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FORM PTO-1594  
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RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

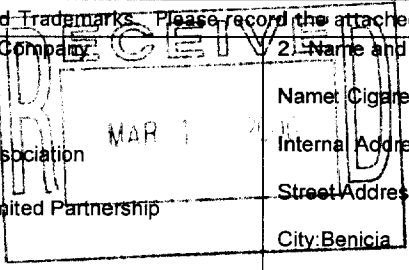


101311592

To the Honorable Commissioner of Patents and Trademarks, Please record the attached original

1. Name of conveying party(ies): The Customer Company 2. Name and address

- Individual(s)
  - General Partnership
  - Corporation-State: California
  - Other
- Additional name(s) of conveying parties attached?  Yes  No



Name: Cigarettes Cheaper!  
 Internal Address:  
 Street Address: 605 Industrial Way  
 City: Benicia State: CA ZIP: 94510

3. Nature of conveyance:
- Assignment  Merger
  - Security Agreement  Change of Name
  - Other:
- Execution Date: February 28, 2000

- Individual(s) citizenship
  - Association
  - General Partnership
  - Limited Partnership
  - Corporation-State: California
  - Other
- If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No
- (Designation must be a separate document from Assignment)
- Additional names and addresses attached?  Yes  No

4. Application Number(s) or Registration Number(s).

A. Trademark Application No(s): 75/737317

B. Trademark Registration No(s):

Additional numbers attached? Yes  No

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

Name: Dirks B. Foster, Esq.  
 Townsend and Townsend and Crew LLP  
 Two Embarcadero Center, 8<sup>th</sup> Flr.  
 San Francisco, CA 94111-3834

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$40.00
- Enclosed  Charge Fees to Deposit Account
  - Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.

8. Deposit account number: 20-1430

(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 is true and correct and any attached copy is a true copy of the original document.

Dirks B. Foster  
 Name of Person Signing

Signature

February 29, 2000  
 Date

Total number of pages including cover sheet, attachments and document: 5

10. Change Correspondence Address to that of Part 5?  Yes

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

Do not detach this portion

Mail documents to be recorded with required cover to:

04/07/2000 TTON11 00000291 201430 75737317  
 04 FC:481 40.00 CH

Asst. Commissioner for Trademarks  
 Box: Assignments  
 Washington, D.C. 20231

**ASSIGNMENT**

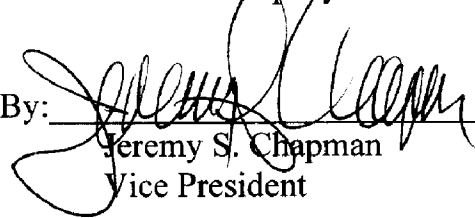
WHEREAS, The Customer Company, a California corporation, of 4457 Park Road, Benicia, California 94510 (Assignor), has adopted, used and is using a mark for which an application for registration has been filed in the United States Patent and Trademark Office, Serial No. 75/737317 filed June 25, 1999; and

WHEREAS, Cigarettes Cheaper!, a California corporation, of 605 Industrial Way, Benicia, California 94510 (Assignee), is desirous of acquiring said mark and the application therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark, and the above-identified application thereof.

The Customer Company

By: \_\_\_\_\_

A handwritten signature in black ink, appearing to read "Jeremy S. Chapman", is written over a horizontal line. The signature is stylized and cursive.

Jeremy S. Chapman  
Vice President

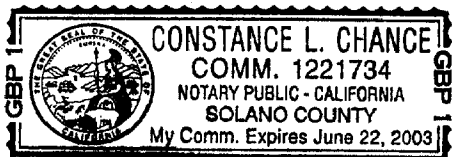
State of California

County of Solano

On February 28, 2000 before me, Constance L. Chance,  
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared Jeremy S. Chapman,  
NAME(S) OF SIGNER(S)

personally known to me - OR -  proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

*Constance L. Chance*  
SIGNATURE OF NOTARY

**OPTIONAL**

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

**CAPACITY CLAIMED BY SIGNER**

**DESCRIPTION OF ATTACHED DOCUMENT**

- INDIVIDUAL
- CORPORATE OFFICER

\_\_\_\_\_  
TITLE OR TYPE OF DOCUMENT

TITLE(S)

- PARTNER(S)  LIMITED
- ATTORNEY-IN-FACT  GENERAL
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER: \_\_\_\_\_

\_\_\_\_\_  
NUMBER OF PAGES

\_\_\_\_\_  
DATE OF DOCUMENT

**SIGNER IS REPRESENTING:**

NAME OF PERSON(S) OR ENTITY(IES)

\_\_\_\_\_  
SIGNER(S) OTHER THAN NAMED ABOVE