

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
Naked Juice Co.		05/29/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Naked Juice Co. of Glendora, Inc.		
Street Address:	935 West 8th Street		
City:	Azusa		
State/Country:	CALIFORNIA		
Postal Code:	91702		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Serial Number:	76560517	RED MACHINE	
Registration Number:	3066364	BLUE MACHINE	
Registration Number:	2859068	SUPERFOOD	
Registration Number:	2908002	PEACH ME I'M DREAMIN'	
CORRESPONDENCE DATA			
Fax Number:	(312)821-1316		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	312-821-1408		
Email:	janet_silverberg@quakeroats.com		
Correspondent Name:	Janet Silverberg		
Address Line 1:	555 West Monroe Street		
Address Line 2:	Mail Drop 11-10		
Address Line 4:	Chicago, ILLINOIS 60661		
ATTORNEY DOCKET NUMBER:	NAKED		
NAME OF SUBMITTER:	Janet Silverberg		

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Signature:	/janet silverberg/
Date:	06/28/2007
Total Attachments: 2 source=NAKED Assignment#page1.tif source=NAKED Assignment#page2.tif	

ASSIGNMENT OF UNITED STATES TRADEMARKS

THIS ASSIGNMENT, dated as of May 29, 2007 (the "Assignment"), is made by Naked Juice Co. ("Assignor") to Naked Juice Co. of Glendora, Inc. ("Assignee").

WHEREAS, Assignor has adopted and registered or applied to register the trademarks set forth in Exhibit A (the "Trademarks"); and

WHEREAS, Assignor has agreed to assign, transfer and convey to Assignee all of Assignor's right, title and interest in and to the Trademarks (and all extensions and renewals of the registrations thereof) and the goodwill associated with the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor hereby takes the following actions and makes the following agreement:

1. Assignor hereby assigns, transfers and conveys to Assignee, Assignor's entire right, title and interest in and to the Trademarks (and all extensions and renewals of the registration thereof) and the goodwill associated with the use of and symbolized by the Trademarks. Further, Assignor hereby assigns, transfers and set over unto Assignee Assignor's rights, if any, to sue for and to collect damages, profits and other relief for any past infringement of the Trademarks.
2. At the request of Assignee, Assignor shall execute and deliver to Assignee any and all additional documents as Assignee may reasonably require to vest title to the Trademarks in Assignee and/or to carry out the intent of this Assignment.

IN WITNESS WHEREOF, Assignor has duly executed this Assignment as of the day and year first above written.

NAKED JUICE CO.

By: Janet Silverberg
 Signature: Janet Silverberg
 Title: Assistant Secretary

On June 27, 2007, before me MARCUS L. MOY, a Notary Public, personally appeared JANET SILVERBERG, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person or the entity upon behalf of which he acted, executed this instrument.

WITNESS my hand and official seal

Marcus L. Moy
Notary Public

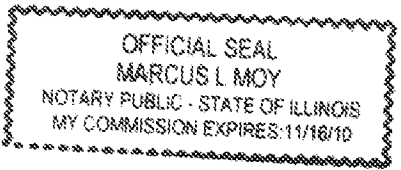


EXHIBIT A

**BLUE MACHINE
SUPERFOOD
PEACH ME I'M DREAMIN'
RED MACHINE**

**Reg. No. 3,066,364
Reg. No. 2,859,068
Reg. No. 2,908,002
Serial No. 76-560517**

TRADEMARK