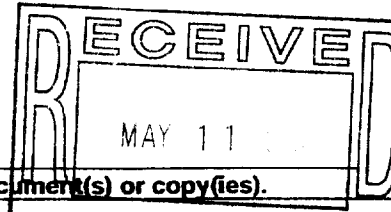


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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

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Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

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TRADEMARK
REEL: 001898 FRAME: 0177

Domestic Representative Name and Address

Enter for the first Receiving Party only.

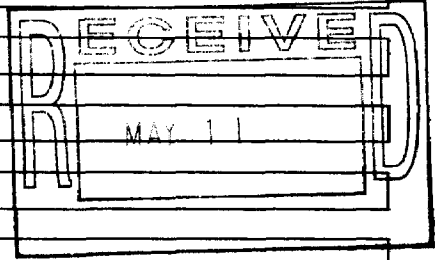
Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)



Correspondent Name and Address

Area Code and Telephone Number

(212) 684-3900

Name

MARIA A SAVIO, ESQ

Address (line 1)

GOTTLIEB RACKMAN & REISMAN PC

Address (line 2)

270 MADISON AVENUE

Address (line 3)

NEW YORK NEW YORK 10016-0601

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

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3

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

75/633,839

Number of Properties

Enter the total number of properties involved.

#

1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

40.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Maria A. Savio

Name of Person Signing

Maria A. Savio

Signature

5/11/99

Date Signed

CONFIRMATORY ASSIGNMENT OF TRADEMARK APPLICATION

This Confirmatory Assignment is made this 12th day of April, 1999, from Robert Groux (referred to herein as "GROUX") of 2025 W. Balboa Blvd., Suite C, Newport Beach, California, to Hawaiian Natural Water Co., Inc. a corporation organized under the laws of Hawaii, of 248 Mokauea Street, Honolulu, Hawaii ("Hawaiian").

WHEREAS GROUX owned the mark XEN and has a pending federal trademark application Serial Number 75/633,839 of the mark XEN for "non-alcoholic beverages including herbal teas" in international class 32 ("Application").

WHEREAS Hawaiian was desirous of acquiring all right, title and interest in and to the trademark and Application;

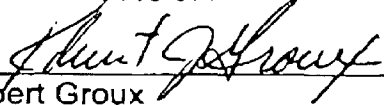
WHEREAS GROUX and Hawaiian entered into a Transfer of Rights Agreement dated April 8, 1999 assigning all right, title and interest in and to the trademark and in and to the Application from GROUX to Hawaiian;

For good and valuable consideration, the receipt of which was previously acknowledged, the parties agreed that:

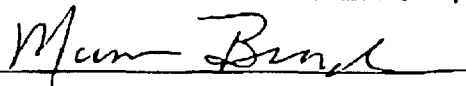
As of the date of the Transfer of Rights Agreement mentioned above, GROUX assigned to Hawaiian any and all of its right, title and interest in the mark XEN and to the pending federal trademark application Serial Number 75/633,839 of the mark XEN for "non-alcoholic beverages including herbal teas" in international class 32, and to any goodwill pertaining thereto, and hereby confirms such assignment, and further GROUX has assigned and confirms the assignment of the portion of the business pertaining to the mark XEN to Hawaiian, as successor of said business.

The purpose of this confirmatory assignment is to reflect such assignment in the records of the United States Patent and Trademark Office.

ROBERT GROUX


Robert Groux

Accepted and acknowledged:
HAWAIIAN NATURAL WATER CO., INC.



By: Marcus Bender
President and CEO.