

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
Webster Business Credit Corporation		05/22/2012	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	In Zone Brands, Inc.
Street Address:	2251 Corporate Plaza Pkwy
Internal Address:	Suite 200
City:	Smyrna
State/Country:	GEORGIA
Postal Code:	30080
Entity Type:	CORPORATION: GEORGIA

Name:	In Zone Holdings, Inc.
Street Address:	2251 Corporate Plaza Parkway
Internal Address:	Suite 200
City:	Smyrna
State/Country:	GEORGIA
Postal Code:	30080
Entity Type:	CORPORATION: GEORGIA

Name:	In Zone, Inc.
Street Address:	2251 Corporate Plaza Parkway
Internal Address:	Suite 200
City:	Smyrna
State/Country:	GEORGIA
Postal Code:	30080
Entity Type:	CORPORATION: GEORGIA

PROPERTY NUMBERS Total: 14

CH \$365.00 3209625

Property Type	Number	Word Mark
Registration Number:	3209625	THERE'S BIG AND THEN THERE'S BUBBA
Registration Number:	2975625	
Registration Number:	2881473	BELLYWASHERS 100% VITAMIN C DRINK TRICKY TREAT
Registration Number:	2823383	BELLY WASHERS
Registration Number:	2885114	BUBBA KEG
Registration Number:	2707121	IN ZONE
Registration Number:	2456708	SILLY SIPPER
Registration Number:	2643602	TUMMYTICKLER
Registration Number:	2505641	BELLYWASHERS
Registration Number:	2324574	
Registration Number:	2726187	IN ZONE
Registration Number:	2720234	IN ZONE
Registration Number:	3839426	BUBBA
Serial Number:	78587756	WATERPOP

**CORRESPONDENCE DATA**

Fax Number: 4045228409  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 404-420-4336  
Email: lrb@phrd.com  
Correspondent Name: Lauren R. Brown  
Address Line 1: 285 Peachtree Center Avenue  
Address Line 2: 1500 Marquis Two Tower  
Address Line 4: Atlanta, GEORGIA 30303

ATTORNEY DOCKET NUMBER:	5285.2
NAME OF SUBMITTER:	Lauren R. Brown
Signature:	/lrb/
Date:	06/01/2012

Total Attachments: 4  
source=20120531165907051#page1.tif  
source=20120531165907051#page2.tif  
source=20120531165907051#page3.tif  
source=20120531165907051#page4.tif

**TRADEMARK TRANSFER AND ASSIGNMENT**

May 25, 2012

FOR VALUE RECEIVED, the undersigned, **WEBSTER BUSINESS CREDIT CORPORATION**, a New York corporation ("Assignor"), does hereby sell, assign, transfer and convey to **IN ZONE HOLDINGS, INC.**, f/k/a In Zone, Inc., a Georgia corporation, **IN ZONE, INC.**, a Georgia corporation and **IN ZONE BRANDS, INC.**, a Georgia corporation (jointly "Assignees"), **without any representation or warranty by, or recourse to, Assignor, all right, title and interest of Assignor in and to the trademark applications and trademarks listed on Schedule A attached hereto, arising under that certain Trademark Security Agreement, dated as of September 26, 2007, by and between Assignees and Assignor (as at any time amended, restated, supplemented or otherwise modified, the "Trademark Agreement"), and recorded on October 9, 2007, on Reel No. 003636, Frame 0311, United States Patent and Trademark Office, together with the goodwill of the business symbolized by the marks.**

This Assignment intended to operate as a release of all liens and security interests conveyed by Assignee to Assignor pursuant to the terms of the Trademark Agreement, and to reassign to Assignee all of Assignor's right, title, and interest acquired pursuant to the terms of such Trademark Agreement.

[Remainder of page intentionally left blank; signatures appear on following page.]

IN WITNESS WHEREOF, Assignor has caused this Agreement to be signed and sealed by its duly authorized officer as of the date first written above.

WEBSTER BUSINESS CREDIT CORPORATION  
("Assignor")

By: Joseph Zautra  
Name: Joseph Zautra  
Title: Senior Vice President

STATE OF New York )  
COUNTY OF New York )

BEFORE ME, the undersigned, a Notary Public in and for the county aforesaid, on this 22<sup>nd</sup> day of May, 2012, personally appeared Joseph Zautra the SVP of Webster Business Credit Corporation, a New York corporation, to me known personally, and who, being by me duly sworn, deposes and says that said instrument was signed by him on behalf of said corporation, and said SVP acknowledged said instrument to be the free act and deed of said corporation.




Joan H. Highland  
Notary Public  
Executed on May 22, 2012  
My Commission Expires: August 5, 2013



[NOTARIAL SEAL]

JOAN H. HIGHLAND  
Notary Public, State of New York  
No. 4984973  
Qualified in Putnam County  
Certificate filed in New York County  
Commission Expires August 5, 2013

**SCHEDULE A**

Trademarks

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
There's Big and Then There's Bubba	3,209,625	02/13/2007
 Design only	2,975,625	07/26/2005
 Belly Washers 100% Vitamin C Drink	2,881,473	09/07/2004
Belly Washers 	2,823,383	03/16/2004
Bubba Keg	2,885,114	09/14/2004
In Zone	2,707,121	04/15/2003
Silly Sipper	2,456,708	06/05/2001
Tummy Tickler	2,643,602	10/29/2002
Bellywashers	2,505,641	11/06/2001

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
 Design only	2,324,574	02/29/2000
 In Zone	2,726,187	06/17/2003
In Zone	2,720,234	06/03/2003
Bubba	3,839,426	08/24/2010

Trademark Applications

<u>Trademark</u>	<u>Serial Number</u>	<u>Filed Date</u>
Waterpop	78/587,756	03/15/2005