

02-25-1999



FORM PTO-1594
1-31-92

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

100972150

MRD 2/12/99

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

1. Name of conveying party(ies):

Aqua Star Partners

Individuals Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

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

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

Name: Admiralty Island Fisheries, Inc.
Address: 2025 First Avenue, Suite 200

City: Seattle State: WA ZIP: 98121

Individual(s) citizenship _____
 Association State of _____
 General Partnership State of _____
 Limited Partnership State of _____
 Corporation-State State of Washington
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution date: November 3, 1998

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

A. Trademark Application No(s).

Additional numbers attached? Yes No

B. Trademark Registration No(s). 1,794,373; 1,709,426; 1,726,707; 1,856,357; 1,856,358; 1,962,174; 2,029,683

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

Gary S. Kindness, Esq.
CHRISTENSEN O'CONNOR
JOHNSON & KINDNESS^{PLLC}
1420 Fifth Avenue
Suite 2800
Seattle, WA 98101-2347
(206) 682-8100

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41);.....\$ 190.00
Check No. 100757 in the amount of \$190.00 is enclosed.

8. The Commissioner is authorized to charge any fees that may be required or credit any overpayment to Deposit Account Number 03-1740.

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

Gary S. Kindness 11/6/98
Signature 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

Marcia L. Kindness

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 TRADEMARK
 REEL: 1859 FRAME: 0779

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

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)

Dennis R. Spomer

Printed Name: Dennis R. Spomer
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 |