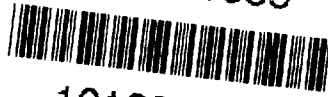


12-28-1999



MWD
12/27/99

RECORD

101232923
TRADEMARKS

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
 Merger
 Change of Name
 Other _____
Effective Date
Month Day Year
12/8/99

Conveying Party

____ Mark if additional names of conveying parties attached

Name Dr Pepper Bottling Company of Texas

Execution Date
Month Day Year
12/8/99

Formerly _____

Individual General Partnership Limited Partnership Corporation
 Association Other

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

____ Mark if additional names of receiving parties attached

Name DPB Partners L.P.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 2304 Century Center Boulevard

Address (line 2) Irving, Texas 75062

Address (line 3) _____

Individual General Partnership Limited Partnership 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
 Corporation Association
 Other _____

Citizenship/State of Incorporation/Organization Texas

12/27/1999 J3HABAZZ 00000062 2157748

FOR OFFICE USE ONLY

01 FC-481

(40.00 OP)

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20031

TRADEMARK
REEL: 002003 FRAME: 0854

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) 309-7015

Name Maura B. Leeds, Esq.

Address (line 1) MORGAN, LEWIS & BOCKIUS LLP, Attn: TMSU

Address (line 2) 1800 M Street, N.W.

Address (line 3) Washington, D.C. 20036-5869

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

2

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

Trademark Application Number(s)

Registration Number(s)

2,157,748

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 _____

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

Deposit Account Number: 13-4520

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.

Maura B. Leeds

Name of Person Signing

Maura B. Leeds

Signature

12/22/99

Date Signed

TRADEMARK ASSIGNMENT

This Trademark Assignment, effective DECEMBER 8, 1999 is made by Dr Pepper Bottling Company of Texas, a Delaware corporation, having a principal business address at 2304 Century Center Boulevard, Irving, Texas 75062 (hereinafter "Assignor"), in favor of DPB Partners L.P., a Texas Limited Partnership, having a principal business address at 2304 Century Center Boulevard, Irving, Texas 75062, (hereinafter "Assignee").

WHEREAS, Assignor owns all right, title and interest in and to the mark and the federal registration therefor listed on the attached Schedule A (hereinafter "Mark"), and the goodwill of the business symbolized thereby;

WHEREAS, Assignee desires to acquire all right, title and interest in and to the Mark, and the goodwill of the business symbolized thereby; and

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee, the entire right, title and interest in and to the Mark, and the goodwill symbolized by the Mark. All rights and privileges pertaining to the Mark, including the right to sue for and receive all damages from past infringements of the Mark, will be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

Signed this 8th day of DECEMBER, 1999.

Dr Pepper Bottling Company of Texas

By: William M. Nelson, Esq.
William M. Nelson, Esq.
Vice President and General Counsel

SCHEDULE A

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
DEJA BLUE (Stylized)	2,157,748	May 12, 1998