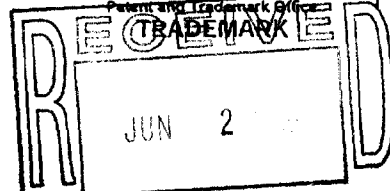


06-18-1999



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

69-090M

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

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

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

Conveying Party

Mark if additional names of conveying parties attached

Name The Network Group, Inc.

Execution Date
Month Day Year
____ 99

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Mississippi

Receiving Party

Mark if additional names of receiving parties attached

Name RealPure Beverage Group, LLC

DBA/AKA/TA _____

Composed of _____

Address (line 1) P.O. Box 16647

Address (line 2) _____

Address (line 3) Jackson

Mississippi

39236

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership

- Corporation Association

Other limited liability company

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.)

Citizenship/State of Incorporation/Organization Mississippi

06/17/99 DNGUYEN 00000191 170055 75464458

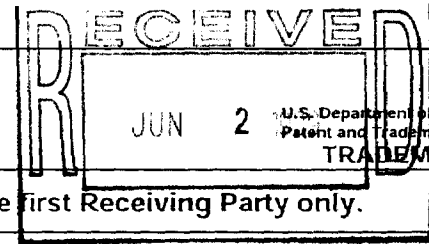
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01 FC: 481 40.00 CH
02 FC: 482 250.00 CH

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TRADEMARK
REEL: 001915 FRAME: 0453



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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

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

#

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)

<input type="text" value="75464458"/>	<input type="text" value="75462579"/>	<input type="text"/>	<input type="text" value="1973499"/>	<input type="text" value="2018223"/>	<input type="text" value="1974379"/>
<input type="text" value="75464456"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1803874"/>	<input type="text" value="1992047"/>	<input type="text"/>
<input type="text" value="74641341"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1825941"/>	<input type="text" value="1829543"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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.

Glenn S. Bacal

Name of Person Signing

Signature

10 March 1999

Date Signed

ASSIGNMENT OF TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, The Network Group, Inc., a Mississippi corporation ("Assignor"), hereby assigns and grants to RealPure Beverage Group, LLC, a Mississippi limited liability company with principal offices at P.O. Box 16647, Jackson, Mississippi 39236 ("Assignee"), the Assignor's entire right, title and interest and all goodwill associated therewith in and to the following: (1) all the names and marks listed in the attached Schedule A, incorporated herein by this reference, along with all associated registrations and applications (including without limitation those listed in Schedule A); and (2) the mark and Canadian registration outlined in the attached Schedule B, incorporated herein by this reference. Assignor further assigns all rights as a licensor and all rights to sue for any acts of infringement occurring prior to the effective date of this Assignment.

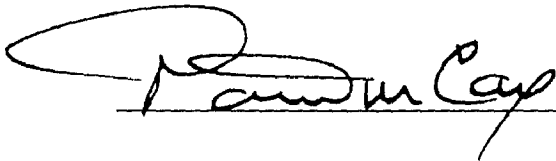
Dated to be effective this 1st day of March, 1999

ASSIGNOR:

The Network Group, Inc.,
a Mississippi corporation

ASSIGNEE:

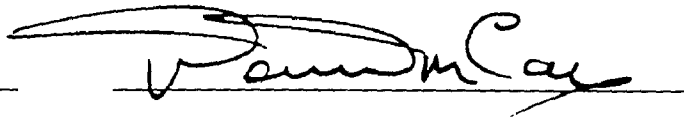
RealPure Beverage Group, LLC,
a Mississippi limited liability company



By: David Cox

Its: President

Dated: March 5, 1999



By: David Cox

Its: President and C.E.O.

Dated: March 5, 1999

SCHEDULE A

<i>Mark</i>	<i>Registration or Application Number</i>
CANYON®	US1,973,499
CAPPULOTTA®	US1,803,874
FOUNTAINPURE®	US1,825,941
PATRIOT®	US2,018,223
RAVEN®	US1,992,047
REALPURE BRAND & Design®	US1,829,543
ROCK LEMON-LIME®	US1,974,379
A SQUEEZE ABOVE	US75/464,458
REALPURE	US75/464,456
REALPURE BRAND & Design	US74/641,341
TROPTAILS	US75/462,579

SCHEDULE B

<i>Mark</i>	<i>Registration Number</i>
REALPURE BRAND & Design	774,193 (Canada)

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