

2/2/5

FORM PTO-1594 (Modified)
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)
Copyright 1994-97 LegalStar
TM05/REV03

RECORDED
02-08-2005



102936234

Docket No.:

N0499-5060

Tab settings

To the Honorable Commissioner of Patents & Trademarks Attached original documents or copy thereof.

1. Name of conveying party(ies):
Ultimate Juice Co.

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

Additional names(s) of conveying party(ies) Yes No

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

Name: **Naked Juice Co.**

Internal Address: _____

Street Address: **875 West 8th Street**

City: **Azusa** State: **CA** ZIP: **91702**

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from
Additional name(s) & address(es) Yes N

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **12/19/2003**

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

A. Trademark Application No.(s)
76/476,352

Additional numbers _____

B. Trademark Registration No.(s)

Yes No

2005 FEB -2 AM 7:22
OPER/FINANCE

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

Name: **Karin E. Peterka**

Internal Address: **Buchalter, Nemer, Fields & Younger**

Street Address: **601 South Figueroa Street, Suite 2400**

City: **Los Angeles** State: **CA** ZIP: **90017**

6. Total number of applications and registrations involved:..... 1

7. Total fee (37 CFR 3.41):.....\$ **\$40.00**

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
500977 - Charge any additional fees to DA.

02/07/2005 ECOOPER 00000033 76476352
01 FC:8521 40.00 DP

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.

Karin E. Peterka *Karin E. Peterka* **2/2/2005**
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and

TRADEMARK
REEL: 003116 FRAME: 0887

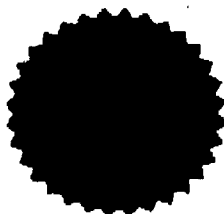
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ULTIMATE JUICE CO.", CHANGING ITS NAME FROM "ULTIMATE JUICE CO." TO "NAKED JUICE CO.", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 2003, AT 3:29 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2335576 8100

030836577

AUTHENTICATION: 2852339

DATE: 01-06-04

TRADEMARK
REEL: 003116 FRAME: 0888

JAN. 7. 2004 11:20AM

LANIER2

NO. 5516

P. 3

**CERTIFICATE OF AMENDMENT
OF
RESTATED CERTIFICATE OF INCORPORATION
OF
ULTIMATE JUICE CO.**

Ultimate Juice Co., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (hereinafter, the "Corporation"), does hereby certify:

1. The name of the Corporation is Ultimate Juice Co. The date of filing of its Certificate of Incorporation with the Secretary of State of the State of Delaware was May 5, 1993.
2. The Restated Certificate of Incorporation is hereby amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

"First: The name of the Corporation is Naked Juice Co."

3. The amendment of the Restated Certificate of Incorporation has been duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware, the Board of Directors of the Corporation having adopted resolutions setting forth such amendment, declaring its advisability, and directing that it be submitted to the stockholders of the Corporation for their approval; and the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted, having consented in writing to the approval and adoption of such amendment.

Executed on this 19th day of December, 2003.

ULTIMATE JUICE CO.

BY: 

NAME: Louis Marinaccio

TITLE: VP and Secretary

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:48 PM 12/24/2003
FILED 03:29 PM 12/24/2003
SRV 030836577 - 2335576 FILE

Registered Trademarks and Service Marks and Unregistered Trademarks and Service Marks

Company	Country	Trademark	Application	Registration No.	Filing Date	Registration Date	Classes	Pending/Registered
Ultimate Juice Company	United States	Barely Naked	76/476,352	N/A	12/12/2002	N/A	Fruit and Vegetable Juices and Combinations Thereof, and Fruit Based Beverages Whether Pasteurized and Unpasteurized	Allowed
Ultimate Juice Company	United States	Na-Kid	76/476,350	N/A	12/12/2002	N/A	Fruit and Vegetable Juices and Combinations Thereof, and Fruit Based Beverages Whether Pasteurized and Unpasteurized	Pending
Ultimate Juice Company	United States	Superfood	76/476,353	2,859,068	12/12/2002	6/29/2004	Fruit and Vegetable Juices and Combinations Thereof, and Fruit Based Beverages, Whether Pasteurized and Unpasteurized	Registered
Ultimate Juice Company	United States	Undo	76/476,351	N/A	12/2/2002	N/A	Fruit and Vegetable Juices; Pasteurized and Unpasteurized Fruit Based Beverages, Namely Pure Fruit Juice, Both Alone and in Combinations	Pending