

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                                   |  |                       |                       |
|-----------------------------------|--|-----------------------|-----------------------|
| <b>SUBMISSION TYPE:</b>           | NEW ASSIGNMENT   |                       |                       |
| <b>NATURE OF CONVEYANCE:</b>      | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL   |                       |                       |
| <b>CONVEYING PARTY DATA</b>       |  |                       |                       |
| <b>Name</b>                       | <b>Formerly</b>  | <b>Execution Date</b> | <b>Entity Type</b>    |
| All-American Bottling Corporation |  | 06/09/2006            | CORPORATION: DELAWARE |
| <b>RECEIVING PARTY DATA</b>       |  |                       |                       |
| <b>Name:</b>                      | Seven-Up/RC Bottling Company of Southern California, Inc.                            |                       |                       |
| <b>Street Address:</b>            | 5950 Sherry Lane   |                       |                       |
| <b>Internal Address:</b>          | Suite 500  |                       |                       |
| <b>City:</b>                      | Dallas   |                       |                       |
| <b>State/Country:</b>             | TEXAS  |                       |                       |
| <b>Postal Code:</b>               | 75225  |                       |                       |
| <b>Entity Type:</b>               | CORPORATION: DELAWARE  |                       |                       |
| <b>PROPERTY NUMBERS Total: 1</b>  |  |                       |                       |
| <b>Property Type</b>              | <b>Number</b>  | <b>Word Mark</b>      |                       |
| <b>Serial Number:</b>             | 76530583   | RIO AZUL              |                       |
| <b>CORRESPONDENCE DATA</b>        |  |                       |                       |
| <b>Fax Number:</b>                | (312)984-7000  |                       |                       |
|                                   | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> |                       |                       |
| <b>Phone:</b>                     | 312-372-2000   |                       |                       |
| <b>Email:</b>                     | Chicago_IP_Docket@mwe.com  |                       |                       |
| <b>Correspondent Name:</b>        | Jennifer M. Mikulina, Esq.   |                       |                       |
| <b>Address Line 1:</b>            | 227 West Monroe Street   |                       |                       |
| <b>Address Line 2:</b>            | Suite 4400   |                       |                       |
| <b>Address Line 4:</b>            | Chicago, ILLINOIS 60606-5096   |                       |                       |
| <b>NAME OF SUBMITTER:</b>         | Jennifer M. Mikulina, Esq.   |                       |                       |
| <b>Signature:</b>                 | /Jennifer M. Mikulina/   |                       |                       |
| <b>Date:</b>                      | 07/05/2006   |                       |                       |

CH \$40.00 76530583

**Total Attachments: 3**

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**TRADEMARK ASSIGNMENT**

WHEREAS, **ALL-AMERICAN BOTTLING CORPORATION**, a Delaware corporation n/k/a **AABC BOTTLING CORPORATION** ("Transferor"), having an address of 1400 North Shartel, Oklahoma City, Oklahoma 73103, has adopted or applied for and is using or intends to use the "Rio Azul" trademark (the "Mark");

WHEREAS, **SEVEN-UP/RC BOTTLING COMPANY OF SOUTHERN CALIFORNIA, INC.**, a Delaware corporation ("Transferee"), having an address of 5950 Sherry Lane, Suite 500, Dallas, Texas 75225, is desirous of acquiring the Mark, together with the goodwill of the business symbolized by the Mark, and all registrations thereof; and

WHEREAS, Transferee and Transferor have entered into an Asset Purchase Agreement dated June 9, 2006, among Transferee, Transferor, All-American Bottling Corporation LLC, an Oklahoma limited liability company, Full Service Beverage Company, a Kansas corporation, and Records-Browne Investments LLC, an Oklahoma limited liability company

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Transferor does hereby assign and transfer unto said Transferee all of Transferor's right, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark, and all registrations or applications thereof throughout the world, including the United States Trademark Registrations and Applications for United States Trademark Registrations identified in the attached Schedule A, which is made a part hereof.

EXECUTED this 9 day of June, 2006.

**ALL-AMERICAN BOTTLING CORPORATION**, a Delaware corporation n/k/a  
**AABC BOTTLING CORPORATION**

By: 

Printed Name: STEPHEN B. BROWNE

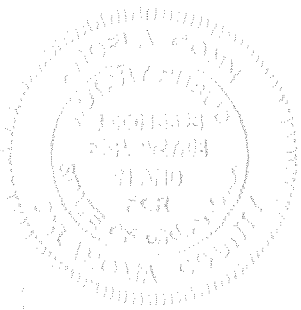
Title: CEO

STATE OF OKLAHOMA  
COUNTY OF \_\_\_\_\_

§  
§  
§

Before me, the undersigned, a Notary Public, on this day personally appeared \_\_\_\_\_, known to me to be the person and officer whose name is subscribed to the foregoing instrument, and acknowledged to me that the same was the act of the said **ALL-AMERICAN BOTTLING CORPORATION**, a Delaware corporation n/k/a **AABC BOTTLING CORPORATION**, and that s/he executed the same as the act of such corporation, for the purposes and consideration therein expressed and in the capacity therein stated.

Given under my hand and seal of office, this 9 day of June, 2006.



Angela Conn

Notary Public in and for the  
State of Oklahoma

Name Printed: Angela Conn

My Commission Expires: 9/27/08

**SCHEDULE A**

Pending Application for U.S. Trademark Registration:

| <u>Trademark</u> | <u>Registration No.</u> | <u>Registration Date</u> |
|------------------|-------------------------|--------------------------|
| Rio Azul         | 76530583                | July 17, 2003            |