

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

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468.01, 468.02 ∇ ∇

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

1. Name of conveying party(ies):

Juice Ventures, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- 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: 05/06/01

2. Name and address of receiving party(ies)

Name: Juice it Up Franchise Corp.

Internal

Address:

Street Address: 15520 Rockfield

City: Irvine State: CA Zip: 92618

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State CA
- 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) 1,955,112
2,210,602 2,248,570

Additional number(s) attached Yes No

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

Name: Niky Syrengelas

Internal Address:

Street Address: Crockett & Crockett
24012 Calle de la Plata, Suite 400

City: Laguna Hills State: CA Zip: 92653

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:

03-3700

DO NOT USE THIS SPACE

9. Signature.

Niky Syrengelas

Name of Person Signing


Signature

January 30, 2004

Date

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

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

CH \$90.00 033700 1966112

TRADEMARK ASSIGNMENT

WHEREAS, JUICE VENTURES, INC., a Delaware corporation, having its principal offices at 15520 Rockfield, Irvine, California 92618 ("Assignor"), has adopted, used and is using the following trademarks (collectively, the "Trademarks"): (i) JUICE IT UP, which is registered in the United States Patent and Trademark Office as Registration No. 1,955,112; (ii) JUICE IT UP! THE HEALTHY WAY and design, which is registered in the United States Patent and Trademark Office as Registration No. 2,210,602; and (iii) JUMPIN JAVA, which is , which is registered in the United States Patent and Trademark Office as Registration No. 2,248,570.

WHEREAS, JUICE IT UP FRANCHISE CORP., a California corporation, having its principal offices at 15520 Rockfield, Irvine, California 92618 ("Assignee"), is desirous of acquiring Assignor's entire right, title and interest in and to the Trademarks:

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee, its successors, legal representatives and assigns, Assignor's entire right, title and interest in and to the Trademarks together with the goodwill of the business symbolized thereby.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed effective as of May 16, 2001.

JUICE VENTURES, INC.
a Delaware corporation


By: 
~~Frank D. Easterbrook~~ LARRY SIDOTTI
Chief Executive Officer

STATE OF CALIFORNIA)
)
COUNTY OF ORANGE) ss.

On this 22 day of May, 2001, before me, a notary public in and for said county, appeared ~~Frank D. Easterbrook~~ ^{Larry Sidoti}, personally known to me or proved to me on the basis of satisfactory evidence to be the person who executed the within instrument as Chief Executive Officer on behalf of the corporation therein named and acknowledged to me that the corporation executed it.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate above written.

(Seal)



Notary Public

My commission expires:

Jan. 24, 2004

