

05-28-2002

Our ref.: 97254.R
FORM PTO-1594

1-31-92



102103942

COVER SHEET

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

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

1. Name of conveying party(ies): 5-6-02
 City Club Beverage Corp.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State- New York
 Other _____
 Additional name(s) of conveying party(ies) attached?
 Yes No

2. Name and address of receiving party(ies):
 Name: Premium Beverage Packers, Inc.
 Internal Address: 1090 Spring Street
 Street Address: 1090 Spring Street
 City: Wyomissing State: PA ZIP: 19610
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Pennsylvania
 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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
 Execution Date: April 8, 2002

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) _____
 B. Trademark registration No.(s) 2,356,463
 Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: EUGENE E. RENZ, JR.
 Internal Address: P.O. BOX 2056
205 N. MONROE STREET
MEDIA, PA 19063
 Street Address: P.O. BOX 2056
205 N. MONROE STREET
 City: MEDIA State: PA ZIP: 19063

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41):.....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit Account number:
18-0990
 (Attached 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.
Eugene E. Renz, Jr.

 Name of Person Signing

[Handwritten Signature]

 Signature
5/2/2002

 Date

Total number of pages comprising cover sheet:

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents and Trademarks
 Box Assignments
 Washington, DC 20231

05/24/2002 GTDM11 00000112 180990 2356463
 01 FC:481 40.00 CH

TRADEMARK
 REEL: 002513 FRAME: 0277

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TRADEMARK ASSIGNMENT

WHEREAS, City Club Beverage Corp., a New York corporation having its principal offices at **164-48 85th Street, Howard Beach, NY 11414**, (hereinafter referred to as "**ASSIGNOR**") is the owner of certain trademark rights in the United States to trademark(s) listed on attached **SCHEDULE "A"**; and

WHEREAS, Premium Beverage Packers, Inc. a Pennsylvania corporation having its principal offices at **1090 Spring Street, Wyomissing, PA 19610**, (hereinafter referred to as "**ASSIGNEE**"), desires to purchase said trademark rights;

NOW, THEREFORE, THIS IS TO WITNESS, that in consideration of the sum of One Dollar (\$1.00) paid to **ASSIGNOR** by **ASSIGNEE**, the receipt of which is hereby acknowledged, and for other good and valuable consideration:

1. **ASSIGNOR** hereby sells, assigns and sets over unto **ASSIGNEE**, its successors and assigns, the entire right, title and interest in and to the registered mark(s) listed on **SCHEDULE "A"** attached, together with the good will of the business in connection with which said trademark(s) is/are used.

2. **ASSIGNOR** hereby sells, assigns and sets over unto **ASSIGNEE**, its successors and assigns, any and all claims, demands or rights of action which it has or might have by reason of any infringements of said trademark(s) prior to the date of this Assignment, together with the right to prosecute such claims, demands or rights of action in **ASSIGNEE**'s own name.

3. **ASSIGNOR** hereby agrees to execute and deliver to **ASSIGNEE** such instruments and documents as shall be required to confirm in **ASSIGNEE** the ownership of the rights transferred by **ASSIGNOR** to **ASSIGNEE** by this Agreement.

IN WITNESS WHEREOF, **ASSIGNOR**, expressly intending to be legally bound thereby, has caused this Assignment to be duly executed and its corporate seal affixed as of the 9th day of APRIL, 2002.

CITY CLUB BEVERAGE CORP.



By: _____
Name: Dorothy Raffaele
Its: President

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SCHEDULE "A"

Trademark

Registration No.

Registration Date

CITY CLUB

2,356,463

June 13, 2000