

05-09-2002



102083331

To the Honorable Commissioner of Patents and Trademarks Attached original documents or copy thereof.

1. Name of conveying party(ies):

HAMPTON ASSOCIATES

4.17.02

- Individual(s)
- General Partnership
- Corporation-State
- Other
- 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: 04/01/02

2. Name and address of receiving party(ies)

Name: PEPSICO, INC.

Internal Address: C/O ELIZABETH N. BILUS

Street Address: 700 ANDERSON HILL ROAD

City: PURCHASE State: NY Zip: 10577

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State NORTH CAROLINA
- 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) 1491389

Additional number(s) attached Yes No

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

Name: PEPSICO, INC.

Internal Address: C/O ELIZABETH N. BILUS

Street Address: 700 ANDERSON HILL ROAD

City: PURCHASE State: NY Zip: 10577

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

161330 (AUTHORIZED BY LORI BARNETT)

DO NOT USE THIS SPACE

9. Signature.

ELIZABETH N. BILUS

Name of Person Signing

Elizabeth N. Bilus

Signature

APRIL 16, 2002

Date

Total number of pages including cover sheet, attachments, and document: 2

EXHIBIT B: Assignment for Recordation

TRADEMARK ASSIGNMENT

WHEREAS Hampton Associates & Son, Inc. a Delaware corporation having a principal place of business at 2632 Quincy Adams Dr., Herndon, VA 20171 owns the mark JAZZ (the "Mark"), including without limitation U.S. federal trademark registration no. 1,491,389;

WHEREAS PepsiCo, Inc., a North Carolina corporation with a principal place of business at 700 Anderson Road, Purchase, NY 10577 ("Assignee"), desires to acquire the Mark;

NOW THEREFORE for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all of its rights, title and interest in and to the Mark together with the portion of the goodwill of the business symbolized and associated with the Mark and including the U.S. federal registration for the Mark.

Executed this 1 day of April, 2002.

EXPRESS MAIL mailing label number ETX13480 41805
Date of Deposit: APRIL 17, 2002
I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to the Assistant Commissioner for Trademarks 2900 Crystal Drive, Arlington VA 22202-3513.

HAMPTON ASSOCIATES & SON, INC.

By: [Signature]

Title: Product Mgr

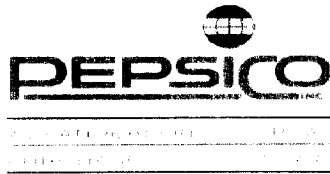
PEPSICO, INC.

By: [Signature]

Title: VP MARKETING

enb

[Signature]



D

April 16, 2002

Via Express Mail No. ET813480418US

Box ASSIGNMENT

Assistant Commissioner for Trademarks
U.S. Patent and Trademark Office
2900 Crystal Drive
Arlington, VA 22202-3513

Re: Assignment for Recordation
Trademark: JAZZ
Registration No.: 1491389
Assignor: Hampton Associates
Assignee: PepsiCo, Inc.



04-17-2002
U.S. Patent & TMO/c/TM Mail Rept Dt. #61

Dear Sir:

Enclosed is a Recordation Form Cover Sheet and Assignment for Recordation of the above-referenced trademark registration. Please date stamp and return the attached stamped self-addressed postcard to confirm receipt of this letter and enclosed documents.

Thank you for your assistance.

Sincerely,

Lori Tully-Barnett

Lori Tully-Barnett
Legal Assistant
914-253-3285 (Telephone)
914-253-3123 (Facsimile)

Enclosures

RECORDED: 04/17/2002

TRADEMARK
REEL: 002502 FRAME: 0183