

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

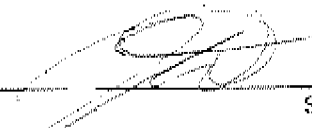
<p>1. Name of conveying party(ies):</p> <p>ARRESE & GIRO</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation - Spain <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>PANS & COMPANY INTERNATIONAL, S.L. Alcalde Barnils 64-68 Ed. B, Pl, 2a Parc Empresarial Can Sant Joan Sant Cugat del Valles Barcelona, E-08190 Spain</p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation - Spain <input type="checkbox"/> Other _____</p> <p>Domestic representative is attached: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: May 19, 2005</p>	

<p>4. (A.) Trademark Application No.(s)</p>	<p>4. (B.) Trademark Registration No.(s)</p> <p>2596954</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
---	---

<p>5. Correspondence should be mailed to:</p> <p>VICTOR M. TANNENBAUM ABELMAN, FRAYNE & SCHWAB 666 Third Avenue New York, New York 10017</p>	<p>6. Total number of applications and registrations involved:..... 1</p> <p>7. Total fee (37 CFT 3.41): \$ 40.00</p> <p><input type="checkbox"/> Enclosed (The said Deposit Account should be charged for any official fee not fully covered by the enclosed check)</p> <p><input checked="" type="checkbox"/> Authorized to be charged to deposit account Deposit account number: 01-0035 (Attach duplicate copy of this page if paying by deposit account)</p>
---	--

DO NOT USE THIS SPACE

8. 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.

VICTOR M. TANNENBAUM  9/26/05
Name of Person Signing Signature Date

Total number of pages comprising cover sheet, attachments and documents: **3**

CH \$40.00 010035 2596954

TRADEMARK

U.S.A.

ASSIGNMENT


WHEREAS, ARRESE & GIRO, S.A. a company organized and existing under the laws of SPAIN, with an office at Sant Cugat del Valles, E-08190 Barcelona (Spain) Alcalde Barnils 64-68 Ed. B, Parc Empresarial Can Sant Joan (hereinafter called the ASSIGNOR) is the owner of and has adopted, used and is using the following trademark registered in United States Patent and Trademark Office or for which applications for registration have been filed in the United States Patent and Trademark Office:

<u>Trademark</u>	<u>Number</u>	<u>Class</u>
FRESC CO (device)	Reg. 2.596.954	42

AND WHEREAS, PANS & COMPANY INTERNATIONAL, S.L., a corporation organized and existing under the laws of SPAIN, located at Alcalde Barnils 64-68 Ed. B, Pl, 2^a, Parc Empresarial Can Sant Joan, Sant Cugat del Valles, Barcelona, E- 08190 (SPAIN) (hereinafter called the ASSIGNEE) is desirous of acquiring the right, title and interest in and to the said trademark and the registration thereof;

NOW, THEREFORE, in consideration of U.S.\$ 1,000 and other good and valuable consideration, the receipt of which is hereby acknowledged, the said ASSIGNOR by these presents does sell, assign and transfer unto the said ASSIGNEE, its successor and assigns, its right, title and interest in and to the said trademark, trademark registration and trademark application, together with that part of the goodwill of the ASSIGNOR's business connected with the use of and symbolized by the said trademark.

IN WITNESS WHEREOF, the said ASSIGNOR has hereunto executed this instrument this 19th day of May, 2005.



ARRESE & GIRO, S.A.

By Ignacio Ferrer Pellicer (Attorney-in-fact)

LEGGIT.

Notary

TRADEMARK

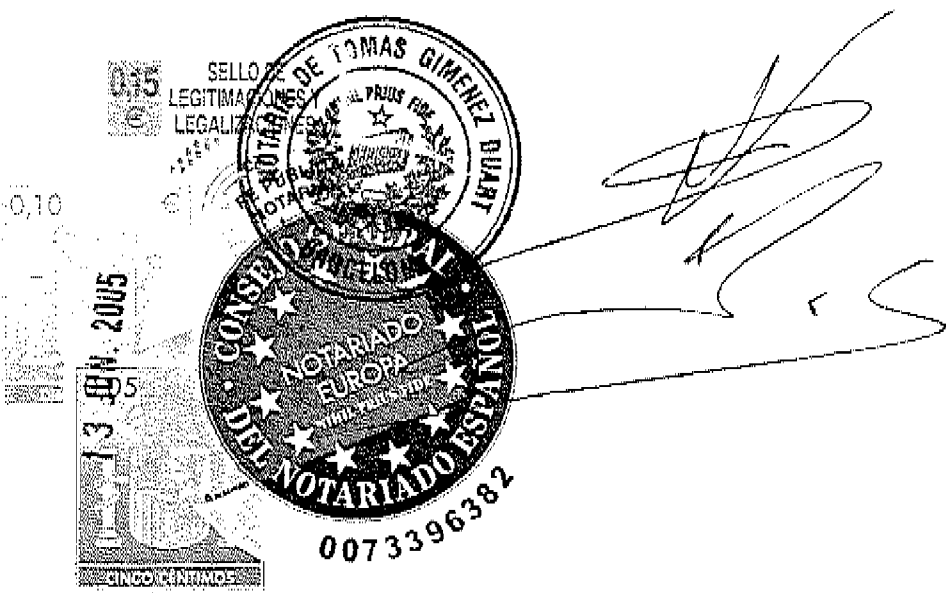
REEL: 003202 FRAME: 0843

-MACIÓN.-

YO, TOMÁS GIMÉNEZ DUART, NOTARIO DEL ILLUSTRE COL·LEGI DE NOTARIS DE CATALUNYA, Y POR OPOSICIÓN NOTARIO DE BARCELONA,-----

DOY FE: De que considero legítima la firma que antecede de DON IGNACIO FERRER PELLICER. La presente legitimación se efectúa a los solos fines de surtir efecto en República Federal de los ESTADOS UNIDOS DE AMÉRICA y causa el asiento número 253 del libro indicador número 8.-----

En Barcelona, a 13 de junio de 2005.-----



UNITED STATES

REVOCATION AND NEW POWER OF ATTORNEY

Mark: FRESC CO (device)

Registration: 2.596.954

Serial N°:

Classes: 42

Owner:

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Abelman, Frayne & Schwab, whose postal address is ^{666 Third Avenue} ~~150 East 42nd Street~~, New York, New York 10017-5612, U.S.A. is hereby designated applicant's representative upon whom notices or process in proceedings affecting the mark may be served.

POWER OF ATTORNEY

Applicant hereby revokes all previous Powers of Attorney and hereby appoints jointly and severally, with full power of substitution, the power of appointment of an associate attorney and the power of revocation

LAWRENCE E. ABELMAN

VICTOR M. TANNENBAUM

GABRIEL M. FRAYNE

PETER J. LYNFIELD

JEFFREY A. SCHWAB

STEWART J. FRIED

NORMAN S. BEIER

HOWARD P. PECK

ALAN J. HARTNICK

Members of the Bar of the State of New York, whose address is ABELMAN, FRAYNE & SCHWAB, 150 East 42nd Street, New York, New York 10017-5612 U.S.A. to transact business in the Patent and Trademark Office in connection with our trademarks, applications therefore, and registrations which have or will issue thereon.



JBA

By: PANS & COMPANY INTERNATIONAL, S.L. (Josep Bayà Aparicio, Authorized representative)

Date: 19th May, 2005