

Form PTO-1594

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(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)



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

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

1. Name of conveying party(ies):

REVOLUTION, INC.

9-26-02

- Individual(s)
- General Partnership
- Corporation-State
- Other Arizona
- 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: Revolution Tea, LLC

Internal Address: Attn: David Watson

Street Address: 131 South River Drive

City: Tempe State: AZ Zip: 85281

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

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) 2,518,844;

2,269,764; 2,315,879; 2,319,730;

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.

10/16/2002 DBYRNE 00000045 2518844

01 FC:8521
02 FC:8522

David Watson ^{40.00 OP}
Name of Person Signing ^{175.00 EP}

Signature

September 18, 2002
Date

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

Refund Ref: 10/16/2002 DBYRNE 0000121722

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

CHECK Refund Total: \$105.00

Additional Trademark Registration Nos.:

2,319,739;

2,319,738;

2,296,680;

2,388,180.

ASSIGNMENT

WHEREAS, Revolution, Inc., 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-Teas dated 2/15/00; 2,315,879 for "Mocha Chai Mania" dated 2/8/00; 2,319,730 for "Originali-Teas" dated 2/15/00; 2,319,739 for "Popolari-Teas" dated 2/15/00; 2,296,680 for "Tranquili-Tea" dated 11/30/99 and 2,388,180 for "Varie-Teas" dated 9/19/00; and

WHEREAS, Revolution Tea, LLC, an Arizona limited liability company ("Assignee") of 131 South River Dr., Tempe, Arizona 85281 is desirous of acquiring said marks and the registration thereof;

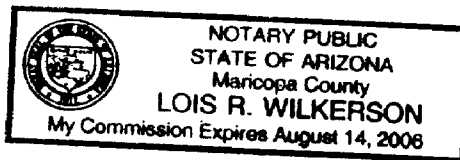
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the said marks, together with the goodwill of its business symbolized by the marks, and the above-identified registration thereof.

DATED this ___ day of _____, 2002.

Revolution, Inc.

By *Larry DeAngelis*
Larry DeAngelis, President

STATE OF ARIZONA)
) ss.
County of Maricopa)



On this 16 day of September, 2002, before me appeared Larry 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.

Lois R. Wilkerson
Notary Public

My Commission Expires:
8-16-06