

07-23-2001

FORM PTO-1594

U S DEPARTMENT OF COMMERCE

1-31-92

Patent and Trademark Office



101785447

To the Honorable Commissioner of F

Document or certified copy thereof

1. Name of conveying Party:

Austral Foods Corporation

7-18-01

- Individual(s)
- General Partnership
- Corporation Florida
- Other _____

- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached?
 Yes No

2. Name and Address of receiving Party:

Name: SB Holdings, Inc.

Address: 40 Tower Lane
Avon, Connecticut 06001

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation Connecticut
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached:

Yes No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached?

Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: June 24, 1999

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,752,732 & 1,928,843

Additional sheet attached? Yes No

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

George W. Lewis

Jacobson Holman, PLLC.

400 7th Street, N.W.

Washington, DC 20004

Tel. 202-638-6666

Attorney Docket No. 11953/T-32767USO + T32766USO

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41)..... \$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account No.: 06-1358

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

George W. Lewis
Name of Person Signing

Signature

7/18/01
Date

Total number of pages including cover sheet, attachments, and document: 4

JPH&S 541-8'92

TRADEMARK ASSIGNMENT

WHEREAS Austral Foods Corporation, (hereafter "Assignor"), a corporation organized under the laws of Florida with its principal place of business at 905 Brickell Bay Drive Tower II was the owner of the following Trademarks and corresponding U. S. registrations:

MARK	Registration No.	Issued
AUSTRAL	1,752,732	February 16, 1993
SUPER TORO	1,928,843	October 24, 1995

WHEREAS, pursuant to a purchase agreement executed simultaneously with this assignment, SB Holdings, Inc. (hereafter "Assignee"), a corporation organized under the laws of Connecticut with its principal place of business at 40 Tower Lane, Avon, Connecticut 06001 obtained certain assets of the Assignor including the entire right, title and interest in and to the above referenced marks, the corresponding U.S. trademark registrations, the rights of the Assignor in and to the marks shown in said registration, the goodwill of the business symbolized by said marks and the right to sue for past infringements ("assigned marks"); and

WHEREAS Assignor agreed to do all things, including executing all documents, at Assignee's request and expense, reasonably required to vest in and perfect for the benefit of Assignee, the right, title and interest hereby granted, assigned and conveyed in and to the assigned marks.

NOW THEREFORE, Assignor does hereby grant, assign, and convey unto the said Assignee its entire right, title and interest in and to the assigned marks, and the trademarks shown in the said registrations, in the United States, together with the business of the registrant or that portion to which the trademark pertains, the goodwill of the business symbolized by said mark, the right of Assignor to conduct business under said trademark and the right to sue for past infringements of said marks; Assignor agrees to do all things, including executing all documents, at Assignee's request and expense, reasonably required to vest in and perfect for the benefit of Assignee, the right, title and interest hereby granted, assigned and conveyed

Done, this 24 day of June, 1999.

Austral Foods Corporation

By: 

Name: CARLOS KAYAN

Title: PRESIDENT