

05-22-2002

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



102099821

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

1. Name of conveying party(ies):
PURIFIED WATER TO GO CORPORATION
5-17-02

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State of Nevada
 Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: FRANCHISE HEADQUARTERS, LLC
Internal Address: _____
Street Address: 509 S. Lenola
City: Moorestown State New Jersey ZIP: 08057

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State of _____
 Other New Jersey Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

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

Execution Date: December 31, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No(s).
B. Trademark registration No(s).
1,934,493
1,941,296
1,949,803
2,022,848
2,068,133
2,164,943

Additional numbers attached? Yes No

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41): \$ 165.00
 Enclosed
 Authorized to be charged to deposit account.

(If check is not received with this correspondence or additional fees are required, please charge to deposit account 10-0447.)

8. Deposit Account number: _____
(Attach duplicate copy of this page if paying by deposit account)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: J. Kevin Gray
Jenkins & Gilchrist, a Professional Corporation
Internal Address: _____
Street Address: 1445 Ross Avenue, Suite 3200
City: Dallas State: Texas Zip: 75202-2799

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.

J. Kevin Gray
Name of Person Signing

[Signature]
Signature

May 7, 2002
Date

DO NOT USE THIS SPACE

0 /22/2002 LMUELLER 00000007 1934493
FC:401 40.00 OP
FC:402 125.00 OP

Total number of pages comprising cover sheet: 3

TRADEMARK ASSIGNMENT

This Trademark Assignment is made by and between Purified Water To Go Corporation, a Nevada corporation, located at 5160 S. Valley View Boulevard, Suite 100, Las Vegas, Nevada 89118 (hereinafter "Assignor"), and Franchise Headquarters, LLC, a New Jersey limited liability company at 509 S. Lenola, Moorestown, New Jersey 08057 (hereinafter "Assignee").

WHEREAS, Assignor is the owner of all right, title, and interest in and to the United States trademark registrations and application listed on the attached Schedule A (hereinafter "the Marks"); and


WHEREAS, Assignor is desirous of assigning, and Assignee is desirous of obtaining, all right, title and interest in and to the aforementioned Marks.

NOW THEREFORE, for good and valuable consideration the receipt of which is hereby acknowledged, Assignor hereby assigns, transfers and conveys unto Assignee all right, title, and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, the same to be held and enjoyed by the Assignee for its own and enjoyment, and for the use and enjoyment of its successors, assigns and/or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment and sale had not been made; together with all claims for damages by reason of future infringement of the Marks, with the right to sue for, and collect the same for its own use and behalf, and for the use on behalf of its successors assigns, or other legal representatives.

ASSIGNOR;

PURIFIED WATER TO GO CORPORATION

Dated: September 10, 2001

By: 
Name: Ronald K. Quinn
Title: PRESIDENT

SCHEDULE A

<u>Registration No.</u>	<u>Mark</u>	<u>Classes</u>
1,934,493	PROVIDING SUPERIOR QUALITY	30, 32
1,941,296	WATER ETC.	42
1,949,803	WATER TO GO	42
2,022,848	WATER STORE & Design	30, 32
2,068,133	PURE & FRESH 12 STAGE WATER PURIFICATION SYSTEM	11
2,164,943	WATER STORE NETWORK & Design	30, 32