

01-27-2000

MW 12.16.99



101251387

Send original documents or copy

To the Honorable Commissioner of Patents and
thereof.

1. Name of conveying party(ies):
Razcal Corporation
 Individual(s) Ltd. Partnership
 General Partnership Association
 Corporation-State (Massachusetts)
 Other _____

Additional names of conveying party(ies) attached?
 Yes No

2. Name and address of receiving party(ies):
Crowley Beverage Corporation
30 Boston Post Road
Wayland, MS 91778
 Individual(s) citizenship
 General Partnership _____
 Limited Partnership _____
 Corporation-State Massachusetts
 Other _____

If assignee is not domiciled in the United States, a domestic
 representative designation is attached Yes No

(Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

RECEIVED
DEC 16 AM 9: 24
OPER/FINANCE

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **June 16, 1999**

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s)
1,553,168
1,681,283
1,706,878
1,677,810

Additional numbers attached? Yes No

6. Total number of applications and registrations involved: [1]

5. Name and address of party to whom
 correspondence concerning document should be
 mailed:
Louis J. Bovasso
OPPENHEIMER WOLFF & DONNELLY LLP
2029 Century Park East, 38th Fl.
Los Angeles, CA 90067

7. Total fee (37 CFR 3.41).....\$115.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: **16-2230**

(Attach duplicate copy of this page if paying by deposit
 account)

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.*
Louis J. Bovasso, Reg. 24,075

Total: \$40.00

Name of Person Signing
 Total number of pages including cover sheet, attachments, and document: []

Signature
 Date

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents & Trademarks, Box 10
 Washington, D.C. 20231

01/25/2000
 01 FC: 1153168
 02 FC: 162230
 00000041553168
 000000072
 \$40.00
 Total:
 \$40.00
 CHECK

TRADEMARK

EXHIBIT "A"

TRADEMARKS

TRADEMARK	CANADIAN REGISTRATION NO.
NOBODY FAMOUS DRINKS IT	TMA407136
RAZCAL	TMA393368
ON LA BOIT. . .MEME SANS VEDETTE	TMA403989
RAZCAL & DESIGN	TMA399197
RAZCAL & DESIGN	TMA387777
RAZCAL	TMA387776

TRADEMARK	UNITED STATES REGISTRATION NO.
RAZCAL & DESIGN	1,553,168
RAZCAL	1,681,283
RAZCAL & DESIGN	1,706,878
NOBODY FAMOUS DRINKS IT	1,677,810

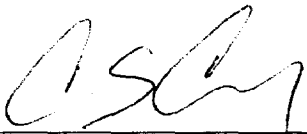
TRADEMARK ASSIGNMENT

WHEREAS, RAZCAL CORPORATION, a Massachusetts corporation, doing business at 61 King Phillip Road, Sudbury, Massachusetts 01776, is the owner of the trademarks and registrations, both U.S. and Canadian, as set forth in Exhibit A appended hereto ("Mark"); and

WHEREAS, CROWLEY BEVERAGE CORPORATION, a Massachusetts corporation, doing business at 30 Boston Post Road, Wayland, Massachusetts 01778, ("Assignee") desires to acquire the Marks and registrations thereon both U.S. and Canadian, together with the goodwill of the business symbolized by the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee, its successors and assigns, absolutely and forever, the entire right, title and interest, whether statutory or at common law, in and to the Mark, together with the goodwill of the business symbolized by the Mark, in the United States of America, its territories and possessions, and throughout the world, and the Canadian and U.S. registrations thereon, together with all causes of action for previously occurring infringements of the rights being assigned, and the right to receive and retain the proceeds relating to those infringements, effective as of June 16, 1999.

RAZCAL CORPORATION

By 
Name: Cameron S. Crowley
Title: Treasurer