

12.15.04
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12-17-2004



3 SHEET ONLY

To the Honorable Commissioner (

102906745

the attached original documents or copy thereof.

1. Name of conveying party(ies):

Ionics, Incorporated

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

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

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

Name: Nestle Waters North America Inc.
formerly known as Great Spring Waters of America, Inc.

Street Address: 777 West Putnam Ave.

City: Greenwich State: CT ZIP: 06830

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 31, 2001

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,437,905

Additional numbers attached? Yes No

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

Name: Nestle Waters North America
David G. Hassi

Internal Address:

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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

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 G. Hassi
Name of Person Signing

Signature

December 7, 2004
Date

Total number of pages comprising cover sheet:

ASSIGNMENT

ASSIGNMENT made December 31, 2001, by **Ionics, Incorporated**, a Massachusetts corporation ("Assignor"), to **Great Spring Waters of America, Inc.**, a Delaware corporation having its principal office at 777 West Putnam Ave., Greenwich CT 06830 ("Assignee").

WHEREAS, Assignor has adopted and used in its business trademarks for which it has registrations in the United States as set forth on Schedule A attached hereto.

NOW, THEREFORE, for valuable consideration, the receipt of which is acknowledged, Assignor hereby assigns to Assignee all of Assignor's interest in the trademarks and the registrations, together with the goodwill of the business in connection with which the mark is used.

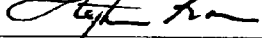
Assignor agrees, at Assignee's reasonable request, to execute any additional documents that may be necessary to perfect and record this assignment with the United States Patent and Trademark Office against each of the listed registrations.

DECLARATION

Stephen Korn declares: That as Vice President, General Counsel and Clerk of Ionics, Incorporated, he is authorized to execute this document on behalf of said corporation; that all statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or document or any registration resulting therefrom.

Declared at Boston, Massachusetts this 31st day of December 2001.

IONICS, INCORPORATED

By: 

Name: Stephen Korn

Title: Vice President, General Counsel
and Clerk

250490

020276672

DATE: 05-01-02

TRADEMARK
REEL: 003093 FRAME: 0338

SCHEDULE A

| <u>Trademark</u> | <u>Jurisdiction</u> | <u>Registration No.</u> |
|------------------------------|---------------------|--|
| Aqua Cool and design | United States | Serial No. 76132878 1436609 1439530 1437905 |
| Aqua Cool Pure Bottled Water | United States | 2234389 |
| Diamond Service | United States | 2240551 |
| Ionics Diamond Service | United States | 2369148 |
| The Aqua Sport | United States | 1665874 |