

07-01-2002



JUN 12 2002

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

102139954
TRADEMARKS ONLY

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

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

1. Name of conveying party(ies):

ENVY TEA ROOM Ltd

6-12-02

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

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

2. Name and address of receiving party(ies)

Name: Revolution, Inc.

Internal

Address: Attn: Larry DeAngelis

Street Address: 204 South River Drive

City: Tempe State: AZ Zip: 85281

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State AZ
- 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: 6/7/02

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,518,844;

2,269,764; 2,319,738; 2,315,879;

Additional number(s) attached Yes No

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

Name: Rogers & Theobald LLP

Internal Address: Michael D. Hool, Esq.

Street Address: 2425 E. Camelback Road

Suite 850

City: Phoenix State: AZ Zip: 85016

6. Total number of applications and registrations involved:

8

7. Total fee (37 CFR 3.41).....\$ 320.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

06/28/2002 DDYRNE 00000122 2518844

01 FC:481
02 FC:482

Larry DeAngelis

Name of Person Signing

40.00 OP
175.00 OP

Larry DeAngelis
Signature

6/7/02
Date

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

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

Refund Ref: 06/28/2002 DDYRNE 0000116359

CHECK Refund-Total: 495.00

Additional Trademark Registration Nos.:

2,319,730;

2,319,739;

2,296,680;

2,388,180.

ASSIGNMENT

WHEREAS, Envy Tea Room Ltd, an Arizona corporation ("Assignor"), has adopted, used and is using certain marks which are registered in the United States Patent and Trademark Office, REGISTRATION NOs. 2,518,844 for "America's Tea, dated 12/11/01; 2,269,764 for "Curiousi Tea" dated 8/10/99; 2,319,738 for "Exclusivi-Tea dated 2/15/00; 2,315,879 for "Mocha Chai Mania" dated 2/8/00; 2,319,730 for "Originali-Tea" dated 2/15/00; 2,319,739 for "Populari-Tea" dated 2/15/00; 2,296680 for "Tranquili-Tea" dated 11/30/99 and 2,388,180 for "Varie-Tea" dated 9/19/00; and

WHEREAS, Revolution, Inc., an Arizona corporation ("Assignee") of 204 South River Dr., Tempe, Arizona 85281 is desirous of acquiring said marks and the registration thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the said marks, together with the goodwill of its business symbolized by the marks, and the above-identified registration thereof.

DATED Effective as of June 6, 2002.

Envy Tea Room Ltd., an Arizona corporation

By *Erin DeAngelis*
Erin DeAngelis, President

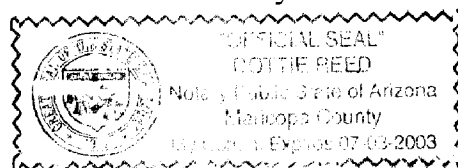
STATE OF ARIZONA)
) ss.
County of Maricopa)

On this 6 day of June, 2002, before me appeared Erin DeAngelis, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of the identified corporation with authority to do so.

Cottie Reed
Notary Public

My Commission Expires:

8 July 2003



M:\cwb\Revolution\envy assign-marks.doc