

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Tully's Coffee Corporation		03/27/2009	CORPORATION: WASHINGTON

RECEIVING PARTY DATA

Name:	Green Mountain Coffee Roasters, Inc.
Street Address:	33 Coffee Lane
City:	Waterbury
State/Country:	VERMONT
Postal Code:	05676
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 40

Property Type	Number	Word Mark
Serial Number:	78976010	T
Serial Number:	78362533	TULLY'S
Serial Number:	78362541	TULLY'S
Serial Number:	78288855	TULLY'S
Serial Number:	78288857	TULLY'S
Serial Number:	78421822	TULLY'S
Serial Number:	78288859	TULLY'S
Serial Number:	78297568	TULLY'S ROASTERS OF FINE COFFEE
Serial Number:	78293147	TULLY'S ROASTERS OF FINE COFFEE
Serial Number:	78290769	TULLY'S ROASTERS OF FINE COFFEE
Serial Number:	78289494	TULLY'S COFFEE
Serial Number:	78289499	TULLY'S COFFEE
Serial Number:	78289506	TULLY'S COFFEE
Serial Number:	78289503	TULLY'S COFFEE

CH \$1015.00 78976010

Serial Number:	78290037	TULLY'S COFFEE
Serial Number:	78290041	TULLY'S COFFEE
Serial Number:	78290044	TULLY'S COFFEE
Serial Number:	78329734	T
Serial Number:	78290046	T
Serial Number:	78290049	T
Serial Number:	78290051	T
Serial Number:	78290787	T
Serial Number:	78297858	T
Serial Number:	78421828	TANGO
Serial Number:	78362738	TULLY'S ICE CREAM SOFTENED TO PERFECTION
Serial Number:	78407406	SPIN
Serial Number:	78421859	BASEBALL BLEND
Serial Number:	78421856	COMPADRE BLEND
Serial Number:	78421854	MADISON BLEND
Serial Number:	78379447	TULLY'S COFFEE HANDCRAFTED CUSTOM ROASTED COFFEE GROUND NET WEIGHT 12 OZ (34 OG)
Serial Number:	74731366	TULLY'S
Serial Number:	74732538	TULLY'S
Serial Number:	75211363	TULLY'S ROASTERS OF FINE COFFEE
Serial Number:	75211522	TULLY'S
Serial Number:	75097761	TULLY'S ROASTERS OF FINE COFFEE
Serial Number:	78829932	BELLACCINO
Serial Number:	75453688	BELLACCINO
Serial Number:	78829924	BELLACCINO
Serial Number:	78829926	BELLACCINO
Serial Number:	78065919	TULLY'S TANGO

CORRESPONDENCE DATA

Fax Number: (646)728-2841
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212.596.9000
Email: tmfilings@fishneave.com
Correspondent Name: Nicholas J. Vogt
Address Line 1: Ropes & Gray LLP
Address Line 2: 1211 Avenue of the Americas
Address Line 4: New York, NEW YORK 10036-8704

ATTORNEY DOCKET NUMBER:	103198-0015
NAME OF SUBMITTER:	Nicholas J. Vogt
Signature:	/Nicholas J. Vogt/
Date:	04/08/2009
<p>Total Attachments: 19</p> <p>source=TullysGreenMountainAssignment#page1.tif source=TullysGreenMountainAssignment#page2.tif source=TullysGreenMountainAssignment#page3.tif source=TullysGreenMountainAssignment#page4.tif source=TullysGreenMountainAssignment#page5.tif source=TullysGreenMountainAssignment#page6.tif source=TullysGreenMountainAssignment#page7.tif source=TullysGreenMountainAssignment#page8.tif source=TullysGreenMountainAssignment#page9.tif source=TullysGreenMountainAssignment#page10.tif source=TullysGreenMountainAssignment#page11.tif source=TullysGreenMountainAssignment#page12.tif source=TullysGreenMountainAssignment#page13.tif source=TullysGreenMountainAssignment#page14.tif source=TullysGreenMountainAssignment#page15.tif source=TullysGreenMountainAssignment#page16.tif source=TullysGreenMountainAssignment#page17.tif source=TullysGreenMountainAssignment#page18.tif source=TullysGreenMountainAssignment#page19.tif</p>	

TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT, dated as of March 27, 2009, is entered into by and between TULLY'S COFFEE CORPORATION, a Washington corporation with its head offices located at 3100 Airport Way South, Seattle, Washington 98134 ("Assignor"), and GREEN MOUNTAIN COFFEE ROASTERS, INC., a Delaware corporation, with its head office located at 33 Coffee Lane, Waterbury, Vermont 05676 ("Assignee").

W T N E S S E T H:

WHEREAS, the Assignor and the Assignee are parties to that certain Asset Purchase Agreement (the "Agreement"), dated September 15, 2008, as amended and from time to time in effect, and pursuant to which the Assignor has assigned all right, title and interest to all registered trademarks and pending applications owned by the Assignor throughout the world as identified in the attached Schedule A (collectively referred to as the "Trademarks"), and all goodwill of any business associated and connected therewith or symbolized thereby; and

WHEREAS, pursuant to the Agreement, the Assignee has acquired all right, title and interest in and to the Trademarks, and the parties wish to record such acquisition in the U.S. Patent and Trademark Office.

NOW, THEREFORE, for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereby agree as follows:

1. The Assignor hereby assigns to the Assignee all of the Assignor's right, title and interest in and to the Trademarks listed in the attached Schedule A, the goodwill represented by said Trademarks, all proceeds therefrom, all administrative rights relating thereto, including, without limitation the right to prosecute registration applications and oppose or seek to cancel third party registrations, and all choses-in-action pertaining thereto, including, without limitation, the right to bring an action at law or in equity for any infringement, dilution or violation of any of the Trademarks occurring prior to the date hereof, and to collect all damages, settlements and proceeds relating to the Trademarks.

2. Notwithstanding anything to the contrary contained herein, the Trademarks shall not include any trademark application that would be deemed invalidated, canceled or abandoned due to the contribution, assignment and/or conveyance of the Trademarks hereunder.

3. This Trademark Assignment may be executed simultaneously in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

4. This Trademark Assignment is subject to all the terms and conditions of the Agreement. The parties intend that this Trademark Assignment is for recordation purposes only and its terms shall not modify the applicable terms and conditions of the Agreement, which govern the parties' rights and interests in the Trademarks.

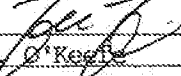
5. Assignor agrees to provide all assistance reasonably requested by Assignee to fulfill the purposes of this Trademark Assignment, including executing further consistent assurances, confirmation, assignments, transfers, and releases, and providing good faith testimony by affidavit, declaration, deposition, or other means. If, for any reason, Assignee is unable, after reasonable effort, to secure Assignor's signature on any document needed to procure or perfect Assignee's interest in any of the Trademarks, Assignor hereby appoints Assignee as its attorney in fact, with full power of substitution, on behalf of the Assignor and for the benefit of Assignee, to execute and enter into any documentation relating to the Trademarks, to secure recordation or registration of the Trademarks and of this Trademark Assignment, to demand and receive any and all of the Trademarks, to give receipts and releases for and in respect of the Trademarks, to institute and prosecute in the name of the Assignor any proceedings at law, in equity, or otherwise, and to take any other action that Assignee deems necessary or desirable to perfect or enforce its rights in the Trademarks. Assignor stipulates and agrees that such appointment is a right coupled with an interest, and that such appointment will survive the incapacity or unavailability of the Assignor at any future time.

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IN WITNESS WHEREOF, each of the undersigned has caused this Trademark Assignment to be signed by its duly authorized officer as of the date first written above.

ASSIGNOR

TULLY'S COFFEE CORPORATION

By: 
Name: Tom T. O'Keefe
Title: Chairman of the Board and Director

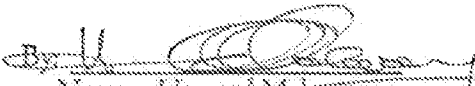
ACCEPTED:

ASSIGNEE

GREEN MOUNTAIN COFFEE ROASTERS, INC.

By: _____
Name:
Title:

By: _____
Name: _____
Title: _____

By: 
Name: Howard Matovany
Title: Vice General

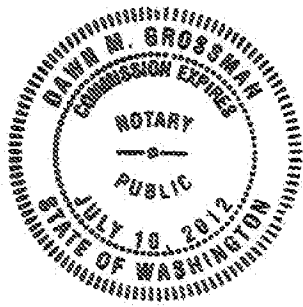
TULLY'S COFFEE CORPORATION

STATE OF WASHINGTON

COUNTY OF KING

This Trademark Assignment was acknowledged before me on this 25th day of March, 2009, by Tom T. O'Keefe, as Chairman of the Board and Director of Tully's Coffee Corporation, a Washington corporation, on behalf of said corporation.

WITNESS my hand and official seal.



Dawn M Grossman


Notary Public in and for
The State of Washington

Dawn M. Grossman

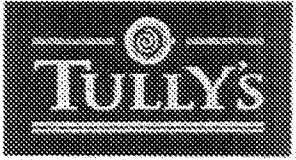
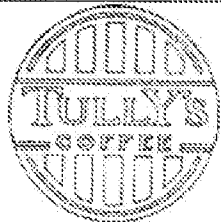
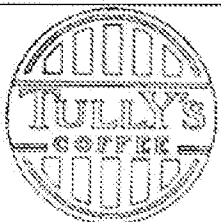

Printed or Typed Name of Notary

My Appointment Expires 7/10/2012

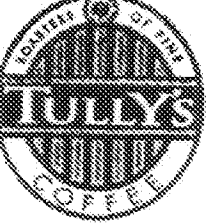
Schedule A

Trademark Status	Status	Application No.	Filing Date	Reg. No.	Reg. Date	Class	Country
	Registered	878794	12-Jun-01	878794	29-May-02	30 Int., 35 Int., 42 Int.	Australia
BELLACCINO	Registered		15-Mar-06	Australia Reg No. 1121081 Int'l Reg. No 885321	15-Mar-06	30 Int.	Australia through International Register
	Registered		28-Sep-06	Australia Reg. No. 1154192 Int'l Reg. No. 907747	28-Sep-06	30 Int., 43 Int.	Australia through International Register
	Pending	117028	20-Jul-08			30 Int.	Bangladesh
	Pending	117029	20-Jul-08			43 Int.	Bangladesh
	Registered	34451	05-Dec-01	34451	05-Dec-01	30 Int., 35 Int., 42 Int.	Brunei Darussalam
	Allowed	1205691	09-Feb-04			21 Int., 25 Int., 29 Int., 30 Int., 32 Int., 35 Int., 43 Int.	Canada

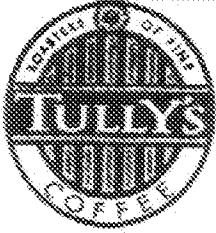


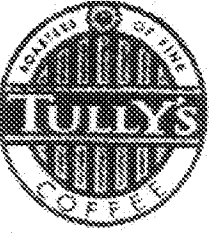
Schedule A

Trademark Status	Status	Application No.	Filing Date	Reg. No.	Reg. Date	Class	Country
TULLY'S	Registered	859106	17-Oct-97	TMA669028	31-Jul-06	30 Int., 35 Int., 42 Int.	Canada
	Registered	859105	17-Oct-97	TMA665657	06-Jun-06	30 Int., 35 Int., 42 Int.	Canada
BELLACCINO	Allowed	1294247	20-Mar-06			30 Int., 32 Int.	Canada
TULLY'S	Registered	9700114735	30-Oct-97	1253051	07-Mar-99	30 Int.	China (Peoples Republic)
TULLY'S	Registered	9700114734	30-Oct-97	1235907	28-Dec-98	42 Int.	China (Peoples Republic)
	Registered		28-Sep-06	907747	28-Sep-06	30 Int., 43 Int.	China (Peoples Republic) through International Register
BELLACCINO	Registered		15-Mar-06	885321	15-Mar-06	30 Int.	European Community through International Register
	Registered		28-Sep-06	907747	28-Sep-06	30 Int., 43 Int.	European Community through International Register
TULLY'S	Registered	1261387	30-Jul-99	001261387	20-Feb-02	30 Int., 35 Int., 39 Int., 42 Int.	European Community
	Registered	1275874	12-Aug-99	001275874	20-Feb-02	30 Int., 35 Int., 42 Int.	European Community

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Trademark Status	Status	Application No.	Filing Date	Reg. No.	Reg. Date	Class	Country
	Registered	300730935	28-Sep-06	300730935	24-Apr-07	30 Int., 43 Int.	Hong Kong
	Registered	200109531	14-Jun-01	200208618AA	10-Jul-02	30 Int., 35 Int., 42 Int.	Hong Kong
	Pending		15-Jul-08			30 Int., 42 Int.	India
	Published	J00-2006- 033499	09-Oct-06			43 Int.	Indonesia
	Published	D00 2006 033498	09-Oct-06			30 Int.	Indonesia
	Registered	D00-2001- 013381	22-Jun-01	505752	17-Apr-02	30 Int.	Indonesia


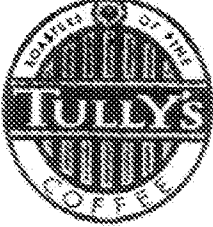
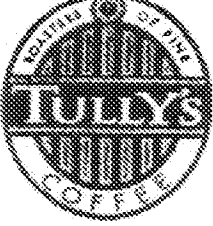


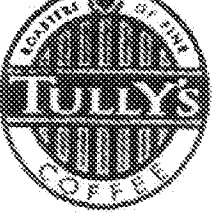
Schedule A

Trademark Status	Status	Application No.	Filing Date	Reg. No.	Reg. Date	Class	Country
	Registered	J00-2001-013380	22-Jun-01	510035	25-Jun-02	35 Int.	Indonesia
	Registered	J00-2001-013379	22-Jun-01	510034	25-Jun-02	42 Int.	Indonesia
BELLACCINO	Registered		15-Mar-06	885321	15-Mar-06	30 Int.	Int'l Registration Madrid Protocol – Australia, European Community, Japan, Rep. of Korea, Russian Federation, and Singapore
	Registered		28-Sep-06	907747	28-Sep-06	30 Int., 43 Int.	Int'l Registration Madrid Protocol – Australia, China, European Community, and South Korea
BELLACCINO	Registered		24-Jul-06	885321	24 July-06	30 Int.	Japan through International Register
	Registered	40-1997-0013119	24-Mar-97	400421490	16-Sep-98	30 Int., 32 Int.	Korea, Republic of


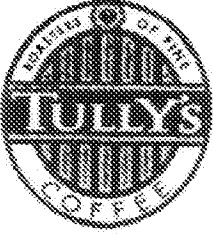



Schedule A

Trademark Status	Status	Application No.	Filing Date	Reg. No.	Reg. Date	Class	Country
	Registered	41-1997-0003904	24-Mar-97	410047032	16-Sep-98	35 Int., 43 Int.	Korea, Republic of
BELLACCINO	Registered		15-Mar-06	885321	15-Mar-06	30 int.	Korea, Republic of through International Register
	Published	907747	28-Sep-06			30 Int., 43 Int.	Korea, Republic of through International Register
TULLY'S	Registered	45-2004-0000637	24-Feb-04	450012317	15-Apr-05	30 Int., 43 Int.	Korea, Republic of
	Registered	45-2001-0002086	12-Jun-01	450007227	03-Apr-03	30 Int., 35 Int., 42 Int.	Korea, Republic of
	Published	N/37522	22-Jul-08			43 Int.	Macao
	Published	N/37521	22-Jul-08			30 Int.	Macao

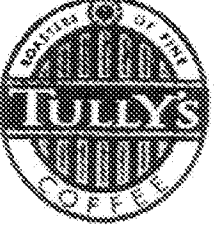

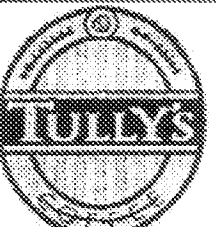
Schedule A

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	Registered	N/008270	21-Jun-01	N/008270	22-Feb-02	30 Int.	Macao
	Registered	N/008272	21-Jun-01	N/008272	20-Feb-02	35 Int.	Macao
	Registered	N/008271	21-Jun-01	N/008271	22-Feb-02	42 Int.	Macao
	Pending	08013957	16-Jul-08			30 Int.	Malaysia
	Pending	08013958	16-Jul-08			43 Int.	Malaysia
	Registered	2001/07989	27-Jun-01	01007989	16-Jan-04	30 Int.	Malaysia

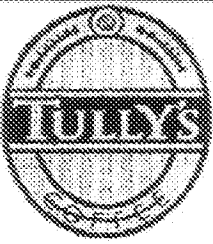
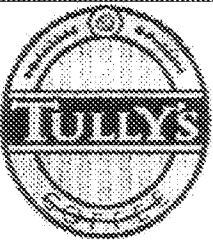



Schedule A

Trademark Status	Status	Application No	Filing Date	Reg. No	Reg. Date	Class	Country
	Registered	2001/07960	26-Jun-01	01007960	29-Sep-04	35 Int.	Malaysia
	Registered	2001/07990	27-Jun-01	01007990	24-Aug-04	43 Int.	Malaysia
TULLY'S	Registered	704668	01-Mar-05	932152	28-Apr-06	30 Int.	Mexico
	Registered	704667	01-Mar-05	932151	28-Apr-06	30 Int.	Mexico
TULLY'S	Registered	704669	01-Mar-05	1007278	19-Oct-07	43 Int.	Mexico
	Pending	704670	01-Mar-05			43 Int.	Mexico
BELLACCINO	Registered	772583	17-Mar-06	927875	30-Mar-06	30 Int.	Mexico
	Registered	642800	01-Aug-01	642800	12-Mar-02	30 Int., 35 Int., 42 Int.	New Zealand
	Registered	756003	28-Sep-06	756003	13-Dec-07	30 Int., 43 Int.	New Zealand


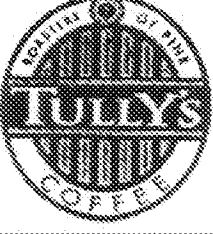
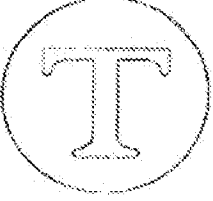


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Trademark Status	Status	Application No.	Filing Date	Reg. No.	Reg. Date	Class	Country
	Pending	253304	16-Jul-08			30 Int.	Pakistan
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	Registered	4-2001-004471	22-Jun-01	4-2001-004471	25-Dec-05	30 Int., 35 Int., 42 Int.	Philippines
BELLACCINO	Registered		15-Mar-06	885321	15-Mar-06	30 Int.	Russian Federation through International Register
	Registered	2001717871	15-Jun-01	284776	23-Mar-05	30 Int., 35 Int., 42 Int.	Russian Federation
TULLY'S	Registered	T99/07375A	16-Jul-99	T99/07375A	16-Jul-99	30 Int.	Singapore
TULLY'S	Registered	T99/07376Z	16-Jul-99	T99/07376Z	29-Aug-01	42 Int.	Singapore
BELLACCINO	Registered		15-Mar-06	885321	15-Mar-06	30 Int.	Singapore through International Register
	Registered	T99/08215G	04-Aug-99	T99/08215G	06-Sep-01	30 Int.	Singapore

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Trademark Status	Status	Application No.	Filing Date	Reg. No.	Reg. Date	Class	Country
	Registered	T99/08216E	04-Aug-99	T99/08216E	17-Oct-01	42 Int.	Singapore
	Registered	T00/02834A	24-Feb-00	T00/02834A	05-Aug-02	35 Int.	Singapore
TULLY'S	Registered	T00/04891A	17-Mar-00	T00/04891A	14-Feb-02	35 Int.	Singapore
TULLY'S	Registered	90024539	15-Jun-01	171067	16-Oct-02	35 Int.	Taiwan
TULLY'S	Registered	88034428	15-Jul-99	921331	16-Dec-00	30 Int.	Taiwan
TULLY'S	Registered	88035008	19-Jul-99	128542	01-Sep-00	42 Int.	Taiwan
	Registered	457502	25-Jun-01	Bor17324	27-Aug-02	42 Int.	Thailand
	Registered	646465	29-Nov-06	Kor274743	17-Jan-08	30 Int.	Thailand
	Registered	640815	03-Oct-06	Bor36712	07-Jan-08	43 Int.	Thailand



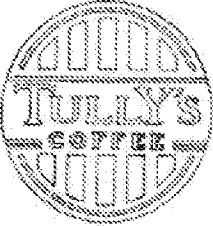

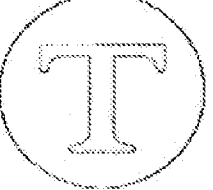
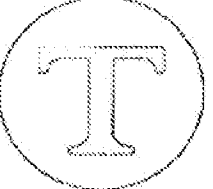
Schedule A

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	Registered	457501	25-Jun-01	Bor17301	23-Aug-02	35 Int.	Thailand
	Registered	78/976010	21-Aug-03	3117277	18-Jul-06	35 Int.	United States of America
	Registered	74/094673	07-Sep-90	1661868	22-Oct-91	30 Int.	United States of America
SPINELLI	Registered	74/094675	07-Sep-90	1664276	12-Nov-91	30 Int.	United States of America
	Registered	75/209712	09-Dec-96	2119772	09-Dec-97	42 Int.	United States of America
TULLY'S	Registered	78/362533	04-Feb-04	2927948	22-Feb-05	21 Int.	United States of America
TULLY'S	Registered	78/362541	04-Feb-04	2934899	22-Mar-05	25 Int.	United States of America
TULLY'S	Registered	78/288855	18-Aug-03	2936078	29-Mar-05	29 Int.	United States of America
TULLY'S	Registered	78/288857	18-Aug-03	2908497	07-Dec-04	30 Int.	United States of America
TULLY'S	Registered	78/421822	19-May-04	2936468	29-Mar-05	32 Int.	United States of America
TULLY'S	Registered	78/288859	18-Aug-03	2908498	07-Dec-04	35 Int.	United States of America

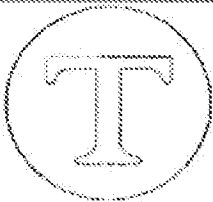
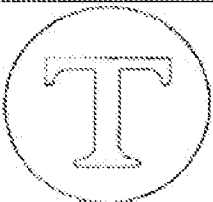
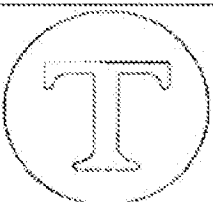
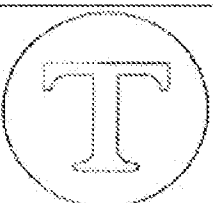
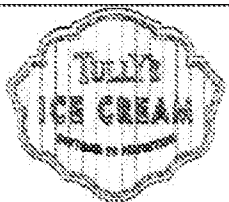
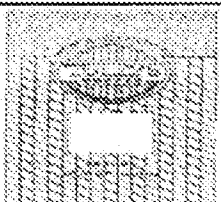
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Trademark Status	Status	Application No.	Filing Date	Reg. No.	Reg. Date	Class	Country
	Registered	78/297568	08-Sep-03	3002607	04-Oct-05	29 Int.	United States of America
	Registered	78/293147	27-Aug-03	2937771	05-Apr-05	30 Int.	United States of America
	Registered	78/290769	21-Aug-03	2951412	17-May-05	35 Int.	United States of America
	Registered	78/289494	19-Aug-03	2980786	02-Aug-05	21 Int.	United States of America
	Registered	78/289499	19-Aug-03	2934768	22-Mar-05	25 Int.	United States of America
	Registered	78/289506	19-Aug-03	2906504	30-Nov-04	29 Int.	United States of America

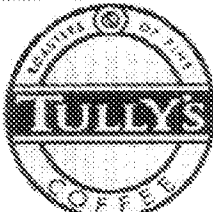
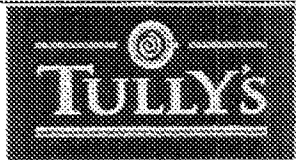
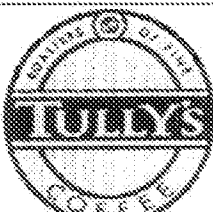
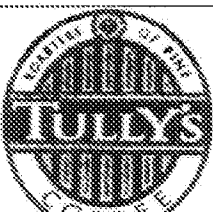
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Trademark Status	Status	Application No	Filing Date	Reg. No.	Reg. Date	Class	Country
	Registered	78/289503	19-Aug-03	2906503	30-Nov-04	30 Int.	United States of America
	Registered	78/290037	20-Aug-03	2912974	21-Dec-04	32 Int.	United States of America
	Registered	78/290041	20-Aug-03	2910741	14-Dec-04	35 Int.	United States of America
	Registered	78/290044	20-Aug-03	2928741	01-Mar-05	43 Int.	United States of America
	Registered	78/329734	18-Nov-03	2934857	22-Mar-05	25 Int.	United States of America
	Suspended	78/290046	20-Aug-03			29 Int.	United States of America

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Trademark Status	Status	Application No.	Filing Date	Reg. No.	Reg. Date	Class	Country
	Suspended	78/290049	20-Aug-03			30 Int.	United States of America
	Suspended	78/290051	20-Aug-03			32 Int.	United States of America
	Registered	78/290787	21-Aug-03	3044359	17-Jan-06	35 Int.	United States of America
	Registered	78/297858	09-Sep-03	2947750	10-May-05	43 Int.	United States of America
TANGO	Registered	78/421828	19-May-04	3128681	15-Aug-06	32 Int.	United States of America
	Registered	78/382738	04-Feb-04	2925315	08-Feb-05	30 Int.	United States of America
SPIN	Registered	78/407406	23-Apr-04	2942183	19-Apr-05	30 Int.	United States of America
BASEBALL BLEND	Registered	78/421859	19-May-04	2983227	09-Aug-05	30 Int.	United States of America
COMPADRE BLEND	Registered	78/421856	19-May-04	2976090	26-Jul-05	30 Int.	United States of America
MADISON BLEND	Registered	78/421854	19-May-04	2976089	26-Jul-05	30 Int.	United States of America
	Registered	78/379447	05-Mar-04	2994587	13-Sep-05	30 Int.	United States of America

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Trademark Status	Status	Application No.	Filing Date	Reg. No.	Reg. Date	Class	Country
TULLY'S	Registered	74/731386	20-Sep-95	2806015	20-Jan-04	42 Int.	United States of America
TULLY'S	Registered	74/732538	20-Sep-95	2787759	02-Dec-03	30 Int.	United States of America
	Registered	75/211363	11-Dec-96	2918289	18-Jan-05	35 Int., 42 Int.	United States of America
	Registered	75/211522	11-Dec-96	2918290	18-Jan-05	35 Int., 42 Int.	United States of America
	Registered	75/097761	02-May-98	2918288	18-Jan-05	30 Int.	United States of America
BELLACCINO	Allowed	78/829932	06-Mar-06			36 Int.	United States of America
BELLACCINO	Registered	75/453688	20-Mar-98	2369199	18-Jul-00	30 Int.	United States of America
BELLACCINO	Registered	78/829924	06-Mar-06	3399874	18-Mar-08	29 Int.	United States of America
BELLACCINO	Allowed	78/829926	06-Mar-06			30 Int.	United States of America
TULLY'S TANGO	Registered	78/065919	25-May-01	2841455	11-May-04	32 Int.	United States of America
	Registered	4-2001-02712 NH	15-Jun-01	42663	07-Aug-02	30 Int., 35 Int., 42 Int.	Vietnam