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Expires 06/30/99  
OMB 0651-0027



06-19-2000

U.S. Patent & TMOfc/TM Mail Rcpt. Dt. #40

07-17-2000



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### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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
- Merger  
Effective Date  
Month Day Year
- Change of Name
- Other

#### Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name

Formerly

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization

#### Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AK/A/T/A

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- 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. (Designation must be a separate document from Assignment.)
- Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization

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01 FC:481  
02 FC:482

40.00 DP  
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TRADEMARK  
REEL: 002102 FRAME: 0362

**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="75355719"/>	<input type="text" value="75291192"/>	<input type="text"/>	<input type="text" value="2233349"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75290762"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2197479"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75355718"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<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.

William A. H. Rhodes

5/20/00

Name of Person Signing

Signature

Date Signed

## TRADEMARK ASSIGNMENT

This Agreement, entered into on May 20, 2000 <sup>(SIP)</sup> ("Effective Date") is by and between William A.H. Rhodes, with a principal place of business at 3203 Lanier Road, Atlanta, Georgia 30319 ("Seller"), and Southern Smoke, L.L.C., with a principal place of business at 3340 Peachtree Road, NE, Suite 2260, Atlanta, Georgia 30326 its successors and assigns ("Buyer").

**WHEREAS**, Sellers wish to assign to Buyer all right, title and interest in and to the Trademarks specified herein; and

**WHEREAS**, Buyer wishes to accept such Assignment;

**NOW THEREFORE**, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the Parties agree as follows:

1. **Assignment.** Seller hereby assigns to Buyer, and Buyer hereby accepts, all rights, title and interest in and to the Trademarks specified below, including renewal rights therein, the exclusive right to enforce and to obtain registrations therefore in the United States and throughout the world in the sole name of Buyer, its successors or assigns, and including the goodwill of the business symbolized by such marks. Seller makes no representation to Buyer on whether the Trademarks listed below will or can be registered with the United States Patent and Trademark Office ("USPTO") and Seller's rights to such marks. Buyer has had an opportunity to investigate and complete due diligence as to these marks.

<u>Trademarks</u>	<u>Application/Registration No. (if Applicable)</u>
1) VICTOR SINCLAIR	Common law mark.
2) DON RAFAEL HAND MADE DOMINICAN REPUBLIC	Serial Number 75-291192
3) LA FLORA DOMINGUEZ	Serial Number 75-355718
4) VICTOR SINCLAIR GRAND RESERVE	Common law mark.
5) RUM ROYALE HAND MADE DOMINICAN REPUBLIC	Registration Number 2233349
6) VANILLA DELIGHT	Serial Number 75-355719
7) CHATEAU AMARETTO HAND MADE DOMINICAN REPUBLIC	Serial Number 75-290762
8) VS VICTOR SINCLAIR GRAND RESERVE HAND MADE DOMINICAN REPUBLIC	Registration Number 2197479
9) WWW.VICTOR SINCLAIR.COM	Common law mark.

2. **Hold Harmless and Indemnify.** Buyer agrees to hold harmless and indemnify Seller from and against any and all "Damage" incurred by Seller in connection with the Assignment contemplated by this Agreement. "Damage" shall mean any and all damages, losses, liabilities, judgments, fines, penalties, costs, and expenses (including

reasonable attorney fees and court costs) at any time incurred by Seller by reason of or arising out of, but not limited to, any of the following:

- a. The nonperformance of any covenant, agreement, or obligation of, or misrepresentation by Seller contained in this Agreement.
- b. The unauthorized use of any intellectual property assigned or owned by Seller including, but not limited to, designs, drawings, specifications, techniques, or other proprietary information or property by Seller in connection with his performance of duties hereunder..

**IN WITNESS WHEREOF**, the Parties hereto are duly authorized to and do hereby execute this Agreement as of the Effective Date.

**SELLER**

By: 

Title: \_\_\_\_\_

Date: 5/20/00

**BUYER**

By: 

Title: Manager - Southern Smoke

Date: 5/20/00

a:rhodes.wpd