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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
The Beverage Group, Inc.		08/11/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	AMCON Distributing Company
Street Address:	7405 Irvington Road
City:	Omaha
State/Country:	NEBRASKA
Postal Code:	68122
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	2969662	NUCLEAR
Registration Number:	2969661	NUCLEAR ENERGY DRINK
Serial Number:	76597562	NUCLEAR ENERGY DRINK
Serial Number:	76580935	LIGHTNIN ENERGY

CORRESPONDENCE DATA

Fax Number: (212)684-3999

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 212-684-3900

Email: efiling@grr.com, fdecolvenaere@grr.com

Correspondent Name: Frank D. Decolvenaere
Address Line 1: 270 Madison Avenue

Address Line 4: New York, NEW YORK 10016-0601

	TRADEMARK	
Signature:	/frank decolvenaere/	
NAME OF SUBMITTER:	Frank D. Decolvenaere	

TRADEMARK REEL: 003139 FRAME: 0547

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Date:	08/12/2005	
Total Attachments: 2		
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TRADEMARK REEL: 003139 FRAME: 0548

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

ASSIGNMENT

WHEREAS, The Beverage Group, Inc., a corporation organized and existing under the laws of the State of Delaware, with a place of business at 2 N. Lake Avenue, Suite 910 Pasadena, California 91101 ("Assignor"), owns the marks and trademark registrations and applications for registration for the said marks as listed in Schedule A attached hereto and made a part hereof (said marks, registrations and applications are hereinafter collectively referred to as the "Marks"); and

WHEREAS, AMCON Distributing Company, a corporation organized and existing under the laws of the State of Delaware, with a place of business at 7405 Irvington Road, Omaha, Nebraska 68122 ("Assignee"), is desirous of acquiring the entire right, title and interest in and to the said Marks (including any registrations issuing from the applications and any renewals that may be granted), together with the goodwill of the business symbolized by the said Marks, and all rights to damages or profits, due or to become due, accrued or to accrue, arising out of past, present or future infringement of said Marks or injury to said goodwill, together with the right to sue or recover the same; and

WHEREAS, AMCON Distributing Company is successor to the business of The Beverage Group, Inc. to which the said Marks pertain, and said business is ongoing and existing.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, said Assignor hereby sells, assigns and transfers unto the said Assignee, its successors and assigns, the entire right, title and interest in and to the said Marks (including any registrations issuing from the applications and any renewals that may be granted), together with the goodwill of the business symbolized by the said Marks and all rights to damages or profits, due or to become due, accrued or to accrue, arising out of past, present or future infringement of the said Marks or injury to said goodwill, together with the right to sue or recover the same.

The Beverage Group, Inc.

Dated: 8 4/-05

Name: Michael D. James

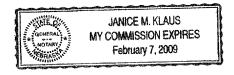
Title: Secretary

STATE OF NEBRASKA)

) ss:

COUNTY OF Louglas)

Notary Public



TRADEMARK REEL: 003139 FRAME: 0549

SCHEDULE A

MARK	REGISTRATION NO.	REGISTERED
NUCLEAR NUCLEAR ENERGY DRINK & Design	2,969,662 2,969,661	July 19, 2005 July 19, 2005
MARK	APPLICATION NO.	FILED
NUCLEAR ENERGY DRINK & Design	76/597,562	June 14, 2004

RECORDED: 08/12/2005

TRADEMARK REEL: 003139 FRAME: 0550