

04-23-2003

FRONT SHEET ONLY

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To the Honorable Commissioner c

102427594

the attached original documents or copy thereof.

1. Name of conveying party(ies):

The Ultimate Juice *OFFICE OF PUBLIC RECORDS*
APR -7 AM 11:32

FINANCE SECTION

4-7-03

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other
- 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: Feb. 13, 2003

2. Name and address of receiving party(ies):

Name: Orchid Island Juice Company

Internal Address: _____

Street Address: 330 North US Highway 1

City: Ft. Pierce State: FL ZIP: 34950

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Florida
- 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

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

2,075,085

1,671,295

1,820,078

Additional numbers attached? Yes No

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

Name: Stephen L Baker

Internal Address: _____

Street Address: 626 North Thompson

Street

City: Raritan State: NJ ZIP: 08869

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41):..... \$ 90.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

04/22/2003 ECOOPER 00000194 2075085

DO NOT USE THIS SPACE

01 FC:8521
02 FC:8522

40.00 DP
50.00 DP

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.

Name of Person Signing

Signature 

Date

4-3-2003

Total number of pages: 1

**ASSIGNMENT OF TRADEMARK REGISTRATIONS
AND RIGHTS
PURSUANT TO 15 U.S.C. §1060**

THIS ASSIGNMENT OF TRADEMARK REGISTRATIONS, AND RIGHTS (the "Assignment") is made pursuant to 15 U.S.C. §1060, and entered into as of this 13th day of Feb, 2003, by the Ultimate Juice Co., a Delaware corporation ("Assignor"), whose address is 180 Mt. Airy Road, Basking Ridge, New Jersey 07920, and Orchid Island Juice Company, a Florida corporation ("Assignee"), whose address is 330 North US Highway 1, Ft. Pierce, Florida 34950.

WITNESSETH

WHEREAS, Assignor is the owner of the Marks identified on the attached Exhibit "A;"

WHEREAS, Assignor also assigns and transfers to Assignee the right to bring action for past infringements of the trademark registrations, and the right to collect all money damages for such past infringements, if any;

WHEREAS, Assignor, in connection with Assignor's Assignment to Assignee of that portion of Assignor's business pertaining to the Marks, desires to assign to Assignee all of its right, title and interest in and to the Marks, including the goodwill of the business to which the Marks pertain, and Assignee desires to acquire such rights and goodwill; and

WHEREAS, Assignor further covenants and agrees to execute such further instruments and do such further acts and things as may be reasonably required by the Assignee or its successors and assigns to perfect its or their registered title to such trademark and/or to record the same.

NOW, THEREFORE, for ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby conveys, transfers and assigns to Assignee, all of Assignor's right, title and interest in and to: (a) the Marks, together with the goodwill of that portion of Assignor's business symbolized by the Marks; (b) the Registration(s); and (c) all claims and causes of action Assignor has or may have in connection with the Marks.

ASSIGNOR:

ULTIMATE JUICE CO.
a Delaware corporation

Dated 2/13/03

By: Irene Fonei
Name: Irene Fonei
Title: Secretary

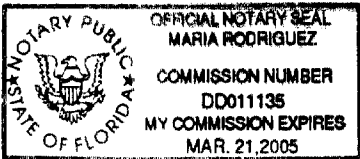
STATE OF Florida)

COUNTY OF Dade))ss

The foregoing instrument was acknowledged before me this 13th day of FEB. 2003, by Irene Fonzi, on behalf of the Ultimate Juice Co., who is personally known to me/who produced as identification.

Maria Rodriguez
NOTARY PUBLIC, STATE OF
AT LARGE

My Commission Expires:



ACCEPTED AND AGREED TO:

ASSIGNEE

ORCHID ISLAND JUICE COMPANY
a Florida corporation

Dated: FEB. 13, 2003

By: *Irene Fonzi*
Name: Irene Fonzi
Title: Secretary

STATE OF Florida)

COUNTY OF Dade))ss

The foregoing instrument was acknowledged before me this 13th day of FEB, 2003, by Irene Fonzi, on behalf of the Orchid Island Juice Company who is personally known to me/who produced as identification.

Maria Rodriguez
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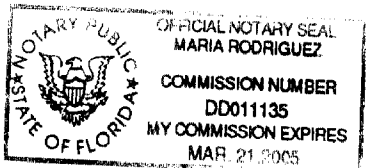


EXHIBIT "A" TO ASSIGNMENT

MARK	SER. #	REG. #
ULTIMATE and design	75/024044	2,075,085
ULTIMATE	74/143542	1,671,295
THE ULTIMATE COUNTRY KITCHEN	74/372,983	1,820,078