

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Stewart's Beverages, Inc.		12/28/2003	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Stewart's Beverages, LLC		
Street Address:	900 King Street		
City:	Rye Brook		
State/Country:	NEW YORK		
Postal Code:	10573		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1648286	FOUNTAIN CLASSICS	
Registration Number:	2457234	S	
CORRESPONDENCE DATA			
Fax Number:	(914)612-6325		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	914.612.4701		
Email:	groupip@cs-americas.com		
Correspondent Name:	Daniel Chung, Esq.		
Address Line 1:	900 King Street		
Address Line 4:	Rye Brook, NEW YORK 10573		
ATTORNEY DOCKET NUMBER:	STEWARTS BEV INC TO LLC		
NAME OF SUBMITTER:	Daniel Chung		
Signature:	/Daniel Chung/		
Date:	12/08/2005		

OP \$65.00 1648286

Total Attachments: 3

source=Stewart's Beverages Inc. to Stewart's Beverages LLC#page1.tif

source=Stewart's Beverages Inc. to Stewart's Beverages LLC#page2.tif

source=Stewart's Beverages Inc. to Stewart's Beverages LLC#page3.tif

Delaware

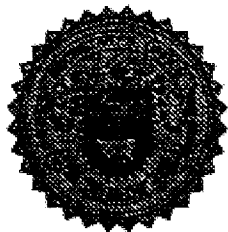
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "STEWART'S BEVERAGES, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "STEWART'S BEVERAGES, INC." TO "STEWART'S BEVERAGES, LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2003, AT 11:16 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2003, AT 1 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

0676524 8100V

AUTHENTICATION: 2845555

030829078

DATE: 01-02-04
TRADEMARK

REEL: 003207 FRAME: 0106

CERTIFICATE OF CONVERSION**TO****LIMITED LIABILITY COMPANY****(PURSUANT TO SECTION 266 OF THE DELAWARE GENERAL
CORPORATION LAW AND SECTION 18-214 OF THE
DELAWARE LIMITED LIABILITY COMPANY ACT)**

This Certificate of Conversion to Limited Liability Company dated as of December 18, 2003 is executed and filed by the undersigned to convert Stewart's Beverages, Inc., a corporation organized and existing under the laws of Delaware (the "Corporation"), into a limited liability company under the Delaware Limited Liability Company Act. The undersigned DOES HEREBY CERTIFY as follows:

FIRST: The name of the Corporation immediately prior to the filing of this Certificate of Conversion to Limited Liability Company is Stewart's Beverages, Inc. The name under which the Corporation was originally incorporated is Publishing Computer Service, Inc.

SECOND: The date of filing of the Corporation's original Certificate of Incorporation with the Secretary of State of Delaware is April 19, 1968.

THIRD: The name of the limited liability company into which the Corporation shall be converted as set forth in the Certificate of Formation is "Stewart's Beverages, LLC".

FOURTH: The effective date and time of the conversion of the Corporation into a limited liability company shall be as of December 28, 2003 at 1:00 P.M. Eastern Standard Time.

FIFTH: The conversion of the Corporation into Stewart's Beverages, LLC has been approved in accordance with the provisions of Section 266 of the Delaware General Corporation Law and Section 18-214 of the Delaware Limited Liability Company Act.

[Signature page follows.]

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Conversion to Limited Liability Company as of the date first written above.

STEWART'S BEVERAGES, INC.

By: 
Name: James L. Baldwin
Title: Senior Vice President

Signature Page to Certificate of Conversion to Limited Liability Company