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ET 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): 1-15-02

First Union National Bank of Florida

- Individual(s)
- General Partnership
- Corporation-State
- Other Banking Association
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: _____

2. Name and address of receiving party(ies)

Name: Barnie's Coffee & Tea Company, Inc.

Internal Address: N/A

Street Address: 7001 Lake Ellenor Dr., #250

City: Orlando State: FL Zip: 32809

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Florida
- 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) 1458379

N/A

B. Trademark Registration No.(s)

SEE ATTACHED LIST

Additional number(s) attached Yes No

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

Name: Dawn Heavey c/o Foley & Lardner

Internal Address: P.O. Box 2193

Street Address: 111 N. Orange Ave.

Suite 1800

City: Orlando State: FL Zip: 32801

6. Total number of applications and registrations involved: 9

7. Total fee (37 CFR 3.41).....\$ 240.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(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.

Dawn Heavey

Name of Person Signing

00000349 1458379

Dawn Heavey
Signature

11/14/01
Date

3

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

11/25/2002 DBYRNE

40.00
200.00

FC:481
FC:482

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

ATTACHMENT A

REGISTRATIONS

TRADEMARK	REG. NO.	REG. DATE
BARNIE'S COFFEE & TEA COMPANY	1458379	September 22, 1987
BARNIES COFFEE AND TEA COMPANY	1264556	January 17, 1984
BARNIE'S COFFEE & TEA COMPANY	1457659	September 15, 1987
BARNIE'S COFFEE & TEA COMPANY	1458595	September 22, 1987
BARNIE'S COFFEE & TEA COMPANY	1458596	September 22, 1987
BARNIE'S COFFEE & TEA COMPANY	1596520	May 15, 1990
BARNIE'S COFFEE & TEA COMPANY	1457404	September 15, 1987
COFFEE CAKE	1544714	June 20, 1989
BARNIE'S	1458597	September 22, 1987

TRADEMARK ASSIGNMENT

WHEREAS, **BARNIE'S COFFEE & TEA COMPANY, INC.**, a Florida corporation located at 7001 Lake Ellenor Drive, #250, Orlando, Florida 32809 (hereinafter referred to as "**BARNIE'S**") and **FIRST UNION NATIONAL BANK OF FLORIDA**, a national banking association, whose address is P.O. Box 1000, Orlando, Florida 32802 (hereinafter referred to as "**FIRST UNION**"), previously entered into a security agreement with respect to certain trademarks which are listed in the attached Schedule A (the "Trademarks").

WHEREAS, the Trademarks were the subject of a conditional assignment dated February 12, 1996, by and between **FIRST UNION** and **BARNIE'S**, and which conditional assignment was recorded with the U.S. Patent and Trademark Office on July 30, 1997, at Reel 1615 Frame 0234, the condition for which had not been satisfied and the debt secured thereby having been paid and satisfied in full.

NOW, THEREFORE, **FIRST UNION** does hereby assign all right, title and interest, in and to said Trademarks, together with the good will of the business in which the Trademarks are used, to **BARNIE'S**.

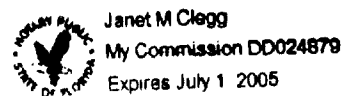
FIRST UNION NATIONAL BANK OF FLORIDA

By: Todd A. Smith
Print: Todd A. Smith
Title: Vice President

Dated: Nov. 16, 2001

STATE OF Florida)
) SS:
COUNTY OF Orange)

On this 16th day of November, 2001, before me appeared Todd A. Smith, to me personally known, who, being by me duly sworn, did say that he is the Vice President of First Union, a Banking ^{association} corporation, and that the foregoing instrument was signed on behalf of such corporation by authority of its Board of Directors, and said _____ acknowledged the foregoing instrument to be the free act and deed of such corporation.



Janet M. Clegg
Notary Public Janet M. Clegg
My commission expires: July 1 2005