

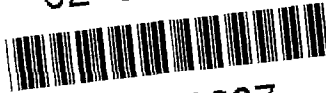
02-03-2005

FORM PTO-1594

(Rev. 6-93)

1-31-05

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

OMB No. 0651-0011 (exp. 4/94)

102932287

Tab settings

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

1. Name of conveying party(ies):

T.W. Enterprises, Ltd.

- Individual(s)
- General Partnership
- Corporation-State Minnesota
- 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: 12-31-2004

2. Name and address of receiving party(ies)

Name: Performance Brands, Inc.

Internal Address:

Street Address: 959 Shotgun Road

City: Sunrise State: FL ZIP: 33326

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Florida
- 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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,152,588	2,474,489	2,532,694
2,152,589	2,476,750	2,534,632
2,363,164	2,484,094	2,730,160
2,466,518	2,532,693	

Additional numbers attached? Yes No

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

Name: Hugh D. Jaeger

Internal Address:

Street Address:

1000 Superior Blvd., Suite 302

City: Wayzata State: MN ZIP: 55391

6. Total number of applications and registrations involved: 11

7. Total fee (37 CFR 3.41).....\$ 290.00

Enclosed

Authorized to be charged to deposit account any additional fees

8. Deposit account number:

10-0230

(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.

Hugh D. Jaeger (21,270)

H D Jaeger

12-31-2004

Name of Person Signing

Signature

Date

2

02/02/2005 DBYRNE 00000172 2152588

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

01 FC:8521

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

250.00 DP

TRADEMARK
REEL: 003114 FRAME: 0450

ASSIGNMENT OF REGISTRATION OF A MARK


Whereas, T.W. Enterprises, Ltd., Assignor, a Minnesota corporation, of 2789 Clearwater Road, St. Cloud, Minnesota, 56301, has adopted, used and is using marks which are registered in the United States Patent and Trademark Office, as Registration numbers:

2,152,588	Reg. Date 04-21-1998	HACE SOL
2,152,589	Reg. Date 04-21-1998	HACE FRIO
2,363,164	Reg. Date 06-27-2000	BASK
2,466,518	Reg. Date 07-03-2001	10 PEPPER
2,474,489	Reg. Date 07-31-2001	MYSTIFY
2,476,750	Reg. Date 08-07-2001	AQUAGEN
2,484,094	Reg. Date 09-04-2001	FIESTA SUN
2,532,693	Reg. Date 01-22-2002	FLUID
2,532,694	Reg. Date 01-22-2002	MARSHMALLOW
2,534,632	Reg. Date 01-29-2002	CONCEPT
2,730,160	Reg. Date 06-24-2003	CHILLY PEPPER

Whereas, Performance Brands, Inc., Assignee, a Florida corporation, of 959 Shotgun Road, Sunrise, Florida, 33326, is desirous of acquiring said marks and the registrations thereof;

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, said T.W. Enterprises, Ltd., Assignor, does hereby assign unto the said Performance Brands, Inc., Assignee, all right, title and interest in and to the said marks, together with good will of the business symbolized by the marks, and the above identified registrations thereof.

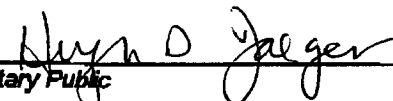
Executed this 31st day of December, 2004, at Plymouth, MN


 Mark D. Ostlund, ~~President~~ Vice President
 T.W. Enterprises, Ltd.

If Assignor is a corporation or other juristic organization, give the official title of the person who signs for Assignor.

State of Minnesota)
 County of Hennepin) ss:

On this 31st day of Dec, 2004, before me appeared Mark D Ostlund, the person who signed this instrument, who acknowledged that he/she signed it as a free act on his/her own behalf, or on behalf of the identified corporation or other juristic entity with authority to do so.


 Notary Public

FORMSITMASSIGNMENTREG-TW-ENTER-05 01-03-2005

