

07-31-2000



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

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

1580394

- 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/AKATA

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

FOR OFFICE USE ONLY

07/28/2000 DNGUYEN 00000245 1580394

01 FC:481
02 FC:482

40.00 OP
150.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231
TRADEMARK

REEL: 002111 FRAME: 0434

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"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1580394"/>	<input type="text" value="0129867"/>	<input type="text" value="0372822"/>
<input type="text" value="1198188"/>	<input type="text" value="1580393"/>	<input type="text"/>
<input type="text" value="1256330"/>	<input type="text" value="0822963"/>	<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.

David C. Gryce, Esq.

6/29/00

Name of Person Signing

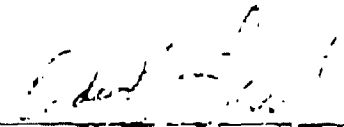
Signature

Date Signed

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"SARATOGA SPRINGS MINERAL WATER COMPANY, INC.", A NEW YORK CORPORATION,

WITH AND INTO "SARATOGA SPRING WATER COMPANY" UNDER THE NAME OF "SARATOGA SPRING WATER COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF JUNE, A.D. 1993, AT 12:54 O'CLOCK P.M.



EDWARD J. FREEL
Secretary of State

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 12:54 PM 06/02/1993
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CERTIFICATE OF MERGER
OF
SARATOGA SPRINGS MINERAL WATER COMPANY, INC.
WITH AND INTO
SARATOGA SPRING WATER COMPANY

Pursuant to Section 252 of the
General Corporation Law of
the State of Delaware

Saratoga Spring Water Company, a Delaware corporation, hereby certifies as follows:

FIRST: The names and states of incorporation of the constituent corporations are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Saratoga Springs Mineral Water Company, Inc.	New York
Saratoga Spring Water Company	Delaware

SECOND: An Agreement and Plan of Merger, dated May 26, 1993 (the "Merger Agreement"), by and among the constituent corporations was approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is Saratoga Spring Water Company.

FOURTH: Pursuant to the Merger Agreement the Restated Certificate of Incorporation of Saratoga Spring Water Company shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: The executed Merger Agreement is on file at the principal place of business of Saratoga Spring Water Company, 11 Geyser Road, Saratoga Springs, New York 12866. A copy of the Merger Agreement will be furnished, upon request and without cost, to any stockholder of either constituent corporation.

SIXTH: The effective date of the merger herein certified shall be the date on which this Certificate of Merger is filed with the State of Delaware and a Certificate of Merger is filed by Saratoga Springs Mineral Water Company, Inc. and Saratoga Spring Water Company with the State of New York in accordance with the applicable provisions of Business Corporation Law of the State of New York.

IN WITNESS WHEREOF, Saratoga Spring Water Com-
pany has caused this Certificate of Merger to be executed
in its corporate name this 1st day of June, 1993.

SARATOGA SPRING WATER COMPANY

By: Robin Praver
Robin Praver
President

ATTEST:

By: Mark C. Macousek
Mark C. Macousek
Secretary