

03-10-2003



Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

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

102385124

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

1. Name of conveying party(ies): Webster Bank 3-5-03
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
[X] Other Federally chartered savings bank
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Vermont Pure Holdings, Ltd.
Internal
Address: Catamount Industrial Park
Street Address: Route 66
City: Randolph State: VT Zip: 05060
Individual(s) citizenship
Association
General Partnership
Limited Partnership
[X] Corporation-State Delaware
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:
[X] Assignment Merger
Security Agreement Change of Name
Other
Execution Date: March 5, 2003

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Earl F. McMahan
Internal Address: Reid and Riege, P.C.
Street Address: One State Street
City: Hartford State: CT Zip: 06103

6. Total number of applications and registrations involved: 11
7. Total fee (37 CFR 3.41).....\$ 290.00
[X] Enclosed
Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.
Richard A. O'Brien Signature March 5, 2003 Date
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 5

03/07/2003 LINDSEY 00000167 75417104

01 FC:0521 40.00 OP
02 FC:0522 250.00 OP

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

TRADEMARK REEL: 002686 FRAME: 0472

EXHIBIT A

Frusion	Application #75417104
Hidden Spring (stylized)	Registration #2011808
Vermont Natural	Application #75480501
Vermont Natural	Application #75890702
Vermont Natural	Application #75890700
Vermont Naturals	Application #75580638
Vermont Pure (stylized)	Registration #2053931
Vermont Pure Natural Spring Water (and design)	Registration #2292164
Vermont Pure Natural Spring Water American Premium Hidden Springs	Registration #1802236
Vermont Pure Natural Spring Water Sport Source (and design)	Registration #2290916
Vermont's Hidden Spring	Registration #1604885

TRADEMARK ASSIGNMENT

THIS ASSIGNMENT, dated as of March 5, 2003, is by and between **WEBSTER BANK**, a federally chartered savings bank with an office at 145 Bank Street, Waterbury, Connecticut 06702 (“**Assignor**”) and **VERMONT PURE HOLDINGS, LTD.**, a Delaware corporation, having a place of business at Catamount Industrial Park, Route 66, Randolph, Vermont 05060, successor by merger to **PLATINUM ACQUISITION CORP.** (“**Assignee**”).

WHEREAS, Assignee or its predecessor in interest owned certain Trademarks, as defined below;

WHEREAS, Assignee or its predecessor in interest assigned to Assignor said certain Trademarks as additional security for certain obligations under the Collateral Assignments of Trademarks dated as of October 5, 2000 and as of November 1, 2001;

WHEREAS, Assignor is desirous of assigning back to Assignee the entire right, title and interest of Assignor in and to said Trademarks;


NOW, THEREFORE, for ten (10) dollars and other good and valuable consideration, the receipt of which is hereby acknowledged:

1. Assignor assigns, transfers and conveys to Assignee its entire right, title and interest in and to those trademarks (“**Trademarks**”) listed on **Exhibit A** annexed hereto, which Trademarks are registered or have applications pending in the United States Patent and Trademark Office, including any reissues, foreign counterparts, divisions, continuations, continuations-in-part, reexaminations, applications, and extensions thereof and the inventions therein together with the goodwill of the business symbolized by the Trademarks, and the registration thereof as indicated in **Exhibit A** and any future and past rights of action and recovery arising therefrom; said Trademarks to be held and enjoyed by Assignee, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made.
2. Assignee agrees that it has sole responsibility and discretion for all maintenance costs and all other costs and expenses associated with the Trademarks.
3. This Assignment shall inure to the benefit of Assignee, its successors, assigns and other legal representatives, and shall be binding upon Assignor, its successors, assigns and other legal representatives.
4. This Assignment is to be effective as of the date this Assignment is executed by Assignor.

IN WITNESS WHEREOF, the parties have hereto have caused this document to be signed by a duly authorized representative, as of the date appearing below.

WEBSTER BANK

VERMONT PURE HOLDINGS, LTD.

By: 

Name: Richard A. O'Brien

Title: Senior Vice President

Date: March 5, 2003

By: 

Name: Timothy G. Fallon

Title: Chief Executive Officer

Date: March 5, 2003

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