

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
S LLC		04/01/2005	limited liability company: CALIFORNIA
RECEIVING PARTY DATA			
Name:	S Spirits, LLC		
Street Address:	22917 Pacific Coast Highway		
City:	Malibu		
State/Country:	CALIFORNIA		
Postal Code:	90265		
Entity Type:	limited liability company: CALIFORNIA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2887569	SMOOTH WILL NEVER BE THE SAME	
Serial Number:	78048188	GUARO	
Serial Number:	76530134	S	
Serial Number:	76530135	S	
CORRESPONDENCE DATA			
Fax Number:	(305)379-3428		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	greed@kpkb.com		
Correspondent Name:	Gregg Reed, Esq.		
Address Line 1:	201 S. Biscayne Blvd.		
Address Line 2:	17th Floor		
Address Line 4:	Miami, FLORIDA 33131		
NAME OF SUBMITTER:	Gregg Reed		
Signature:	/Gregg Reed/		

CH \$115.00 2887569

Date:

05/02/2005

Total Attachments: 2

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TRADEMARK ASSIGNMENT

This Trademark Assignment, with an Effective Date as of April 1, 2005, is made by and between S LLC, a California limited liability company with offices at 1710 Decker Canyon Road, Malibu, CA 920265 ("Assignor") and S Spirits LLC, a California Limited Liability company with offices at 22917 Pacific Coast Highway, Malibu, CA 90265 ("Assignee").

WHEREAS, Assignor has adopted, used, and is the owner of the following trademarks now registered in the US Patent and Trademark Office:

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
SMOOTH WILL NEVER BE THE SAME	2,887,569	09/21/2004

WHEREAS, Assignor has adopted, used, is using or has the intent to use, and is the owner of the following trademarks for which an application is pending at the US Patent and Trademark Office:

<u>Trademark</u>	<u>Application No.</u>	<u>Application Date</u>
GUARO	78/048188	02/13/2001
S DESIGN	76/530134	07/07/2003
S	76/530135	07/07/2003

WHEREAS, Assignor is assigning said trademarks as part of the entire business or portion thereof to which the marks pertain, and such business is ongoing and existing as required by 15 U.S.C. Section 1060;

WHEREAS, Assignee is desirous of acquiring said trademarks and the registrations and application therefor,

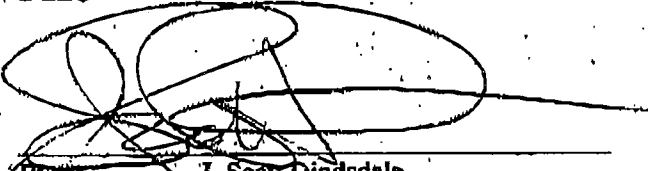
NOW, THEREFORE, in receipt of good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all right title, and interest in said trademarks worldwide, together with the goodwill of the business symbolized by said trademarks, registrations, and application thereof.

Executed as an instrument under seal by a duly authorized representative of S LLC as of the Effective

422206_1.DOC

Executed as an instrument under seal by a duly authorized representative of S LLC as of the
Effective Date identified above.

S LLC


By: J. Scott Dindsdale
Title: Member
Dated: 4/1/05

S LLC - S SPIRITS LLC - TM ASSIGNMENT (422205_1).DOC