Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
EFFECTIVE DATE:	01/12/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Monarch Beverage Company		01/12/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Hedinger Brands, LLC
Street Address:	950 South Charles Street, P.O. Box 790
City:	Jasper
State/Country:	INDIANA
Postal Code:	47526
Entity Type:	LIMITED LIABILITY COMPANY: INDIANA

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	0141244	BUBBLE-UP
Registration Number:	1116928	BUBBLE UP
Registration Number:	0354840	BUBBLE UP
Registration Number:	1457678	DR. WELLS
Registration Number:	3187283	DAD'S
Registration Number:	0513566	DAD'S
Registration Number:	2100304	DAD'S CLASSIC DRAFT
Registration Number:	3187284	DAD'S OLD FASHIONED
Registration Number:	0364823	DAD'S OLD FASHIONED
Registration Number:	1211796	SUN CREST

CORRESPONDENCE DATA

Fax Number: (317)231-7433

TRADEMARK REEL: 003467 FRAME: 0249

900067581

Correspondence will be sent via US Mail when the fax attempt is unsuccessful. Phone: 3172311313 Email: mfrisby@btlaw.com Correspondent Name: Mary Jane Frisby Address Line 1: 11 South Meridian Street Address Line 4: Indianapolis, INDIANA 46204 41947-2 ATTORNEY DOCKET NUMBER: NAME OF SUBMITTER: Mary Jane Frisby /mjf/ Signature: Date: 01/24/2007 Total Attachments: 13 source=Hedinger-Monarch#page1.tif source=Hedinger-Monarch#page2.tif source=Hedinger-Monarch#page3.tif source=Hedinger-Monarch#page4.tif source=Hedinger-Monarch#page5.tif source=Hedinger-Monarch#page6.tif source=Hedinger-Monarch#page7.tif source=Hedinger-Monarch#page8.tif source=Hedinger-Monarch#page9.tif

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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (this "<u>Assignment</u>") is made and entered into as of this 12th day of January, 2007 ("<u>Effective Date</u>") by and between The Monarch Beverage Company, a Delaware corporation ("<u>Seller</u>"), and Hedinger Brands, LLC, an Indiana limited liability company ("<u>Purchaser</u>").

WHEREAS, Seller and Purchaser are parties to that certain Asset Purchase Agreement, dated January 12, 2007, by and between Seller and Purchaser (the "Agreement");

WHEREAS, pursuant to the Agreement, Seller wishes to assign to Purchaser, and Purchaser wishes to acquire from Seller, the United States and Canadian trademarks and trademark applications and registrations set forth on Schedule A attached hereto and the foreign trademarks and trademark applications and registrations set forth on Schedule B attached hereto, in each case, together with the goodwill of the business associated therewith and that portion of Seller's business to which such marks pertain (collectively, the "Marks") and the Mexican common law trademarks "Dad's", Dad's Rootbeer" and "Dr. Wells" (the "Mexican Marks"); and,

WHEREAS, Purchaser is the successor to that portion of Seller's business to which the Marks and Mexican Marks pertain.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Seller hereby sells, assigns, transfers and sets over to Purchaser the entire right, title and interest of Seller in and to the Marks and the Mexican Marks, including, without limitation, any registrations and applications therefor, any renewals and extensions of the registrations, and all other corresponding rights that are or may be secured under the laws of the United States or Canada, now or hereafter in effect, for Purchaser's own use and enjoyment, and for the use and enjoyment of Purchaser's successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Seller if this Assignment had not been made, together with all income, royalties or payments due or payable as of the Effective Date or thereafter, including, without limitation, all claims for damages by reason of past, present or future infringement or other unauthorized use of the Marks or Mexican Marks, with the right to sue for, and collect the same for Purchaser's own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives.

Seller shall take all further actions, and provide to Purchaser, Purchaser's successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all affidavits, declarations, oaths, samples, exhibits, specimens, assignments, powers of attorney or other documentation), requested by Purchaser, and at Purchaser's cost, to more fully and effectively effectuate the purposes of this Assignment, including, without limitations, with respect to the following: (1) Purchaser's preparation and prosecution of any application for registration, or any application for renewal of a registration, relating to any of the rights assigned herein; (2) Purchaser's prosecution or defense of any interference, opposition, infringement or other proceedings that may arise in connection with any of the rights assigned herein, including, without limitation, testifying as to any facts relating to the Marks, or the Mexican Marks and this Assignment; (3) Purchaser's acquisition of

any additional trademark protection relating to rights assigned herein that Purchaser reasonably may deem appropriate that may be secured under the laws now or hereafter in effect in the United States or any state in which the Marks, or the Mexican Marks are registered; and (4) in Purchaser's implementation or perfection of this Assignment in all applicable jurisdictions.

Notwithstanding, anything contained herein to the contrary Purchaser acknowledges that the Mexican Marks have not been registered and that Seller may or may not have valid legal title to the Mexican Marks and Seller makes no representations or warranties regarding the Mexican Marks.

IN WITNESS WHEREOF, Seller and Purchaser have caused this Assignment to be executed by their duly authorized representatives as of the Effective Date.

THE MONARCH BEVERAGE COMPANY	HEDINGER BRANDS, LLC
Name:	Name: Keith G. Hedinger
Title:	Title: Sole Member

any additional trademark protection relating to rights assigned herein that Purchaser reasonably may deem appropriate that may be secured under the laws now or hereafter in effect in the United States or any state in which the Marks, or the Mexican Marks are registered; and (4) in Purchaser's implementation or perfection of this Assignment in all applicable jurisdictions.

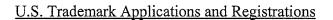
Notwithstanding, anything contained herein to the contrary Purchaser acknowledges that the Mexican Marks have not been registered and that Seller may or may not have valid legal title to the Mexican Marks and Seller makes no representations or warranties regarding the Mexican Marks.

IN WITNESS WHEREOF, Seller and Purchaser have caused this Assignment to be executed by their duly authorized representatives as of the Effective Date.

THE MONARCH BEVERAGE COMPANY	HEDINGER BRANDS, LLC
Name: J. Bombal	Name:
Title: CEO	Title:

REEL: 003467 FRAME: 0253

SCHEDULE A



Schedules to the Asset Purchase Agreement by and between Hedinger Brands, LLC and the Monarch Beverage Company, Inc., dated January 12, 2007

US2000 9689788.1

	V4		Country List					Page: 1
Trademark Name	Client	Status	CaseNumber	App. Number/ Filing Date	Registration Number	Registration Date	Renewal Date	Attorney(s):
Country: United States of America								
DAD'S	31147	Pending	78/819304	78/819304				HWL
Owner Name: The Monarch Beverage Company, Inc.	, Inc.			21-Feb-2006				JLD
Class(es): 05 Int.								ALE
Goods: 05 Int.: Cough drops.								
DAD'S (Stylized)	31147	Registered	513566	71/511070	513566	16-Aug-1949	16-Aug-2009	
Owner Name: The Monarch Beverage Company, Inc.	, Inc.			18-Oct-1946				JLD
Class(es): 32 Int. Goods: 32 Int.: Nonalcoholic, noncereal, maltless beverages, sold as soft drinks, and syrups, concentrates, and extracts for making the same.	, maltless bev s, and extracts	rerages, sold as sof for making the sa	ne. me.					
DAD'S CLASSIC DRAFT	31147	Registered	2100304	75/086172	2100304	23-Sep-1997	23-Sep-2007	HWL
Owner Name: The Monarch Beverage Company, Inc.	; Inc.			10-Apr-1996				JLD ALE
Class(es): 32 Int.								
Goods: 32 Int.: Carbonated soft drinks.								
DAD'S OLD FASHIONED	31147	Pending	78/819311	78/819311				HWL
Owner Name: The Monarch Beverage Company, Inc.	; Inc.			21-Feb-2006				JLD ALE
Class(es): 05 Int.								
Goods: 05 Int.: Cough drops.								

Page: 2	r/ Registration Registration Renewal Date Attorney(s):	364823 14-Feb-1939 14-Feb-2009 HWL JLD ALE					
List	App. Number/ er Filing Date	71/410949 24-Sep-1938					
Country List	CaseNumber	red 364823					
	Client	31147 ompany, Inc.					
Thursday, December 14, 2006	Trademark Name	DAD'S OLD FASHIONED & Label Design 31 Owner Name: The Monarch Beverage Company, Inc.	Class(es): 45 Int. Goods: 45 Int.: Root beer.				

Client Status Country List App. Number Registration Part App. Number Registration Part App. Number Number Part App. Number Number Part App. Number Number Part App. Number Part App. Number Part App. Number Number Part App. Number Part Part App. Number Part P	Thursday December 14 2006								
States of America Client States Casadvamber Filling Date Number Registration Plate Date	inistaj, December 14, 2000			Country List		·			Page: 1
States of America 3147 Registered 141244 71/121647 141244 12.Apr.1921 12.Apr.1921 12.Apr.2011	Trademark Name	Client	Status	CaseNumber	App. Number/ Filing Date	Registratio Number		Renewal Date	Attorney(s):
3147 Registered 141244 71/121647 141244 12-Apr-2011 12-Apr-2011 15-Apr-2011 15-Apr	Country: United States of America	The state of the s							
13-Aug-1919 Int. Int. Int.	BUBBLE UP	31147	Registered	141244	71/121647	141244	12-Apr-1921	12-Apr-2011	HWL
Int. 11. University in the control of the control	Owner Name: The Monarch Beverage Compa	any, Inc.			13-Aug-1919				JLD ATE
Li. Oliterination, for a soft drink. 31147 Registered 354840 71/399134 354840 22-Feb-1938 22-Feb-2008 30-Oct-1937 354840 22-Feb-2008 30-Oct-1937 354840 22-Feb-2008 31147 Registered 1116928 73/154636 1116928 24-Apr-1979 24-Apr-2009 8 Monarch Beverage Company, Inc. Hr.: Soft drinks and concentrates therefor.	Class(es): 32 Int.	: :- :- :-	;						
3147 Registered 354840 71/399154 354840 22-Feb-1938 22-Feb-2008 30-Oct-1937 10-Oct-1937 10	Goods: 32 Int.: Untermented, non-alc for use as a soft drink.	conolic, non-cere	al, maltless bever	age					
90-Oct-1937 Int. 1nt. Annalcoholic beverage. 31147 Registered 1116928 73/154636 1116928 24-Apr-1979 24-Apr-2009 69-Jan-1978 116928 1116928	BUBBLE UP & Design	31147	Registered	354840	71/399154	354840	22-Feb-1938	22-Feb-2008	HWL
Int. 3.1147 Registered 1116928 73/154636 1116928 24-Apr-2009 Monarch Beverage Company, Inc. 11.: Soft drinks and concentrates therefor.	Owner Name: The Monarch Beverage Compa	any, Inc.			30-Oct-1937				JLD
### 116928 73/154636 1116928 24-Apr-2009	Class(es): 45 Int.	;							ALE
31147 Registered 1116928 73/154636 1116928 24-Apr-2009 09-Jan-1978 09-Jan-1979 24-Apr-2009 Int. Art. Soft drinks and concentrates therefor.	Goods: 45 Int.: Nonalcoholic beverag	ge.							
1110928 151192 24-Apr-1979 24-Apr-2009 6 Monarch Beverage Company, Inc. 11. Soft drinks and concentrates therefor.	DIIDDI E IID & Decies	21147	7	00000		000000			
therefor.	DOBBLE OF & Design	7116	Kegistered	1110928	/3/154636 09-Jan-1978	1116928	24-Apr-1979	24-Apr-2009	HWL
Goods: 32 Int.: Soft drinks and concentrates therefor.	Owner Name: The Monarch Beverage Compa	any, Inc.							ALE
Goods: 32 Int.: Soft drinks and concentrates therefor.	Class(es): 32 Int.								
	Goods: 32 Int.: Soft drinks and conce	entrates therefor.							
								·	

Page: 1	Attorney(s):		HWL	JLD AI F		
A A	Renewal Date Atton			r 4	•	
			05-Oct-2012			
	Registration Date	Archements	05-Oct-1982			
	Registration Number		1211796			
	App. Number/ Filing Date	The property of the property o	73/311111	19-May-1981		
Country List	CaseNumber		1211796			
	Status		Registered			
	Client		31147	any, Inc.	•	therefor.
Thursday, December 14, 2006	Trademark Name	Country: United States of America	SUN CREST	Owner Name: The Monarch Beverage Company, Inc.	Class(es): 32 Int.	G0048; 32 IRL: SOIT GITIKS AND DASES TREFEIOT.

			Country List					Page: 1
Trademark Name	Client	Status	CaseNumber	App. Number/ Filing Date	Registration Number	Registration Date	Renewal Date	Attorney(s):
Country: United States of America								
DR. WELLS	31147	Registered	1457678	73/639084	1457678	15-Sep-1987	15-Sep-2007	HWL
Owner Name: The Monarch Beverage Company, Inc.	npany, Inc.			12-Jan-1987				JLD ALE
Class(es): 32 Int.								

SCHEDULE B

Foreign Trademark Applications and registrations

Schedules to the Asset Purchase Agreement by and between Hedinger Brands, LLC and the Monarch Beverage Company, Inc., dated January 12, 2007

US2000 9689788.1

Page: 1	Attorney(s):		HWL	ALE	
X	Renewal Date Atto		13-Apr-2014		
	Registration Date		13-Apr-1939		
	Registration Number		UCA011645		
	App. Number/ Filing Date		0175482	6641-14m-61	
Country List	CaseNumber		UCA011645		·sdt
	Status		Registered		essences and syrr
	Client		31147	my, Inc.	es, concentrates,
Thursday, December 14, 2006	Trademark Name	Country: Canada	SUN CREST	Owner Name: The Monarch Beverage Company, Inc.	Class(es): 32 Int Nonalcoholic beverages, concentrates, essences and syrups.

Page: 1	Renewal Date Attorney(s):		02-Nov-2012 HWL	JLD ALE			
	n Registration Date		02-Nov-1937				
	Registration Number		UCA009614				
	App. Number/ Filing Date		0172026	02-Nov-1937			
Country List	CaseNumber		. UCA009614				
	Status		Registered			nd carbonated	
	Client		31147	ıy, İnc.		es, soft drinks a	
Thursday, December 14, 2006	Trademark Name	Country: Canada	BUBBLE UP	Owner Name: The Monarch Beverage Company, Inc.	Class(es): 32 Int.	Goods: 32 Int.: Non-alcoholic beverages, soft drinks and carbonated beverages.	

Market Name Citari Sirtus CaseNumber Filling Date D	Client Sintus Case(Number Fillag Date Number Date Date	Trademark Name			Country List				Page: 1
nity: Canada Status Cuestionsher Filing Date Number Date Date Date Date nity: Canada 31147 Registered TMA505202 0.091086 TMA303200 24-May-1985 24-May-1985 24-May-2015 Goods: 32 Int: Non-alcoholic becauges namely soft drinks, syrups, concentrates, and extracts for making the same. 31147 Registered TMA333228 0.600392 TMA333228 18-Dec-1987 18-Dec-1987 18-Dec-2017 Class(es): 22 Int: Non-alcoholic becauges, namely, soft drinks, syrups, concentrates and extracts for making the same. Class(es): 22 Int: Non-alcoholic becauges namely, soft drinks, syrups, concentrates and extracts for making the same. 19-May-1983 TMA333228 18-Dec-1987 18-Dec-1987 18-Dec-1987	art Nume Citient States CaseNumber Filling Dute Number Date Date Date nutry: Chands 31147 Registered TNAA30202 0491086 TNAA30202 24-May-1985 24-May-1985 nutry (Azare; The Meanach Beverage Company, Inc. Class(e) 15-Aug-1982 TNAA33323 24-May-1985 24-May-1985 Concentrates, and extracts for making the same. 31147 Registered TNAA33223 15-Aug-1982 TNAA33323 18-Dec-1987 18-Dec-1987 Class(e) 3.2 Int. Goads: 32 Int. Goads: 32 Int. Goads: 32 Int. Concentrates and extracts for making the same.	Frademark Name	And the state of t		And the second s	App. Number/	Registration	Renewal	
### 1147 Registered TMA30202 0491066 TMA302202 24-May-1965 24-May-2015	### 1147 Registered TMA302302 0491086 TMA302302 244kg-1985 244kg-1985 244kg-1985 244kg-1985 244kg-1985 244kg-1985 244kg-1985 24kgg-1985 24kggg-1985 24kggg-1985 24kggg-1985 24kgggg-1985 24kgggg-1985 24kgggg-1985 24kgggg-1985 24kggggg-1985 24kggggg-1985 24kggggg-1985 24kggggg-1985 24kgggggg-1985 24kgggggggggggggggggggggggggggggggggggg		Client	Status	CaseNumber	Filing Date	Number	Date	Attorney(s):
31147 Registered TMA302202 0491086 TDGA302202 24-bday-2015 19-Aug-1982	31147 Registered TMA302202 0491086 TDA4202202 24-May-2015 TOCAST(49): 22 Int. Goods: 22 Int.: Non-alcoholic beverages namely soft drinks, syrups, concentrates, and extracts for making the same. Goods: 32 Int.: Non-alcoholic beverages, namely, soft drinks, syrups, concentrates and extracts for making the same. Goods: 32 Int.: Non-alcoholic beverages, namely, soft drinks, syrups, concentrates and extracts for making the same.	Country: Canada							
19.4 Jug-1982 19.1 Int. 19.2 Int. 19.2 Int. 19.2 Int. 19.2 Int. 19.2 Int. 19.1 Int. Non-alcoholic beverages manely soft drinks, syrups, 2.2 Int. 2.2 Int. 2.2 Int. 2.2 Int. 2.2 Int. 2.2 Int. 3.1147 Registered TMA335328 18-Dec-1987 18-Dec-2017 Int. The Monarch Beverage Company, Inc. 3.2 Int.: Non-alcoholic beverages, namely, soft drinks, syrups, 2.3 Int. 3.2 Int.: Non-alcoholic beverages, namely, soft drinks, syrups, 2.2 Int.: Non-alcoholic beverages, namely, soft drinks, syrups, 2.3 Int. 3.2 Int. 3.3 Int. 3.4 Int. 3.5 Int. 3.6 Int. Non-alcoholic beverages, namely, soft drinks, syrups, 3.7 Int. 3.8 Int. 3.9 Int. 3.9 Int. 3.1 Int. 3.2 Int. 3.3 Int. 3.4 Int. 3.5 Int. 3.5 Int. 3.6 Int. 3.7 Int. 3.7 Int. 3.7 Int. 3.7 Int. 3.7 Int. 3.7 Int. 3.8 Int. 3.	19-Aug-1982 sg): 22 Int. st.: Non-alcoholic beverages namely soft drinks, syrups, concentrates, and extracts for making the same. 21 Int. Non-alcoholic beverages, namely, soft drinks, syrups, 19-May-1983 19-May-1983 19-May-1983 19-May-1983 19-May-1983 19-Dac-1987 18-Dac-1987 18-Dac-2017 19-May-1983 19-Dac-1987 18-Dac-1987 18-Da	AD'S	31147	Registered	TMA303202	0491086	TMA303202	24-May-2015	
3); 22 Int. 3 21 Int. 3 21 Int. 3 21 Int. 3 1147 3 Registred 3 1147 3 Registred 3 1147 3 Registred 4 TMA355328 5 0 561992 5 20 Int. 5 22 Int. 19-May-1983 6 0 501992 7 TMA355328 18-Dec-2017 19-May-1983 6 concentrates and extracts for making the same. 5 22 Int. 5 22 Int. 6 20 Int. Non-alcoholic beverages, namely, soft drinks, syrups, 6 concentrates and extracts for making the same.	29.72 Int. Concentrates, and extracts for making the same. 31147 Registered TMA335328 0503932 TMA335328 I8-Dec-2017 mer The Monarch Beverage Company, Inc. 39.32 Int. Non-alcoholic beverages, namely, soft drinks, syrups, concentrates and extracts for making the same.	Owner Name: The Monarch Bev	erage Company, Inc.			19-Aug-1982			JLD
concentrates and extracts for making the same. 31147 Registered TMA335328 0503932 TMA335328 18-Dec-1987 18-Dec-2017 19-May-1983 10-May-1983 10-May-1	concentrates, and extracts for making the same. 31147 Registered TMA355228 050932 TMA355228 I8-Dec-2017 The Moment Beverage Company, Inc. 32 Inc. Non-alcoholic beverages, namely, soft drinks, syrups, concentrates and extracts for making the same.	Class(es): 32 Int.							
31147 Registered TMA335228 0503922 TMAA335528 18-Dec-2017 19-May-1983 18-Dec-1987 18-Dec-2017 19-May-1983 18-Dec-2017 19-May-1983 18-Dec-2017 19-May-1983 18-Dec-2017 19-May-1983 18-Dec-2017 19-May-1983 19-May-1	19-May-1983 TMA335328 18-Dec-1987 18-Dec-2017 19-May-1983 18-Dec-1987 18-Dec-2017 19-May-1983 12 Int. 2 32 Int.: Non-alcoholic beverages, namely, soft drinks, syrups, concentrates and extracts for making the same.	Goods: 32 Int.: Non-alcol concentrates, and	olic beverages namely sof extracts for making the sar	drinks, syrups,					
the same.	the same.	ADS & Design	31147	Registered	TMA335328	0503932	TMA335328	18-Dec-2017	HWL
the same.	the same.	Owner Name: The Monarch Bev	erage Company, Inc.			19-May-1983			JLD
Goods: 32 Int Non-alcoholic beverages, namely, soft drinks, syrups, concentrates and extracts for making the same.	Goods: 32 Int.: Non-alcoholic beverages, namely, soft drinks, syrups, concentrates and extracts for making the same.	Class(es): 32 Int.							
		Goods: 32 Int.: Non-alcol concentrates and e	olic beverages, namely, so xtracts for making the san	ft drinks, syrups, e.					

RECORDED: 01/24/2007