

12-13-2002

U.S.

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To the Honorable Commissioner of Patents

original dc

1. Name of conveying party(ies):

IMPULSORA AZUCARERA DEL NOROESTE, S.A. de C.V.

12-9-02

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

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

2. Name and address of receiving party(ies)

Name: ZUCRUM INTERNATIONAL INC.

Internal P.O. Box 4485 Address: Rio Rico, AZ 85648

Street Address: 441 N. Grand Avenue

City: Nogales State: AZ Zip: 85621

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State Arizona

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, Merger, Security Agreement, Change of Name, Other

Execution Date: May 16, 2002

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2290103; 2281445; 2370559; 2312010; 2476161; 2559213

Additional number(s) attached Yes No

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

Name: Robert Ted Parker, Esq.

Internal Address: Berg & Parker LLP

Street Address: 4 Embarcadero Center,

Suite 1400

City: San Francisco State: CA Zip: 94111

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41) \$ 165.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

N/A

(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.

ROBERT TED PARKER

Name of Person Signing

Signature

November 27, 2002

Date

12/12/2002 DBYRNE 00000160 2290103

Total number of pages including cover sheet, attachments, and document: 8

01 FC:8521 02 FC:8522

40.00 125.00

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

# ASSIGNMENT AND TRANSFER OF TRADEMARKS

THIS ASSIGNMENT AND TRANSFER (this "Assignment") is made as of May 16, 2002 by IMPULSORA AZUCARERA DEL NOROESTE, S.A. de C.V., a corporation formed under the laws of Mexico ("Assignor"), in favor of ZUCRUM INTERNATIONAL INC., an Arizona corporation (together with its successors and assignees, "Assignee").

For valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor hereby grants, conveys, sells, assigns, transfers and delivers to Assignee all of Assignor's right, title and interest throughout the world in and to each of the following registered trademarks (the "Registered Trademarks"):

<u>Word Mark</u> <sup>1</sup>	<u>Trademark Registration No.</u>	<u>Registration Date</u>
ZUCARMEX	2,290,103	November 2, 1999
ZULKA	2,281,445	September 28, 1999
"La Morena Mas Dulce"	2,370,559	July 25, 2000
"Nos encanta endulzar tu Vida"	2,312,010	January 25, 2000
AZUCAR MORENA	2,476,161	August 7, 2001
ZUCRUM	2,559,213	April 9, 2002

The foregoing assignment and transfer shall include, without limitation, all of Assignor's rights, licenses, contracts and other general intangibles and related goodwill, to the extent that any of the foregoing arises out of or is related to any of the Registered Trademarks.


Assignor:

Assignee:

IMPULSORA AZUCARERA  
DEL NOROESTE, S.A. de C.V.

ZUCRUM INTERNATIONAL INC.

By:   
Title: President

By:   
Title: Treasurer

<sup>1</sup> Copies of the actual Certificates of Registration are attached hereto.

# ASSIGNMENT AND TRANSFER OF TRADEMARKS

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