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FORM PTO-1594
1-31-92



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office
Attorney Docket No: AQST56605

100908556

To the Honorable Assistant Commissioner for Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies):</p> <p>Aqua Star Partners</p> <p><input type="checkbox"/> Individuals <input type="checkbox"/> Association</p> <p><input checked="" type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership</p> <p><input type="checkbox"/> Corporation-State</p> <p><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>Name: <u>Admiralty Island Fisheries, Inc.</u></p> <p>Address: <u>2025 First Avenue, Suite 200</u></p> <p>City: <u>Seattle</u> State: <u>WA</u> ZIP: <u>98121</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____</p> <p><input type="checkbox"/> Association State of _____</p> <p><input type="checkbox"/> General Partnership State of _____</p> <p><input type="checkbox"/> Limited Partnership State of _____</p> <p><input checked="" type="checkbox"/> Corporation-State State of <u>Washington</u></p> <p><input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designation must be a separate document from Assignment)</p> <p>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</p> <p><input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other _____</p> <p>Execution date: <u>November 3, 1998</u></p>	<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No(s).</p> <p>B. Trademark Registration No(s). <u>1,794,373; 1,709,426; 1,726,707; 1,856,357; 1,856,358; 1,962,174; 2,029,683</u></p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed.</p> <p>Gary S. Kindness, Esq. CHRISTENSEN O'CONNOR JOHNSON & KINDNESS^{PLLC} 1420 Fifth Avenue Suite 2800 Seattle, WA 98101-2347 (206) 682-8100</p>	<p>6. Total number of applications and registrations involved: <u>7</u></p> <p>7. Total fee (37 CFR 3.41):.....\$ <u>190.00</u> Check No. <u>100757</u> in the amount of \$190.00 is enclosed.</p> <p>8. The Commissioner is authorized to charge any fees that may be required or credit any overpayment to Deposit Account Number 03-1740.</p>

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.

Gary S. Kindness
Name of Attorney or Agent
Registration No. 22,178
Direct Dial (206) 224-0702

[Signature]
Signature

11/6/98
Date

Total number of pages including cover sheet, attachments and document: 3

OMB No. 0651-0011 (exp. 4/94)

I hereby certify that this correspondence is being deposited with the U.S. Postal Service in a sealed envelope as first class mail with postage thereon fully prepaid addressed to: U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, D.C. 20231, on November 9, 1998.

Date: November 9, 1998 [Signature]

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01 FC:461 40.00 OP
02 FC:462 150.00 OP

NUNC PRO TUNC ASSIGNMENT OF REGISTERED TRADEMARKS

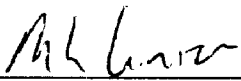
WHEREAS, Aqua Star Partners (hereinafter the "ASSIGNOR"), a Texas general partnership d/b/a Aqua Star, is the owner of United States trademark registration for the trademarks AQUA and Design, AQUA GOLD, AQUA STAR, AQUA STAR and Design, CHOICE CUTS, OCEAN BISTRO, and SCARLET, all listed and more fully described in the attached Appendix A (hereinafter the "Trademarks"); and

WHEREAS, Admiralty Island Fisheries, Inc. (hereinafter the "ASSIGNEE"), a Washington corporation, of 2025 First Avenue, Suite 200, Seattle, WA 98121, acquired said Trademarks and registration thereof on or about August 28, 1998 from Assignor;

NOW, THEREFORE, effective nunc pro tunc on or about August 28, 1998, for sufficient, good, and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR does hereby memorialize and clarify the prior understanding of the parties that ASSIGNOR has sold, assigned, and transferred unto ASSIGNEE its entire right, title to and interest in said Trademarks and said registrations, together with the goodwill of the business associated with the Trademarks.

Executed at Seattle, Washington, this 3rd day of November, 1998.

AQUA STAR PARTNERS
d/b/a Aqua Star




Michael H. Girton, President
Mike and Bob's Fish Company,
General Partner

STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

I certify that I know or have satisfactory evidence that Michael H. Girton is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated that he was authorized to execute the instrument and acknowledged it as the President of Mike and Bob's Fish Company, General Partner of Aqua Star Partners, d/b/a Aqua Star to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated: November 3, 1998

(Seal or stamp)



Printed Name: Dennis R. Spamer
Notary Public
My appointment expires 11-08-2001
GSK:PAS/mlk

APPENDIX A

<u>Trademark</u>	<u>Registration No.</u>	<u>Registered</u>	<u>Attorney Reference No.</u>
AQUA and Design	1,962,174	March 12, 1996	AQST-2-10122
AQUA GOLD	1,794,373	September 21, 1993	AQST-2-7710
AQUA STAR	1,709,426	August 18, 1992	AQST-2-7750
AQUA STAR and Design	1,726,707	October 20, 1992	AQST-2-7751
CHOICE CUTS	1,856,358	September 27, 1994	AQST-2-10811
OCEAN BISTRO	2,029,683	January 14, 1997	AQST-2-13760
SCARLET	1,856,357	September 27, 1994	AQST-2-10676