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03-07-2000



HEET

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Docket No.:

019764.009

Tab settings

To the Honorable Commissioner of F

101283524

the attached original documents or copy thereof.

1. Name of conveying party(ies):

Aqua soothe, Inc.

- Individual(s)
- General Partnership
- Corporation-State North Carolina
- Other
- Association
- Limited Partnership

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

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

Name: JTL Enterprises, Inc.

Internal Address:

Street Address: 15373 Roosevelt Blvd., Suite 200

City: Clearwater State: FL ZIP: 33760

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Florida
- 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: January 28, 2000

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

A. Trademark Application No. (s)

B. Trademark Registration No. (s)

1,819,454

Additional numbers Yes No

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

Name: Karl S. Sawyer, Jr.

Internal Address:

Kennedy Covington Lobdell & Hickman, LLP

Bank of America Corporate Center, Suite 4200

Street Address: 100 North Tryon Street

City: Charlotte State: NC ZIP: 28202

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

1

7. Total fee (37 CFR 3.41):.....\$ \$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

18-1215

03/06/2000 DC0ATES 00000149 1819454

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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.

Karl S. Sawyer, Jr.

Name of Person Signing

Karl Sawyer
Signature

February 1, 2000

Date

Total number of pages including cover sheet, attachments, and

2

TRADEMARK

REEL: 002030 FRAME: 0678

ASSIGNMENT

WHEREAS, Aqua Soothe, Inc., a corporation of the State of North Carolina, having a principal place of business at 2808 Concord Lake Road, Kannapolis, North Carolina 28081 (Assignor), has adopted, used and is using a mark which is registered in the United States Patent and Trademark Office, Registration No. 1,819,454, dated February 1, 1994; and

WHEREAS, JTL Enterprises, Inc., a corporation of the State of Florida, having a principal place of business at 15373 Roosevelt Blvd., Suite 200, Clearwater, Florida 33760 (Assignee), is desirous of acquiring said mark and the registration thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee all right, title and interest in and to said mark, together with the goodwill of the business symbolized by the mark, and the above identified registration thereof.

AQUA SOOTHE, INC.

By: Paul Lunter
Name:
Title: Owner

State of Florida

County of Pinellas

Before me appeared Paul Lunter, the person who signed this instrument, who acknowledged that he/she signed it as a free act on his/her own behalf (or on behalf of the identified corporation or other juristic entity with authority to do so).

This 28 day of January, 19 2000

Priscilla M Hartford
Notary Public

(Seal)



PRISCILLA M HARTFORD
My Commission CC549503
Expires Apr. 22, 2000

My Commission Expires: _____

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L.F.F.