

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	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>
BBK Tobacco & Foods		03/24/2009	CORPORATION: ARIZONA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BBK Tobacco & Foods, Inc.		
<b>Doing Business As:</b>	DBA HBI International		
<b>Street Address:</b>	3315 W. Buckeye Rd., Ste. B		
<b>City:</b>	Phoenix		
<b>State/Country:</b>	ARIZONA		
<b>Postal Code:</b>	85009		
<b>Entity Type:</b>	CORPORATION: ARIZONA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2825318	CHILLS	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(602)955-3330		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	602-955-6688		
Email:	marks@hbiinternational.com		
Correspondent Name:	BBK Tobacco & Foods, Inc.		
Address Line 1:	3315 W. Buckeye Rd., Ste. B		
Address Line 4:	Phoenix, ARIZONA 85009		
NAME OF SUBMITTER:	Joshua D. Kesselman		
Signature:	/Joshua D. Kesselman/		
Date:	04/07/2009		
Total Attachments: 2			

OP \$40.00 2825318

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**TRADEMARK  
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## TRADEMARK ASSIGNMENT

This Assignment ("Assignment") is made effective as of March 24, 2009 from BBK Tobacco & Foods ("ASSIGNOR"), to BBK Tobacco & Foods, Inc. ("ASSIGNEE"):

WHEREAS, ASSIGNOR is the owner of the trademark CHILLS, U.S. Reg. No. 2,825,318 ("the Mark"), together with the goodwill of the business symbolized thereby in connection with the goods on which the Mark is used ("the Products").


WHEREAS, ASSIGNOR desires to convey, transfer, assign, deliver and contribute to ASSIGNEE all of its rights, title and interest in and to the Mark and the Products.

NOW, THEREFORE, in consideration of the payment of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby conveys, transfers, assigns, delivers and contributes to ASSIGNEE all of ASSIGNOR'S right, title and interest of whatever kind in and to the Mark and the Property, together with (1) the goodwill of the business relating to the Product in respect upon which the Marks are used and for which they are registered: (2) all income, royalties and damages hereafter due or payable to ASSIGNOR with respect to the Mark, including without limitation, damages and payments for past or future infringements and misappropriations of the Mark: and (3) all rights to sue for past, present and future infringements or misappropriations of the Mark.

ASSIGNOR further covenants that it will execute all documents, papers, forms and authorizations and take all other actions that may be necessary for securing, completing or vesting in ASSIGNEE full right, title and in the Marks and the Products.

IN WITNESS WHEREOF, ASSIGNOR has duly executed under seal and delivered this Assignment, as of the day and year first above written.

BBK TOBACCO & FOODS



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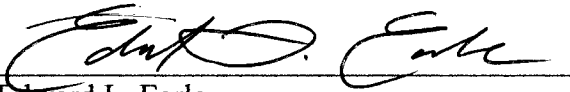
By: Joshua D. Kesselman, President

ACKNOWLEDGEMENT

State of Arizona            )  
  )  
County of Maricopa        )

On April 7, 2009 before me, EDWARD L. EARLE, Notary Public, personally appeared JOSHUA D. KESSELMAN, proved to me on the basis of satisfactory evidence to be the person(s) 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 the person acted, executed the instrument.

WITNESS my hand and official seal.

  
Edward L. Earle  
Notary Public

[SEAL]

