

08-04-2003



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SHEET

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

RES

To The Honorable Commission  
copy thereof.

and the attached original documents or

1. Name of conveying party(ies):

Name: B & R WATER CORPORATION.  
Address: 5595 EQUITY AVE. 1-27-03  
SUITE 500  
City: RENO State: NV Zip: 89502  
Individual(s) Association  
General Partnership Limited Partnership  
 Corporation-State of: DELAWARE  
Other:

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

Name: KRAFT FOODS HOLDINGS, INC.  
Address: THREE LAKES DRIVE  
City: NORTHFIELD State: IL Zip: 60093  
Individual(s) Association  
General Partnership Limited Partnership  
 Corporation-State of: DELAWARE  
Other:

JAN 27 2003

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

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

3. Nature of Conveyance:

Assignment Merger  
Security Agreement Change of Name  
Other

(Designations must be a separate document from Assignment)

Additional names(s) & address(es) attached?  
Yes No

Execution Date:

12/20/2002  
Dec. 20, 2002

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,011,374 - AQUA FALLS

Additional numbers attached? Yes (If yes, then attach numbers on a separate sheet and send along with this page)

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

Name: BARTON M. ZEDD  
Company: KRAFT FOODS  
Street Address: THREE LAKES DRIVE  
City: NORTHFIELD State: IL Zip: 60093

6. Total number of applications and registrations invoiced: 1

7. Total fee (37 CFR 3.41): \$ 40.00  
\$40 for one mark; \$25 each additional

Enclosed  
 Authorized to be charged to deposit account #11-1650  
if any additional fees are required.

8. Deposit account number: 11-1650  
(Attach duplicate copy of this page if paying by deposit  
account)

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.

Name of Person Signing BARTON M. ZEDD

Signature

Date:

1/21/03

Total number of pages comprising cover sheet:

02/14/2003 TDIAZ1 00000085 111650 2011374

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TRADEMARK  
REEL: 002792 FRAME: 0539

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**EXHIBIT 1**

**TRADEMARK ASSIGNMENT**

**WHEREAS**, B & R WATER CORPORATION, a Delaware corporation, whose principal address is 5595 Equity Avenue, Suite 500 Reno, Nevada 89502 formerly of 4849 Frankford Road #1026, Dallas, Texas, 75287 (hereinafter, "Assignor") desires to assign to KRAFT FOODS HOLDINGS, INC., a Delaware corporation, whose principal address is Three Lakes Drive, Northfield, Illinois, 60093 (hereinafter, "Assignee") all of Assignor's right, title and interest in and to the trademark identified on Schedule A, including any and all registrations and/or pending applications therefor (hereinafter, the "Mark"); and

**WHEREAS**, Assignee desires to acquire Assignor's right, title and interest in and to the Mark;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, transfer and convey to Assignee all of Assignor's right, title and interest in and to the Mark, together with the goodwill of the business associated with and which is symbolized by the Mark.

Assignor hereby authorizes and requests the Assistant Commissioner of Trademarks to record Assignee as the owner of the entire right, title and interest in and to the Mark, for the sole use and enjoyment of Assignee, its successors, assigns or other legal representatives.

IN WITNESS WHEREOF, Assignor has executed this assignment this 20 day of December, 2002.

**B & R WATER CORPORATION**

By: 

Name: GARY R. GARCIA

Title: VICE PRESIDENT