

10-09-1998

EET

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office



-Y

100847736

Tab settings

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

9-23-98

1. Name of conveying party(ies):

AWI, Inc.

- Individual(s)
- General Partnership
- Corporation-State Texas
- Other

- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

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

1998 SEP 23 PM 2:53

Name: Artesia Water Company, Inc.

Internal Address: UPR/FINANCE

Street Address: 4671 Walzem Road

City: San Antonio State: TX ZIP: 78218

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State Texas

Other

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: July 20, 1998

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,233,841

1,233,842

Additional numbers

Yes No

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

Name: Kirt S. O'Neill, Esq.

Internal Address:

Akin, Gump, Strauss, Hauer & Feld, L.L.P.

1500 NationsBank Plaza

Street Address: 300 Convent Street

City: San Antonio State: TX ZIP: 78205

6. Total number of applications and registrations involved:.....

2

7. Total fee (37 CFR 3.41):.....\$ \$65.00

Enclosed

Authorized to be charged to deposit account

The Commissioner is hereby authorized to charge any deficiency in the payment of the required fee(s) or credit any overpayment to Deposit Account No. 01-0477. A Duplicate copy of this sheet is enclosed.

10/08/1998 BNGUYEN 00000356 1233841

DO NOT

01 FC:481
02 FC:482

40.00 OP
25.00 OP

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.

Kirt S. O'Neill, Esq.

Kirt S. O'Neill

September 22, 1998

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and

4

TRADEMARK

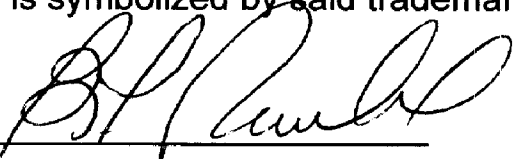
REEL: 1797 FRAME: 0542

TRADEMARK ASSIGNMENT

WHEREAS, AWI, Inc., formerly known as Artesia Waters, Inc., a corporation organized and existing under the laws of the State of Texas, and having its principal place of business at 4671 Walzem Road, San Antonio, Texas 78218, hereinafter referred to as Assignor, is the owner of trademark registrations, which are listed in Schedule A attached hereto and made a part hereof (the "Trademarks"); and

WHEREAS, Artesia Water Company, Inc., a corporation organized under the laws of the State of Texas, whose address is 4671 Walzem Road, San Antonio, Texas 78218, hereinafter referred to as Assignee, has acquired and is desirous of affirming it has acquired said trademarks, together with the goodwill of the business by said trademark, and any and all registrations and applications for registration of said trademark;

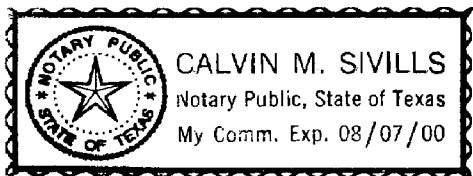
NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby acknowledges that it has sold, transferred, conveyed, and assigned unto said Assignee the entire right, title, and interest in and to said trademark; all registrations and applications for registration of said trademark, including those specifically herein before identified, the right to recover for past infringement of said trademark, and the goodwill of the business in connection with which said trademark is used and which is symbolized by said trademark.


By: 
Name: B.P. Randol
Title: President

STATE OF TEXAS §
COUNTY OF BEXAR §

Before me, the undersigned authority, on this day personally appeared Baervey P. Randol, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, in the capacity therein stated and as the act and deed of said corporation.

Given under my hand and seal of office on this 20th day of July, 1998.





Notary Public in and for the
State of Texas

SCHEDULE A

<u>TRADEMARK</u>	<u>INT. CLASS</u>	<u>REGISTRATION NO.</u>	<u>DATE ISSUED</u>	<u>SERIAL NO.</u>
ARTESIA	32	1,233,841	April 5, 1983	73/250,845
ARTESIA 100% PURE SPARKLING TEXAS MINERAL WATER (AND DESIGN)	32	1,233,842	April 5, 1983	73/251,370