

09-13-1999

Docket No.:

81076, 81077, 81078



101144393

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Juice Kitchen, LLC

- Individual(s)
- General Partnership
- Corporation-State
- Other Limited Liability Company
- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):

Name: Juice Kitchen, Inc.

Internal Address: _____

Street Address: 1050 17th Street, Suite B195

City: Denver State: CO ZIP: 80265

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: July 7, 1999

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

75/597,314
75/658,801
75/659,062

Additional numbers

B. Trademark Registration No.(s)

Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Lisa A. Osman

Internal Address: Dorsey & Whitney LLP

Street Address: 370 17th Street, Suite 4400

City: Denver State: CO ZIP: 80202

6. Total number of applications and registrations involved:.....

3

7. Total fee (37 CFR 3.41):.....\$ 990.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Lisa A. Osman

Name of Person Signing

Signature

August 13, 1999

Date

TRADEMARK ASSIGNMENT

WHEREAS, Juice Kitchen, LLC, a Colorado limited liability company (hereinafter referred to as "LLC"), is the owner of the U.S. Trademark Applications listed on Schedule A;

WHEREAS, on April 16, 1999 LLC dissolved pursuant to an agreement entitled Unanimous Written Consent of the Members of Juice Kitchen, LLC;

WHEREAS, pursuant to the Unanimous Written Consent of the Members of Juice Kitchen, LLC, and a contemporaneously executed Contribution Agreement and Assignment of Loan Rights, assets of LLC, were contributed to Juice Kitchen, Inc., a Delaware corporation (hereinafter referred to as "CORP") having an address of 1050 17th Street, Suite B195, Denver, Colorado 80265;

WHEREAS, LLC the marks and applications therefor listed on Schedule A and the associated goodwill were assets of LLC which were intended to be transferred to CORP;

WHEREAS, CORP is the successor to the portion of LLC's business pertaining to the marks listed on Schedule A;

NOW THEREFORE, effective April 16, 1999, for good and valuable consideration the receipt and sufficiency of which is acknowledged, LLC hereby assigns and transfers all right, title and interest in and to all marks of LLC, including without limitation the marks and applications therefor listed on Schedule A, together with the goodwill of the business with which the said marks are used.

JUICE KITCHEN, LLC

By: William S. Glenzie
Name: William S. Glenzie
Title: President

Date: 7/7/99

JUICE KITCHEN, INC.

By: William S. Glenzie
Name: William S. Glenzie
Title: President

Date: 7/7/99

SCHEDULE A

<u>MARK</u>	<u>Application No.</u>
JUICE KITCHEN	75/597314
HOMESPUN GOOD	75/659062
Miscellaneous Design	75/658801