

Form PTO-1594  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)  
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RECORDATION FORM COVER SHEET  
**TRADEMARKS ONLY**

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

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

1. Name of conveying party(ies):

**General Electric Capital Corporation**

- 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 **Release of Security Interest**
- Merger
  - Change of Name

Execution Date: **December 3, 2004**

2. Name and address of receiving party(ies)

Name: **In Zone Brands, Inc.**

Internal

Address: \_\_\_\_\_

Street Address: **7775 The Bluffs, Suite H**

City: **Austell** State: **GA** Zip: **30168**

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State **Georgia**
- 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) \_\_\_\_\_

**Please see attached Schedule A.**

Additional number(s) attached  Yes  No

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

Name: **Steven L. Schaaf, Paralegal**

Internal Address: **Parker, Hudson, Rainer**

**& Dobbs LLP**

Street Address: **1500 Marquis Two Tower**  
**285 Peachtree Center Avenue, N.E.**

City: **Atlanta** State: **GA** Zip: **30303**

6. Total number of applications and registrations involved: **6**

7. Total fee (37 CFR 3.41).....\$ **165**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

**502831**

**DO NOT USE THIS SPACE**

9. Signature.

**Mitchell M. Purvis**

Name of Person Signing

  
Signature

**December 6, 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

**SCHEDULE A**

to Trademark Recordation Cover Sheet  
(continuation of Item 4B.)

**UNITED STATES FEDERAL TRADEMARK REGISTRATIONS**

<b><u>MARK</u></b>	<b><u>REGISTRATION NO.</u></b>
DESIGN (TALL SPORTS BOTTLE)	1,875,296
DESIGN (SHORT SPORTS BOTTLE)	1,917,999
SHIELD DESIGN	2,324,574
SILLY SIPPER	2,456,708
IN ZONE	2,726,187
IN ZONE	2,720,234

**TRADEMARK TRANSFER AND ASSIGNMENT**

FOR VALUE RECEIVED, the undersigned, **GENERAL ELECTRIC CAPITAL CORPORATION**, a Delaware corporation ("Assignor"), does hereby bargain, sell, assign, transfer and convey to **IN ZONE BRANDS, INC.**, a Georgia corporation (successor-by-merger to In Zone, Inc.) ("Assignee"), **without any representation or warranty by, or recourse to**, Assignor, all right, title and interest of Assignor in and to the trademarks listed on Schedule A attached hereto, arising under a certain security agreement dated November 23, 1999, between In Zone, Inc. and Assignor (as at any time amended, the "Trademark Security Agreement"), recorded December 21, 1999, on Reel No. 2013. Frame 386, United States Patent and Trademark Office, together with the goodwill of the business symbolized by the marks.

This Assignment is intended to operate as a release of all liens and security interests conveyed by In Zone, Inc. to Assignor pursuant to the terms of the Trademark Security Agreement, and to reassign to Assignee all of Assignor's right, title, and interest acquired pursuant to the terms of the Trademark Security Agreement.

IN WITNESS WHEREOF, Assignor has caused this Agreement to be signed and sealed by its duly authorized officers, as of December 3, 2004.

**GENERAL ELECTRIC CAPITAL CORPORATION**  
("Assignor")

By: Rita McNeil  
Title: Duly Authorized Signatory

STATE OF Connecticut §

COUNTY OF Fairfield §

BEFORE ME, the undersigned, a Notary Public in and for the county aforesaid, on this 3<sup>rd</sup> day of December 2004, personally appeared Robert O. McNabb, to me known personally, and who, being by me duly sworn, deposes and says that he is the duly authorized signatory of General Electric Capital Corporation, a Delaware corporation, and that said instrument was signed on behalf of said corporation, and said Robert O. McNabb acknowledged said instrument to be the free act and deed of said corporation.

Suzanne Davies  
Notary Public  
My Commission Expires: 6-30-2008

[Notary Seal]

Suzanne Davies  
Notary Public  
My Commission Expires  
June 30, 2008

**SCHEDULE A**

to Trademark Transfer and Assignment

**UNITED STATES FEDERAL TRADEMARK REGISTRATIONS**

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>	<u>APPLICATION NO.</u>	<u>FILING DATE</u>
DESIGN (TALL SPORTS BOTTLE)	1,875,296	1/24/95	74/136975	2/16/91
DESIGN (SHORT SPORTS BOTTLE)	1,917,999	9/12/95	74/482825	1/26/94
SHIELD DESIGN	2,324,574	2/29/00	75/701425	5/10/99
SILLY SIPPER	2,456,708	6/5/01	75/699646	5/7/99
IN ZONE	2,726,187	6/17/03	75/699646	3/10/99
IN ZONE	2,720,234	6/3/03	75/617556	1/8/99