

09-27-2002



SHEET

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Docket No.:

26432.003

Tab settings

To the Honorable Commissioner of Patents and Trademarks
102236014

attached original documents or copy thereof.

1. Name of conveying party(ies):

Agrivest International, Inc.

9-27-02

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

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

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

Execution Date: May 3, 2002

2. Name and address of receiving party(ies):

Name: Brands Management, LLC

Internal Address: _____

Street Address: 4405 N.W. 97th Avenue

City: Miami State: FL ZIP: 33178

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

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

A. Trademark Application No.(s)

76/173,498 76/220,101 76/245,487
~~76/245,490~~ 76/327,902 76/327,698
76/327,913 76/327,901

Additional numbers

B. Trademark Registration No.(s)

1,830,497 1,838,034 1,726,050
1,716,265 1,579,319 2,487,601

Yes No

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

Name: Francis M. Pinckney

Internal Address: _____

Street Address: Kennedy Covington Lobdell & Hickman

Hearst Tower, 47th Floor, 214 N. Tryon Street

City: Charlotte State: NC ZIP: 28202

6. Total number of applications and registrations involved:.....

14

7. Total fee (37 CFR 3.41):.....\$ 365.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

18-1215

10/01/2002 JFALLW2 00000013 181215 76173498

DO NOT USE THIS SPACE

01 FC:481 40.00 CH
02 FC:482 325.00 CH

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.

Francis M. Pinckney

Name of Person Signing

Signature

September 26, 2002

Date

Total number of pages including cover sheet, attachments, and

4

TRADEMARK

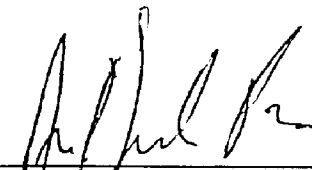
**ASSIGNMENT OF TRADEMARK
REGISTRATIONS & PENDING APPLICATIONS**

WHEREAS, Agrivest International, Inc., a corporation, organized and existing under the laws of the State of Florida, with a principal office and place of business at 810 S.W. 80th Street, Ocala, Florida 34474 (the "Assignor"), is the owner of the trademarks (the "Marks") and the registrations thereof (the "Registrations") itemized in Exhibit A attached hereto; and

WHEREAS, Brands Management, LLC, a limited liability company, organized and existing under the laws of the State of Florida, with a principal office and place of business at 4405 N.W. 97th Avenue, Miami, Florida 33178 (the "Assignee"), is desirous of acquiring said Marks and Registrations;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee the entire right, title and interest in and to the said Marks and Registrations of said Marks, together with the good will of the business symbolized by the Marks and Registrations of said Marks.

AGRIVEST INTERNATIONAL, INC.

By: 
Name: _____
Title: _____

0235528.01
LIB:CH2

State of Florida

County of Dade

On this 3rd day of May, 2002, before me, a Notary Public, came Anthony A. Sarandes, to me known and known by me to be the individual described in and who executed the foregoing Assignment of Trademark Applications and Pending Applications, and duly acknowledged the same to be his free act and deed.

Estelle F. Pecina
Notary Public

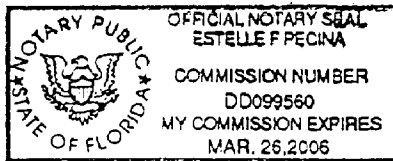


EXHIBIT A

Pending U.S. Trademark Applications

Mark	Application Serial No.	Date of Filing
COLOR ME RIO	76/130,626	September 19, 2000
SWEETEST DAY	76/173,498	November 30, 2000
RANDOM ACT OF KINDNESS DAY	76/220,101	March 6, 2001
RIO ROSES UNIVERSITY	76/245,487	April 24, 2001
THE RIO ROSE MARKET	76/245,490	April 24, 2001
START ME UP RIO	76/327,902	October 19, 2001
RIO A'LA CARTE	76,327,698	October 19, 2001
SEASONAL COLOR ME RIO	76/327,913	October 19, 2001
RAINBOW ROSE	76/327,901	October 19, 2001

Registered U.S. Trademarks

Mark	Registration No.	Registration Date
FLORA TEC and Design	1,830,497	April 12, 1994
FLORA TEC	1,838,034	May 31, 1994
RIO ROSES	1,726,050	October 20, 1992
EQUIFLOR	1,716,265	September 15, 1992
GUARANTEED FRESH and Design	1,579,319	January 23, 1990
THE EQUIFLOR POWER PARTNERSHIP	2,487,601	September 11, 2001