

06-18-1998

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TRADEMARKS ONLY

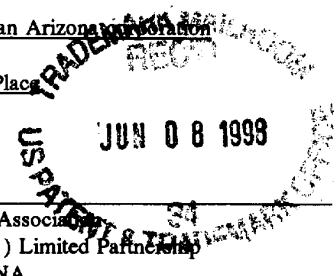
To the Honorable Con  
Please record the attached original doc



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rks:

<p>1. Name of Party(ies) conveying an interest:</p> <p>ENVY TEA ROOM LTD., an Arizona corporation</p> <p>Entity:</p> <p><input type="checkbox"/> Individual(s)    <input type="checkbox"/> Association</p> <p><input type="checkbox"/> General Partnership    <input type="checkbox"/> Limited Partnership</p> <p><input checked="" type="checkbox"/> Corporation-State <u>ARIZONA</u></p> <p><input type="checkbox"/> Other _____</p>	<p>2. Name and Address of Party(ies) receiving an interest:</p> <p>Name: <u>REVOLUTION, INC., an Arizona corporation</u></p> <p>Internal Address:</p> <p>Street Address: <u>5216 N. 63rd Place</u></p> <p>City: <u>Scottsdale</u></p> <p>State: <u>AZ</u> Zip: <u>85253</u></p> <p>Entity:</p> <p><input type="checkbox"/> Individual    <input type="checkbox"/> Association</p> <p><input type="checkbox"/> General Partnership    <input type="checkbox"/> Limited Partnership</p> <p><input checked="" type="checkbox"/> Corporation-State <u>ARIZONA</u></p> <p><input type="checkbox"/> Other _____</p> <p><input type="checkbox"/> Citizenship _____</p> <p>If not domiciled in the United States, a domestic representative designation is attached: <u>N/A</u></p> <p><input type="checkbox"/> Yes</p> <p><input type="checkbox"/> No</p> <p>(the attached document must not be an assignment)</p>
<p>3. Interest Conveyed:</p> <p><input checked="" type="checkbox"/> Assignment    <input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Security Agreement    <input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Other _____</p>	<p>4. Application number(s) or registration number(s).</p> <p>A. Trademark Application No.(s) <u>75/380278</u></p> <p>Additional sheet attached?    <input checked="" type="checkbox"/> yes    <input type="checkbox"/> no</p> <p>B. Trademark Registration No.(s)</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed.</p> <p>Name: <u>Michael D. Hool, Esq.</u></p> <p>Internal Address: <u>Mariscal, Weeks, McIntyre &amp; Friedlander, P.A.</u></p> <p>Street Address: <u>2901 N. Central Avenue, Suite 200</u></p> <p>City: <u>Phoenix</u></p> <p>State: <u>AZ</u>    Zip: <u>85012</u></p>	<p>6. Number of applications and registrations involved: <u>1</u></p> <p>7. Amount of fee enclosed or authorized to be charged: <u>\$40.00</u></p> <p>8. Deposit account number (Attach duplicate copy of this form if paying by deposit account): <u>N/A</u></p>
DO NOT USE THIS SPACE	
<p>9. Date of execution of attached document <u>4/27/98</u></p> <p>10. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.</p> <p>Executed on: <u>4-22-98</u></p> <p>ENVY TEA ROOM, LTD.</p> <p>By <u>[Signature]</u></p> <p>Its _____</p>	



06/18/1998 TT0N11 00000072 75380278  
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**ASSIGNMENT**

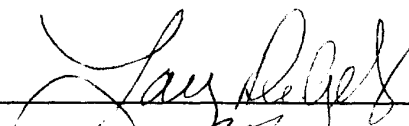
WHEREAS, ENVY TEA ROOM, LTD., an Arizona corporation ("Assignor"), of 5216 N. 63rd Place, Scottsdale, Arizona 85253, has intended to use the mark REVOLUTION TEA HOUSE (Class 42) in interstate commerce and has filed an application with the United States Patent and Trademark office on October 27, 1997, based on its bona fide intent to use such mark in commerce, which application has been given Serial No. 75/380278, but has not yet filed an allegation of use of the mark under Section 1(c) or 1(d) of the Trademark Act; and

WHEREAS, REVOLUTION, INC., an Arizona corporation ("Assignee") of 5216 N. 63rd Place, Scottsdale, Arizona 85253, is acquiring the entire business or portion thereof to which the mark pertains as required by 15 USC §1060;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee the mark in the above identified application as part of the entire business or portion thereof to which the mark pertains as required by 15 USC § 1060.

DATED this 22 day of April, 1998.

ENVY TEA ROOM LTD.

By   
Its 