

06-10-1999

5.20.99  
Tab settings 000



To the Honorable Commissioner of

101059160

Send original documents or copy thereof.

1. Name of conveying party(ies):

RES, INC.,  
a corporation

2. Name and address of receiving party(ies):

Name: JUICE VENTURES, INC.

Internal Address:

Street Address: One Corporate Park Dr.

Suite 150

City: Irvine State: CA ZIP: 92606

05-20-1999

U.S. Patent & TMO/TM Mail Rcpt Dt. #58

- General Partnership
- Corporation-State CA
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: April 7, 1999

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

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No N/A

(Designations 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)

75/254,283

B. Trademark registration No.(s)

1,955,112

2,210,602

Additional numbers attached?  Yes  No

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

Name: Randall C. Niles, Esq.

Internal Address: RNiles@NCH-law.com

NILES, CORFIELD & HYLAND, LLP

Street Address: 2894 South Coast Hwy.

Suite 1

City: Laguna Beach State: CA ZIP: 92651

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 3.41): \$ 90.00

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.

Larry Sidoti, CEO  
Name of Person Signing

Signature

5/12/99  
Date

Total number of pages comprising cover sheet

1

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

06/09/1999 DNBUYEN 00000340 1955112

01 FC:481  
02 FC:482

40.00 DP  
50.00 DP

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

## TRADEMARK ASSIGNMENT

WHEREAS, JUICE VENTURES, INC., a California corporation, having its principal offices at One Corporate Park Drive, Suite 150, Irvine, California 92606 ("Assignor"), has adopted, used and is using the following trademarks (collectively, the "Trademarks"): (i) JUICE IT UP, which is registered in the United States Patent and Trademark Office as Registration No. 1,955,112; (ii) JUICE IT UP! THE HEALTHY WAY and design, which is registered in the United States Patent and Trademark Office as Registration No. 2,210,602; and (iii) JUMPIN JAVA, which is pending as an application in the United States Patent and Trademark Office as Serial No. 75/254,283.

WHEREAS, JUICE VENTURES, INC., a Delaware corporation, having its principal offices at One Corporate Park Drive, Suite 150, Irvine, California 92606 ("Assignee"), is desirous of acquiring Assignor's entire right, title and interest in and to the Trademarks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee, its successors, legal representatives and assigns, Assignor's entire right, title and interest in and to the Trademarks together with the goodwill of the business symbolized thereby.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed effective as of April 7, 1999.

JUICE VENTURES, INC.  
a California corporation

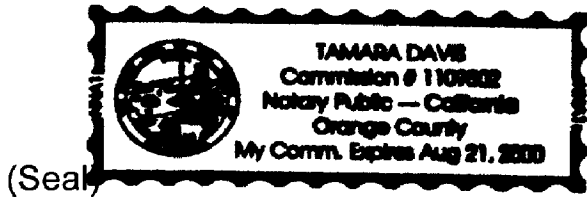
By: 


Larry Sidoti  
Chief Executive Officer

STATE OF CALIFORNIA            )  
                                                  ) ss.  
COUNTY OF ORANGE            )

On this 12<sup>th</sup> day of MAY, 1999, before me, a notary public in and for said county, appeared LARRY SIDOTI, personally known to me or proved to me on the basis of satisfactory evidence to be the person who executed the within instrument as Chief Executive Officer on behalf of the corporation therein named and acknowledged to me that the corporation executed it.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate above written.



  
\_\_\_\_\_  
Notary Public

My commission expires:  
Aug. 21, 2000