5 Year
Jansen Dist. Co., Inc.	Ellensburg	WA	12/31/98	1 Year
Crown Distributing Company, Inc.	Everett	WA	Perpetual	
Mt. Hood Beverage Co.	Kennewick	WA	12/31/98	1 Year
Mission Distributing	Kettle Falls	WA	Perpetual	
Meyers Distributing - Kirkland	Kirkland	WA	12/31/03	1 Year
Pistoresi (includes Moses Lake, Omak)	Moses Lake	WA	Perpetual	
Alpine Distributing Company	Mt. Vernon	WA	Perpetual	
Olympic Distributing	Port Angeles	WA	12/31/01	3 Years
Hamilton Dist., Inc.	Pullman	WA	Perpetual	
Columbia Distributing of Spokane	Spokane	WA	12/31/00	1 Year
O'Farrell Dist. Co.	Tacoma	WA	Perpetual	
Cammarano Brothers, Inc.	Tumwater	WA	Perpetual	
R&R Dist.	Union Gap	WA	12/31/98	1 Year
Golden Distributing	Vancouver	WA	Perpetual	
Hewitt Dist. Co., Inc.	Walla Walla	WA	12/31/98	1 Year
B&F Distributors, Inc.	Wenatchee	WA	12/31/98	1 Year
Better Brands Dist., Inc.	Germantown	WI	Perpetual	
Range Beverage, Inc.	Hurley	WI	Perpetual	
All-American Bottling Corp., d/b/a 7-UP Bottling Co. of Oshkosh	Oshkosh	WI	Perpetual	
Jed's Distributing Co. Inc.	Rhinelander	WI	Perpetual	
Leamon Mercantile Company	Superior	WI	Perpetual	
7-UP Bottling Company of Watertown, Inc.	Watertown	WI	Perpetual	
Zastrow the Beer Man, Inc.	Wausau	WI	Perpetual	
Mountain Eagle Snacks	Beaver	WV	12/31/00	1 Year
Brookview Beverages	Huntington	WV	12/31/00	1 Year

SNAPPLE
AND/OR MISTIC LICENSES

Facility Name	Address	Address2	City	State	Zip Code	Company Affiliation	Type
Carteret Packaging	1200 Milik Street		Cateret	NJ	07008	Mistic	Co-Packer
Bodegas	PO Box 1654		Canovanas	Puerto Rico	00729-1654	Mistic	Co-Packer
Just Packaging	450 Oaktree Avenue		South Plainfield	NJ	07080	Mistic	Re-Packer
Pri Pak	2000 Schenley Place		Lawerenceburg	IN	47025	Mistic	Co-Packer
Beverage Concepts	4022 West Pine Street		St. Louis	MO	63108	Mistic	Co-Packer
National Fruit Products	550 Fairmont Avenue		Winchester	VA	22601	Snapple/Mistic	Co-Packer
Madison Warehouse	7330 Carbide Road		Baltimore	MD	21226	Mistic/Snapple	Co-Packer
Whitlock Packaging	1701 South Lee		Ft. Gibson	OK	74434	Snapple/Mistic	Co-Packer
Beverage Capital	2209 Sulphur Spring Road		Baltimore	MD	21227	Snapple/Mistic	Co-Packer
Elite Beverages	100 Silas Deane Highway		Wethersfield	CT	06109	Snapple/Mistic	Co-Packer
Southeast Atlantic Corp.	7662 Phillips Highway		Jacksonville	FL	32216	Snapple/Mistic	Co-Packer

Brooks Pro Pak	American Bottling Company	545 East 32nd Street	Holland	MI	49423	Snapple/Mistic	Co-Packer
Arnold Logistics	335 Heinz Street		Mechanicsburg	PA	17055	Snapple	Co-Packer
Juice Bowl	PO Box 1048		Lakeland	FL	33802-1048	Snapple	Co-Packer
Seven-Up/RC Bottling Company	Road 177	Industrial Park Manillas	Bayamon	Puerto Rico	00960	Snapple	Co-Packer
Sunsweet Growers	Fleetwood	105 Buttonwood Street	Fleetwood	PA	19522	Snapple	Co-Packer
Select Beverages	American Bottling Company	401 North Railroad Avenue	Northlake	IL	60164	Snapple	Co-Packer
PikNik	3606 Day Street		Montgomery	AL	36108	Snapple	Co-Packer
Ameripec, Inc.	6965 Aragon Circle		Buena Park	CA	90620	Snapple	Co-Packer
Corporate Packaging	13950 Cerritos Corp. Drive		Cerritos	CA	90703	Snapple	Co-Packer

Seven-Up Buena Park	7225 Orangethorpe Avenue		Buena Park	CA	900621	Mistic	Co-Packer
Power Packaging	409 South 104th Avenue		Tolleson	AZ	85353	Snapple	Co-Packer
Giumarra Vineyards	11220 Edison Highway		Edison	CA	93220	Snapple	Co-Packer
L&A Juice	Langer Juice Company, Inc.	16195 Stephen's Street	City of Industry	CA	91745	Snapple	Co-Packer
Sunsweet Yuba	901 North Walton Avenue		Yuba City	CA	95993	Snapple	Co-Packer
Tree Top	205 South Railroad Avenue		Selah	WA	98942-0248	Snapple	Co-Packer
Pokka Beverages	1201 Commerce Boulevard		American Canyon	CA	94589	Snapple/Mistic	Co-Packer

SNAPPLE LICENSES

Country/Territory	Mark	Licensor	Licensee	Effective Date	Expiration Date
U.S.	Snapple (sponsorship)	Snapple Beverage Corp.	Comic Relief	2/19/99	6/17/99
Jamaica	Snapple (sponsorship)	Snapple Beverage Corp.	Candid Productions Inc. & Trans World Int'l Inc.	1/6/99	4/4/99
U.S.	ENDURA LABEL trademark and wrapshrink label technology, patent nos. 4,704,173; 4,844,957; 4,977,022; 5,240,529; 5,403,635	B&H Manufacturing Company, Inc.	Snapple Beverage Corp., Mistic Brands, Inc.	2/ /99	Until last patent expires
U.S. & Canada	Snapple, Mango Madness, Made fromt he Best Stuff on Earth	Snapple Beverage Corp.	J&J Snack Foods Corp.	2/1/98	1/31/99

TM Rights (Grouped by mark) + Status + Goods

Mark	Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
APPLE PIE							
76	United States	SNAPPLE BEVERAGE CORP.	74/699922	2076218	Registered	30	FRUIT-FLAVORED ICED TEA
BALI							
23	United States	SNAPPLE BEVERAGE CORP.		1302261	Registered	32	FRUIT FLAVORED SOFT DRINK CONTAINING WATER.
BALI BLAST							
3	United States	SNAPPLE BEVERAGE CORP.	74/728105	2020475	Registered	32	FRUIT-FLAVORED BEVERAGES.
Black and Blue Berry							
7	United States	SNAPPLE BEVERAGE CORP.	75/540812		Pending Application	32	Fruit juices, fruit flavored soft drinks and lemonades in Int'l Cl. 32
Black and Gold							
6	United States	SNAPPLE BEVERAGE CORP.	75/555329		Pending Application	30, 32	Iced tea in Int'l Cl 30; Fruit juices, fruit flavored soft drinks and lemonades in Int'l Cl. 32
DIET SNAPPLE (STYLIZED)							
1	United States	SNAPPLE BEVERAGE CORP.	75/057341	2054570	Registered	30, 32	LOW-CALORIE ICED TEA LOW-CALORIE, FRUIT-FLAVORED SOF DRINKS; FRUIT JUICE DRINKS AND LEMONADE
Frapple							
Country		Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services

93588	United States	SNAPPLE BEVERAGE CORP.	75/298670		Pending Application	32	Soft drinks and syrups, extracts and concentrates for making same

ISLAND COCKTAIL

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	74/722202	2084642	Registered	32	FRUIT-FLAVORED DRINKS

MADE FROM THE BEST STUFF ON EARTH

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	74/359616	1827608	Registered	30, 32	ICED TEA FRUIT JUICES

MANGO MADNESS

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	74/452835	1864877	Registered	32	FRUIT JUICES

MELONBERRY

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	74/452989	1853774	Registered	32	FRUIT JUICES

NOBODY KNOWS APPLES LIKE SNAPPLE

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/239965		Pending Application	32	FRUIT JUICES, FRUIT-FLAVORED SOFT DRINKS AND FRUIT DRINKS

SAMOAN SPLASH

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/248682		Pending Application	32	FRUIT-FLAVORED DRINKS

SNAP

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	314308	903099	Registered	32	SOFT DRINKS AND FLAVORING EXTRACTS THEREFOR

TRADEMARK
REEL: 001897 FRAME: 0963

Mark: Snap Shot

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/298671		Pending Application	6, 21, 32	Metal cans for beverages sold empty in Int'l Cl. 6 Glass bottles for beverages sold empty in Int'l Cl. 21 Soft drinks namely fruit juices and fruit flavored soft drink

SNAP2O

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/599235		Pending Application	32	

Snappl'cino

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75346249		Pending Application	30	Iced coffees and iced teas and syrups, extracts and concentrates for making same

SNAPPLE

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	74/216456	1741540	Registered	30, 32	ICE TEA LEMONADE AND FRUIT DRINKS
United States	SNAPPLE BEVERAGE CORP.	416925	1326262	Registered	32	SOFT DRINKS
United States	SNAPPLE BEVERAGE CORP.	202097	1156585	Registered	32	FRUIT JUICES

93597	United States	SNAPPLE BEVERAGE CORP.	Pending Application	Umbrellas, portfolios, tote bags, duffle bags, fanny packs, knapsacks, backpacks in International Class 18 Jugs, coolers, ice chests, cups, mugs,squeeze bottles and sports bottles in International Class 21 Aprons, shirts, shorts, jackets, sweatshirts, sweat pants, sweatsuits, golf shirts, t-shirts, sweaters, hats, wristbands, tank tops and night shirts in International Class 25 Ornamental novelty buttons in International Class 26 Toy trucks tennis balls, golf balls, golf tees, golf ball markers, golf bags, head covers for golf clubs, footballs, baseball mitts, soccer balls, golf clubs, volleyballs, baseballs, baseball bats, tennis racket covers, basketballs, and flying discs in Internation Class 28

SNAPPLE (STYLIZED)

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	74/700028	2031642	Registered	30, 32	ICED TEA FRUIT DRINKS, FRUIT JUICES AND LEMONADES.
United States	SNAPPLE BEVERAGE CORP.			Dispatched	25	Clothing, including boots, shoes and slippers.
United States	SNAPPLE BEVERAGE CORP.	75/088389	2122285	Registered	30	FROZEN CONFECTIONS.

SNAPPLE APPLE ORCHARD

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/239964		Pending Application	32	FRUIT JUICES AND FRUIT-FLAVORED SOFT DRINKS AND FRUIT DRINKS

Snapple Farms

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/314810	2203741	Registered	32	Fruit Juices and fruit flavored soft drinks

SNAPPLE HYDRO

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services

Mark: SNAPPLE SPORT

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	74/524714	1918248	Registered	32	FRUIT JUICES.

SNAP-UP

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	74 /083981		Abandoned	32	Beer, ale and porter: mineral and aerated waters and other nonalcoholic drinks; syrups and other preparations for making beverages.

SNAPVEND

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/496354		Pending Application	35	Incentive award program promoting the sale of soft drinks in vending equipment owned by others in International Class 35 Examiner amended goods to read: Promoting the sale of soft drinks in vending equipment owned by othes through the administration of incentive award programs.

The Best Stuff is in Here

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/432588		Pending Application	30, 32	ICED TEA IN INT'L CL. 30; FRUIT JUICES AND FRUIT FLAVORED SOFT DRINKS IN INT'L CL. 32

Tropical Inspiration

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	74/727586	2137674	Registered	32	Soft drinks, syrups and extracts for making soft drinks

Wendy's Tropical Inspiration

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/346152		Abandoned	32	Soft drinks, syrups and extracts for making soft drinks

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Mark: WHIPPED FROM THE BEST STUFF ON EARTH

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/460745		Pending Application	32, 35	Fruit juices and fruit-flavored soft drinks in International Class 32; Marketing services for others namely preparing advertisements for others and distributing audio and printed promotional materials for others to promote the purchase of soft drinks in International Class 35

Whipper Snapple

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/429852	2205890	Registered	32	Fruit Juices and fruit flavored soft drinks

Whipper Snapple Bottle Design

Country	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
United States	SNAPPLE BEVERAGE CORP.	75/523048		Pending Application	32	Fruit juices and fruit-flavored carbonated and non-carbonated soft drinks in Int'l Cl. 32

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