

12-19-2001



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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Frozen Fusion Franchise, LLC

12-14-01

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other Limited Liability Company - Arizona

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: December 4, 2001

2. Name and address of receiving party(ies)

Name: Smoothie King Franchises, Inc.

Internal Address:

Street Address: 2400 Veterans Blvd; Suite 110

City: Kenner State: LA Zip: 70062

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Louisiana 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2127620 2127640 2178969 2129302 2177103 2344595 2416780

Additional number(s) attached Yes No

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

Name: Stephanie K. Wade, Esq.

Internal Address: Dickstein Shapiro Morin & Oshinsky LLP

Street Address: 2101 L Street, N.W.

City: Washington State: D.C. Zip: 20037

6. Total number of applications and registrations involved:

7

7. Total fee (37 CFR 3.41): \$ 190.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

04-1073

(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.

Stephanie K. Wade

Name of Person Signing

Stephanie Wade Signature

12/14/01

Date

Total number of pages including cover sheet, attachments, and document: 3

12/18/2001 DBYRNE 00000018 2129302

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40.00 OP 150.00 OP

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS is made by FROZEN FUSION FRANCHISE, LLC, an Arizona limited liability company, whose address is Salt River Pima-Maricopa Indian Community, 10005 East Osborn Road, Scottsdale, AZ 85256 ("Assignor"), in favor of SMOOTHIE KING FRANCHISES, INC., a Louisiana corporation, whose address is Xerox Center, 2400 Veterans Blvd., Suite 110, Kenner, LA 70062 ("Assignee"), and is delivered pursuant to an Asset Purchase Agreement dated June 8, 2000 by and between Assignor and SMOOTHIE KING SYSTEMS, INC.

SMOOTHIE 

For good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby sells, transfers, conveys and assigns to Assignee all right, title and interest in and to the trademarks listed on Schedule A attached hereto (the "Marks") and the intellectual property associated therewith, the name "Frozen Fusion" and any related service marks, trademarks, trade names or other intellectual properties associated therewith, the right to recover for past infringement of said Marks, and the goodwill of the business symbolized by said Marks and the use thereof.

Assignor hereby acknowledges and agrees that, at Assignee's reasonable request and without further consideration, Assignor shall execute, acknowledge, and deliver any further documents and instruments and perform any further acts that Assignee reasonably requests to vest in Assignee all of the Assignor's interest in and to the assets assigned herein.

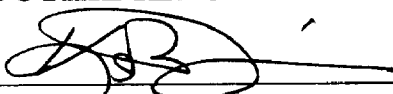
Assignor hereby authorizes and requests the appropriate official in the United States, and any official of any country or countries foreign to the United States, whose duty it is to issue trademark registrations or similar indicia of trademark to issue registrations for said trademarks to Assignee and its successors and assigns.

Assignor agrees to the registration of Assignee as successor in title in respect to the Marks identified on Schedule A.

The parties hereto have executed this Assignment in triplicate.

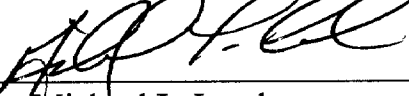
ASSIGNEE:

SMOOTHIE KING FRANCHISES, INC.

By: 
Name: KEVIN B. DONOVAN
Title: PRESIDENT + CEO
Date: 12/04/01
Place: KENNER, LA

ASSIGNOR:

FROZEN FUSION FRANCHISE, LLC

By: 
Michael LaLonde,
Chairman
Date: 11-28-01
Place: SCOTTSDALE, AZ

SCHEDULE A

U.S. TRADEMARKS

Trademark	U.S. Regist. Number	U.S. Regist. Date	U.S. Serial Number	Filing Date
FROZEN FUSION	2,129,302	1/13/98	74/724,084	9/1/95
FRUIT FUSION	2,177,103	7/28/98	74/724,083	9/1/95
YOGURT FUSION	2,127,620	1/6/98	74/724,031	9/1/95
SMOOTHIE FUSION	2,127,640	1/6/98	75/010,124	10/12/95
FROZEN FUSION FRUIT SMOOTHIES and Design	2,178,969	8/4/98	75/071,322	3/8/96
JUICE FUSION	2,344,595	4/25/00	75/520,383	7/16/98
FROZEN FUSION FRUIT SMOOTHIES and Design	2,416,780	1/2/01	75/520,399	7/16/98

FOREIGN TRADEMARKS

FROZEN FUSION FRUIT SMOOTHIES and Design	CTM Reg. No. 880062	1/26/00 (sealing date)	7/17/98 (registration date)
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