

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2006		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	DR PEPPER/SEVEN UP BOTTLING GROUP, L.P.		12/18/2006
			Entity Type LIMITED PARTNERSHIP: TEXAS
RECEIVING PARTY DATA			
Name:	DR PEPPER BOTTLING COMPANY OF TEXAS		
Street Address:	5301 Legacy Drive		
City:	Plano		
State/Country:	TEXAS		
Postal Code:	75024		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	2157748	DEJA BLUE
CORRESPONDENCE DATA			
Fax Number:	(210)226-8395		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	210-554-5450		
Email:	ipdocket@coxsmith.com		
Correspondent Name:	Pamela B. Huff		
Address Line 1:	112 East Pecan Street, Suite 1800		
Address Line 2:	Cox Smith Matthews Incorporated		
Address Line 4:	San Antonio, TEXAS 78205		
ATTORNEY DOCKET NUMBER:	5338.0812		
NAME OF SUBMITTER:	Pamela B. Huff		

OP \$40.00 2157748

900169061

**TRADEMARK
 REEL: 004257 FRAME: 0912**

Signature:	/pbhuff35901/
Date:	08/10/2010
Total Attachments: 8 source=DPSU Bottling Group LP Merger DPBCT 12-31-2006#page1.tif source=DPSU Bottling Group LP Merger DPBCT 12-31-2006#page2.tif source=DPSU Bottling Group LP Merger DPBCT 12-31-2006#page3.tif source=DPSU Bottling Group LP Merger DPBCT 12-31-2006#page4.tif source=DPSU Bottling Group LP Merger DPBCT 12-31-2006#page5.tif source=DPSU Bottling Group LP Merger DPBCT 12-31-2006#page6.tif source=DPSU Bottling Group LP Merger DPBCT 12-31-2006#page7.tif source=DPSU Bottling Group LP Merger DPBCT 12-31-2006#page8.tif	

Delaware

PAGE 1

The First State

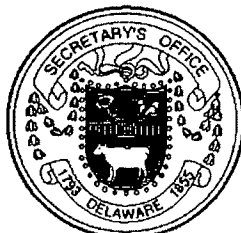
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"DR PEPPER/SEVEN UP BOTTLING GROUP L.P.", A TEXAS LIMITED PARTNERSHIP,

WITH AND INTO "DR PEPPER BOTTLING COMPANY OF TEXAS" UNDER THE NAME OF "DR PEPPER BOTTLING COMPANY OF TEXAS", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 2006, AT 10:26 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2006, AT 11:59 O'CLOCK P.M.

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



2176154 8100M

061188466

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5309843

DATE: 12-27-06

TRADEMARK

REEL: 004257 FRAME: 0914

CERTIFICATE OF MERGER

merging

DR PEPPER/SEVEN UP BOTTLING GROUP L.P.
(a Texas limited partnership)

with and into

DR PEPPER BOTTLING COMPANY OF TEXAS
(a Delaware corporation)

(PURSUANT TO SECTION 263 OF THE
GENERAL CORPORATION LAW OF THE STATE OF DELAWARE)

December 18, 2006

Dr Pepper Bottling Company of Texas, a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY as follows:

FIRST: The name and state of domicile of each of the constituent entities to the merger (collectively, the "Constituent Entities") is as follows:

<u>Name</u>	<u>State of Domicile</u>
Dr Pepper Bottling Company of Texas	Delaware
Dr Pepper/Seven Up Bottling Group L.P.	Texas

SECOND: An Agreement and Plan of Merger dated as of December 18, 2006 (the "Agreement and Plan of Merger"), has been approved, adopted, certified, executed and acknowledged by the Corporation in accordance with the requirements of the General Corporation Law of the State of Delaware, and has been approved by Dr Pepper/Seven Up Bottling Group L.P. in accordance with its partnership agreement and the requirements of the Texas Revised Limited Partnership Act.

THIRD: The name of the corporation surviving the merger is "Dr Pepper Bottling Company of Texas", a Delaware corporation (the "Surviving Corporation").

FOURTH: The Certificate of Incorporation of Dr Pepper Bottling Company of Texas shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: The executed Agreement and Plan of Merger is on file at an office of the Surviving Corporation, the address of which is 5301 Legacy Drive, Plano, Texas 75024.


SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder or partner of either Constituent Entity.

SEVENTH: This Certificate of Merger shall be effective as of 11:59 p.m. Eastern Time on December 31, 2006.

[Signature page follows.]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Merger to be executed by its duly authorized officer as of the date first written above.

DR PEPPER BOTTLING COMPANY OF TEXAS

By: 
Name: James L. Baldwin
Title: Executive Vice President

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Roger Williams
Secretary of State

Office of the Secretary of State

December 28, 2006

CT Corporation System
701 Brazos, Ste. 360
Austin, TX 78701 USA

RE:
DR PEPPER BOTTLING COMPANY OF TEXAS (File Number: 13343406)

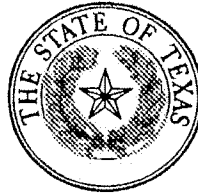
It has been our pleasure to approve and place on record the filing instrument effecting a merger. The appropriate evidence of filing is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division

Enclosure



Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

DR PEPPER/SEVEN UP BOTTLING GROUP L.P.
Domestic Limited Partnership (LP)
[File Number: 9058810]

Into

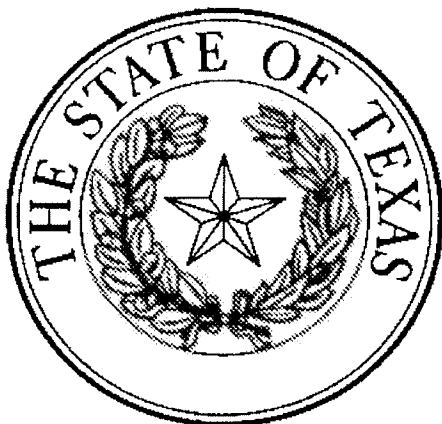
DR PEPPER BOTTLING COMPANY OF TEXAS
Foreign For-Profit Corporation
Delaware, USA
[File Number: 13343406]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 12/27/2006

Effective: 12/31/2006 10:59 pm



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams
Secretary of State

DEC 27 2006

Corporations Section

CERTIFICATE OF MERGER

merging

DR PEPPER/SEVEN UP BOTTLING GROUP L.P.
(a Texas limited partnership)

with and into

DR PEPPER BOTTLING COMPANY OF TEXAS
(a Delaware corporation)

(PURSUANT TO SECTION 2.11 OF THE
REVISED TEXAS LIMITED PARTNERSHIP ACT)

December 18, 2006

Pursuant to the provisions of Section 2.11 of the Texas Revised Limited Partnership Act, the undersigned entities adopt the following Certificate of Merger:

1. The name and state of domicile of each of the constituent entities to the merger (collectively, the "Constituent Entities") is as follows:

<u>Name</u>	<u>Entity Type</u>	<u>State of Domicile</u>
Dr Pepper Bottling Company of Texas	Corporation	Delaware
Dr Pepper/Seven Up Bottling Group L.P.	Limited Partnership	Texas

2. The entity surviving the merger is "Dr Pepper Bottling Company of Texas", a Delaware corporation (the "Surviving Corporation").

3. An Agreement and Plan of Merger (the "Plan of Merger"), has been approved, adopted, certified, executed and acknowledged by Dr Pepper Bottling Company of Texas, a Delaware corporation ("DPBCT"), in accordance with the requirements of the General Corporation Law of the State of Delaware, and has been approved by Dr Pepper/Seven Up Bottling Group L.P., a Texas limited partnership (the "Partnership"), in accordance with its partnership agreement and the requirements of the Texas Revised Limited Partnership Act.

4. The Certificate of Incorporation of Dr Pepper Bottling Company of Texas shall be the Certificate of Incorporation of the Surviving Corporation and no amendments to such Certificate of Incorporation are desired to be effected by the Merger.

5. The executed Plan of Merger is on file at an office of the Surviving Corporation, the address of which is 5301 Legacy Drive, Plano, Texas 75024.

6. In the case of the Partnership, the Plan of Merger has been duly authorized by all actions required by the laws under which the Partnership was formed and by its constituent documents.

Step 13.E

I-NY/2120105.2

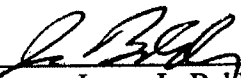
7. A copy of the Plan of Merger has been furnished to each partner in the Partnership. Each partner in the Partnership has waived the requirement that such copy of the Plan of Merger be provided as least 20 days before the merger is effective.

8. In the case of DPBCT, the Plan of Merger has been duly authorized by all actions required by the laws under which DPBCT was formed and by its constituent documents.


9. The Surviving Corporation will be responsible for the payment of all fees and franchise taxes of the Partnership and will be responsible to pay such fees and franchise taxes if the same are not timely paid.

10. The Merger is not to be effective when this Certificate of Merger is filed by the Secretary of State, the delayed effective time and date if the Merger is: 10:59 p.m Central Time on December 31, 2006.

DR PEPPER BOTTLING COMPANY OF TEXAS

By: 
Name: James L. Baldwin
Title: Executive Vice President

DR PEPPER/SEVEN UP BOTTLING COMPANY L.P.
By: Dr Pepper Bottling Company of Texas, its
General Partner

By: 
Name: James L. Baldwin
Title: Executive Vice President