

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Dulco S.A. de C.V.		06/30/2003	CORPORATION:

RECEIVING PARTY DATA

Name:	Klass Time, LLC
Street Address:	1800 West Loop South
Internal Address:	Suite 1660
City:	Houston
State/Country:	TEXAS
Postal Code:	77027
Entity Type:	Limited Liability Company: TEXAS

PROPERTY NUMBERS Total: 4

Property Type	Number
Registration Number:	2268215
Registration Number:	2233570
Serial Number:	76150218
Serial Number:	76174016

CORRESPONDENCE DATA

Fax Number: (214)999-9024
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 214/969-1562
 Email: pto_dallas@tklaw.com
 Correspondent Name: Kristy B. Mothersbaugh
 Address Line 1: 1700 Pacific Avenue, Suite 3300
 Address Line 2: Thompson & Knight, LLP

CH \$115.00 2268215

Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:

407288.000005

NAME OF SUBMITTER:

Kristy B. Mothersbaugh

Total Attachments: 3

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TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement (this "Agreement"), effective as of the date signed below, (the "Effective Date"), is made by and between Dulco S.A. de C.V., a Mexican corporation ("Assignor"), and Klass Time, LLC, a Texas limited liability company ("Assignee").

W I T N E S S E T H:

WHEREAS, Assignor has adopted and used, and in most cases has registered or applied for registration of the trademarks listed on Exhibit A to this Agreement in connection with the goods and services listed thereon (the "Marks");

WHEREAS, Assignor has agreed to assign and Assignee has agreed to acquire all of Assignor's right, title, and interest in and to the Marks, both registered and common law, the goodwill of the business symbolized thereby, and the right to recover damages and profits for past infringement thereof; and

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Assignor hereby assigns, transfers and conveys unto Assignee all of Assignor's right, title and interest in and to the Marks, both registered and common law, the goodwill of the business symbolized thereby, and the right to recover damages and profits for past infringement thereof.
2. This Agreement shall be governed by and construed in accordance with the laws of the United States of America and of the State of Texas.

IN WITNESS WHEREOF, Assignor has caused its duly authorized representative to execute this Assignment effective as of this, the 30 day of June, 2003.

Dulco S.A. de C.V.
(a Mexican corporation)


Armando Gomez Velasco y Sanromán
Authorized representative

**FEDERAL TRADEMARKS OWNED BY DULCO S.A. DE C.V.
ASSIGNED TO KLASS TIME, LLC**

MARK (INT'L CLASS)	GOODS/SERVICES	SERIAL/REG. NUMBER
KLASS (Cl. 32)	Powdered, soft drink and fruit drink mixes; soft drink and fruit drink concentrates.	2,268,215
KLASS & Design (Cl. 32)	Powder soft drink and fruit drink mixes, soft drink and fruit drink concentrates.	2,233,570
KLASS LISTO (Cl. 32)	Beers, mineral and aerated waters, fruit drinks and fruit juices, soft drinks and syrups for making soft drinks and fruit drinks.	76/150,218
LA COCINA FACIL (Cl. 29, 30, 32)	<p>Class: 29 Meat, fish, poultry and game; meat extracts; preserved, dried and cooked fruits and vegetables; jellies, jams, fruit sauces; eggs, milk and milk products, namely, dairy products excluding ice cream and frozen yogurt, edible oils and fats.</p> <p>Class: 30 Coffee, tea, cocoa, sugar, rice, tapioca, sago, artificial coffee, flour and preparations made from cereals, namely, cereal based snack foods; bread, pastry and confectionery, ices; honey, treacle; yeast, baking powder; salt; mustard; vinegar, sauces (condiments); spices, namely, condiments; ice</p> <p>Class: 32 Beers; mineral and aerated waters and other non-alcoholic drinks, namely, fruit drinks and fruit juices; fruit drinks and fruit juices; syrups and other preparations for making soft drinks.</p>	76/174,016



Exhibit A to Trademark Assignment

COMMON LAW TRADEMARKS OWNED BY DULCO SA DE CV
ASSIGNED TO KLASS TIME LLC

MARK	GOODS/SERVICES
KLASS LIGHT	

