

# TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
DS Waters of America, LP		10/27/2006	LIMITED PARTNERSHIP: DELAWARE
<b>RECEIVING PARTY DATA</b>			
Name:	DS Waters of America, Inc.		
Street Address:	5660 NEW NORTHSIDE DRIVE		
Internal Address:	Suite 500		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30328		
Entity Type:	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 64</b>			
Property Type	Number	Word Mark	
Serial Number:	74118911	10-K	
Serial Number:	74678492	ADMIRAL DEWEY	
Serial Number:	73665036	BELMONT SPRINGS	
Serial Number:	73665035	BELMONT SPRINGS	
Serial Number:	74258565	BELMONT SPRINGS	
Serial Number:	76276675	BELMONT SPRINGS	
Serial Number:	75786879	BELMONT SPRINGS	
Serial Number:	78141841	CAFE DELICE	
Serial Number:	76264658	CAFE FRITZ	
Serial Number:	73655194	COLORADO CRYSTAL	
Serial Number:	78386156	CRYSTAL SPRINGS	
Serial Number:	74040068	CRYSTAL SPRINGS	
Serial Number:	75787872	CRYSTAL SPRINGS	

CH \$1615.00 74118911

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**TRADEMARK**  
**REEL: 003602 FRAME: 0555**

Serial Number:	76293430	CRYSTAL SPRINGS GENUINE
Serial Number:	78386148	CRYSTAL SPRINGS
Serial Number:	73446186	CRYSTAL-FRESH
Serial Number:	78439990	CULLYSPRING WATER
Serial Number:	78451706	CULLYSPRING WATER
Serial Number:	75674137	DRINK TO YOUR GOOD HEALTH
Serial Number:	76601559	DRINK TO YOUR HEALTH
Serial Number:	74311809	GEORGIA MOUNTAIN
Registration Number:	0890568	H & S
Serial Number:	72293516	HINCKLEY & SCHMITT
Serial Number:	76293585	HINCKLEY SPRINGS SPRING WATER
Serial Number:	75613763	HINCKLEY SPRINGS
Serial Number:	76309978	HINCKLEY SPRINGS SPRING WATER
Serial Number:	75786875	HINCKLEY SPRINGS
Serial Number:	74447794	KENTWOOD
Serial Number:	74447779	KENTWOOD
Serial Number:	73311159	KENTWOOD
Serial Number:	73531844	KENTWOOD
Serial Number:	73531845	KENTWOOD
Serial Number:	74465507	KENTWOOD SPRINGS
Serial Number:	75786944	KENTWOOD SPRINGS
Serial Number:	76278425	KENTWOOD SPRINGS
Serial Number:	76513703	KENTWOOD SPRINGS PURIFIED WATER
Serial Number:	78245184	MILLION DOLLAR MOUNTAIN
Serial Number:	71051084	POLAR
Serial Number:	73248484	POLAR
Serial Number:	73311707	POLAR
Serial Number:	74065179	POLAR
Serial Number:	73312051	POLAR CRYSTAL
Serial Number:	76264698	POLAR PURE
Serial Number:	78525533	PURELY REFRESHING
Serial Number:	78324498	PURELY REFRESHING. PERSONALLY DELIVERED.
Serial Number:	78394943	PURELY REFRESHING. PERSONALLY DELIVERED. TO YOUR HOME OR OFFICE.
Serial Number:	78394936	PURELY REFRESHING. PERSONALLY DELIVERED. EVERY <b>TRADEMARK</b>

		TWO WEEKS.
Serial Number:	78451715	PUREWATER
Serial Number:	77028792	ROAST 2 COAST
Serial Number:	77028800	SET A COURSE FOR GREAT SERVICE
Serial Number:	77028799	SET A COURSE FOR GREAT TASTE
Serial Number:	75575190	SIERRA SPRINGS
Serial Number:	75786688	SIERRA SPRINGS
Serial Number:	76276676	SIERRA SPRINGS
Serial Number:	75372888	SPARKLETTS
Serial Number:	78386069	SPARKLETTS HOME AND OFFICE DELIVERY
Serial Number:	78386056	SPARKLETTS HOME AND OFFICE DELIVERY
Serial Number:	73651019	SPRINGLITE
Serial Number:	73709883	THE PURE WATER PEOPLE
Serial Number:	75263172	TRANSPORT
Serial Number:	76601571	TRUST IN A BOTTLE
Serial Number:	77028930	WATER BUCKS
Serial Number:	76513704	WATER FILTRATION COFFEE
Serial Number:	78220734	X DROPS

#### CORRESPONDENCE DATA

Fax Number: (212)218-5526

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

Email: klynch@seyfarth.com

Correspondent Name: Seyfarth Shaw LLP

Address Line 1: 131 South Dearborn Street

Address Line 2: Suite 2400

Address Line 4: Chicago, ILLINOIS 60603

NAME OF SUBMITTER:	Kelley A. Lynch
Signature:	/kelley a. lynch/
Date:	08/15/2007

Total Attachments: 2

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# Delaware

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## *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 LIMITED PARTNERSHIP UNDER THE NAME OF "DS WATERS OF AMERICA, LP" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "DS WATERS OF AMERICA, LP" TO "DS WATERS OF AMERICA, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF OCTOBER, A.D. 2006, AT 8:25 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE TWENTY-SEVENTH DAY OF OCTOBER, A.D. 2006, AT 9:02 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2071647 8100V

060986531

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5151292

DATE: 10-27-06

TRADEMARK

REEL: 003602 FRAME: 0558

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 08:25 AM 10/27/2006  
FILED 08:25 AM 10/27/2006  
SRV 060986531 - 2071647 FILE

**CERTIFICATE OF CONVERSION****TO A CORPORATION****OF DS WATERS OF AMERICA, LP**

Pursuant to Sections 103 and 265 of the  
General Corporation law of the State of Delaware

1. The date on which this entity first formed in the State of Delaware was the 20<sup>th</sup> day of September, 1985 as a corporation. It then converted to a limited partnership on November 5, 2003.
- 2.
3. The name of the limited partnership immediately prior to the filing of this Certificate of Conversion is DS Waters of America, LP.
4. The name of the corporation into which the limited partnership shall be converted, as set forth in its Certificate of Incorporation, is DS Waters of America, Inc. (the "Corporation").
5. This Certificate of Conversion shall be effective at 9:02 a.m. on October 27, 2006.

**IN WITNESS WHEREOF**, the limited partnership has caused this Certificate of Conversion to be executed in its name this 27th day of October, 2006.

DS WATERS OF AMERICA, LP

By: DS Waters of America General Partner,  
LLC, as general partner

By: DS Waters Enterprises, Inc., as sole member

By: /s/ K. Dillon Schickli  
Name: K. Dillon Schickli  
Title: Co-Chief Executive Officer