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1-31-92	-30-1999 U.S. DEPARTMENT OF COMMERCE Patent & Trademark Office
To the Honor 10	1130670 .s:
1. Name of conveying party(ies):	2. Name and address of receiving party(ies):
Big Red, Inc. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [M] Corporation-State [] 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 7//0/97	Name: North American Beverages, Ltd. Internal Address: Street Address: Street Address: City: WACO State: TX Zip: 76.712 [] Individual(s) citizensh* [] Association [] General Partnership [Limited Partnership [] Corporation-State [] Other 08-19-1999 If assignee is not domicil U.S. Patent& TMOfc/TM Mail Rept Dr. [] Yes [] No (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)	B. Trademark Registration No.(s) 717,645
Additional numbers at	
5. Name and address of party to whom correspondence concerning document should be mailed: David G. Henry Naman, Howell, Smith & Lee, P.C. 900 Washington Avenue P. O. Box 1470 Waco, TX 76703-1470	6. Total number of applications and registrations involved
DO NOT US	SE THIS SPACE 40E
9. Statement and Signature To the best of my knowledge and belief, the fore attached copy is a true copy of the original down to be a signature. Name of Person Signing Signature	

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OMB No. 0951-0011 (exp. 4/94)

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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

MARK: Spizz

REGIS. NO.: 717,645

INT. CLASS NO.: 45

ASSIGNMENT OF REGISTERED TRADEMARK

WHEREAS, Big Red, Inc. ("Assignor"), is the owner of the following trademark now registered in the United States Patent and Trademark Office:

Trademark: Spizz

Registration No.: 717,645

Date of Regis.: June 27, 1961

THE REPORT OF THE PROPERTY OF

08-19-1999 U.S. Patent & TMOfc/TM Mail Ropt Dt. #64

NOW, THEREFORE, in consideration of the sum of one dollar and other good and valuable consideration, Assignor hereby assigns to North American Beverages, Ltd. ("Assignee") all right, title and interest in the United States in and to said trademark and said registration therefor, together with the goodwill of the business symbolized by said trademark and the registration thereof, all causes of action, known or unknown, pertaining thereto, and all rights and interests in marks, if any, which are owned by Assignor and are colorable imitations of, or otherwise confusingly similar to the mark expressly hereby assigned.

Assignor covenants that it is the sole owner of all conveyed rights and interests and has full right to make this assignment. Assignor agrees that it will communicate to Assignee or its representatives any material facts known to Assignor respecting said trademark rights. Assignor agrees to cooperate with Assignee or its successors or assigns in any legal proceeding pertaining to the assigned rights and interests, and, upon reasonable request, to cause

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knowledgeable representatives to be available to Assignee's then counsel for testifying or otherwise providing information in connection with such proceedings. Assignor agrees to sign all lawful papers, make all rightful oaths, and generally do everything possible to aid said Assignee, its successors, assigns and nominees, to perpetuate and enforce trademark protection for the said trademark.

BIG RED, INC.

Printed Name: Donal S. Sharp

Title: President/CEO

STATE OF TEXAS

COUNTY OF McLENNAN

On this <u>let</u> day of _______, 1999, personally appeared Donal S. Sharp to me known and known to me to be President/CEO of the assignor above named, and acknowledged that he executed the foregoing Assignment pursuant to authority duly received.

GEORGIA KATTNER **Notary Public** TATE OF TEXAS My Commission Expires 11/17/2000 8

Notary Public in and for the

State of Texas

My commission expires:

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TRADEMARK REEL: 001950 FRAME: 0196