

07-19-04

07-21-2004



To the Honorable Commissioner of

102795282

ched original documents or copy hereof.

1. Name of conveying party(ies):
 BOYD COFFEE COMPANY

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Oregon
 Other _____

Additional name(s) of conveying party(ies) attached _____ Yes No

7-19-04

2. Name and address of receiving party(ies):
 Name: THE RUDOLPH COMPANY, L.P.
 Address: 1619 Broadway, Suite 601
 New York, New York 10019

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: November 1, 2003

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) & addresses attached?
 Yes No

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) 76/325,647
 B. Trademark Registration No.(s) 76325647

Additional Numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Trademark Administrator
 Internal Address: The Rudolph Company, L.P.
 Street Address: 1619 Broadway, Suite 601
 City: New York State: NY Zip: 10019

6. Total number of applications and registration involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
 (Attach duplicate copy of this page if paying by deposit account)

ASST. COM. 19 DIV
JUL 19 11:10 AM '04

DO NOT USE THIS SPACE

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.

David Marks _____
 Name of Person Signing Signature Date July 12, 2004

Total number of pages comprising cover sheet: _____

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ASSIGNMENT

WHEREAS, BOYD COFFEE COMPANY, with an address at 19730 N.E. Sandy Boulevard, Portland, Oregon ("Assignor"), is the owner of U.S. Trademark Application Serial No. 76/325,647 and Canadian Trademark Application Serial No. 1,135,335 (the "Applications") to register in the U.S. Patent and Trademark Office and the Canadian Intellectual Property Office the trademark RUDOLPH'S ROAST (the "Trademark"), and is the owner of the stylized depiction of the Trademark and the designs of a reindeer (the "Logos") shown at Exhibit A; and

WHEREAS, THE RUDOLPH COMPANY, L.P., with an address at 1619 Broadway, Suite 601, New York, New York 10019 ("Assignee"), is desirous of acquiring the Applications.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the Applications and any and all right, title and interest that Assignor has in and to the Trademark and the Logos, together with the goodwill of the business symbolized by the Trademark and the Logos, and with all claims arising out of or relating to the use or ownership of the Trademark.

Dated: As of November 1, 2003.

By: 

Name: David D. Boyd

Title: Co-CEO + President