

Form PTO-1594
(Rev. 03/01)

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):
 BERMUDEZ INTERNATIONAL, INC.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Panama
 Other _____
 Additional name(s) of conveying party(ies) attached Yes No

2. Name and address of receiving party(ies):
 Name: J. ARMANDO BERMUDEZ & CO, C. POR A.
 Address: Calle Domingo O. Bermudez No. 1
Reparto Bermudez, Santiago
Dominican Republic
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Dominican Republic
 Other _____

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
 Execution Date: July 5, 2002


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) & addresses attached?
 Yes No

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s) 1,064,626
 Additional Numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Tamar Niv Bessinger
 Internal Address: Fross Zelnick Lehrman & Zissu, P.C.
 Street Address: 866 United Nations Plaza
 City: New York State: NY Zip: 10017
 Tel: (212) 813-5900 • Fax: (212) 813-5901

6. Total number of applications and registration involved:.....1
 7. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Authorized to be charged to deposit account
 8. Deposit account number:
23-0825-0576900
 (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.
Mark D. Engelmann  5/1/03
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: _____

EXHIBIT B**ASSIGNMENT**

WHEREAS, Bermudez International, Inc., a Panamanian corporation located and doing business at Avenita Imbert 415, Cuesta Colorado, Gurabito, Santiago de los Caballeros, Republica Dominicana ("Assignor"), is the owner of the following trademark now registered in Class 33:

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>DATE OF REGISTRATION</u>
BERMUDEZ	1,064,626	April 6, 1977; and

WHEREAS, Assignor claims exclusive ownership of all common law rights in the BERMUDEZ trademark and trade name and its variants thereof in the United States, including but not limited to BERMUDEZ, RON BERMUDEZ, BERMUDEZ BLANCO, RON BERMUDEZ BLANCO, BERMUDEZ EL DORADO, RON BERMUDEZ EL DORADO, RON VIEJO BERMUDEZ, RON BERMUDEZ ANEJO, BERMUDEZ 151, RON BERMUDEZ 151, and RON BERMUDEZ EXTRA ESPECIAL 1852 (the "BERMUDEZ Marks"); and

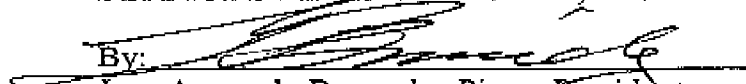
WHEREAS, J. Armando Bermudez & Co, C. por A., a Dominican Republic corporation located and doing business at Calle Domingo O. Bermudez No. 1, Reparto Bermudez, Santiago, Dominican Republic ("Assignee"), is desirous of acquiring said registered BERMUDEZ trademark and all associated goodwill in said trademark, as well as the BERMUDEZ Marks and all associated goodwill in said trademarks; and

WHEREAS, to the best of Assignor's knowledge no proceedings to cancel the registration for the BERMUDEZ trademark are pending, and no other party makes a

claim of ownership to this registration for the BERMUDEZ trademark or to the BERMUDEZ Marks;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the BERMUDEZ trademark and the above-referenced registration therefor, and all right title and interest in and to the BERMUDEZ Marks, together with the goodwill of the business symbolized by said trademarks, and with all claims that could be asserted by Assignor arising out of or relating to the use or ownership of said trademarks.

BERMUDEZ INTERNATIONAL, INC.

By: 
Jose Armando Bermudez Pippa, President

Date: 