

11-15-1999

SHEET

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

Form PTO-1504

11/8/99



To the Honorable Commissioner

101200121

he attached original documents or copy hereof.

1. Name of conveying party(ies):

CBI Holdings inc.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation-State Delaware
- Other _____

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

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

Name: Cadbury Beverages Delaware Inc.

Address: 8144 Walnut Hill Lane
Dallas, Texas 75231-4372

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

If assignee is not domici domestic representative Yes

(Designations must be a Assignment)

Additional name(s) & ad Yes



11-08-1999

U.S. Patent & TMO/TM Mail Rcpt Dt. #64

3. Nature of conveyance:

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

Execution Date: October 15, 1999

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s).
2,162,145 and 21 others

Additional Numbers attached? Yes No

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

Name: Lawrence E. Apolzon

Internal Address: Fross Zelnick Lehrman & Zissu, P.C.

Street Address: 866 United Nations Plaza

City: New York State: NY Zip: 10017

6. Total number of applications and and registration involved:.....22

7. Total fee (37 CFR 3.41) \$ 565.00 ^E

- Enclosed
 - Authorized to be charged to deposit account
- (Only if total fee is not sufficient)

8. Deposit account number:

23-0825-0576900

(Attach duplicate copy of this page if paying by deposit account)

11/12/1999 DNGUYEN 00000347 2162145

01 FC:401 40.00 OP
02 FC:402 525.00 OP

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.

Lawrence E. Apolzon
Name of Person Signing

[Signature]
Signature

11/5/99
Date

Total number of pages comprising cover sheet: _____

SCHEDULE A

MARK	REG NO.	CLASS	REG. DATE	STATUS
ALMOND JOY	2,162,145	29	June 2, 1998	
PETER PAUL	2,162,144	29	June 2, 1998	
MOUNDS	1,982,982	29	June 25 1996	
PETER PAUL	1,981,589	29	June 18 1996	
PETER PAUL MOUNDS DARK CHOCOLATE COVERED COCONUT EGG & Design	1,864,856	30	November 29 1994	
PETER PAUL ALMOND JOY MILK CHOCOLATE COVERED COCONUT EGG WITH ALMOND & Design	1,863,854	30	November 22 1994	
YORK and Design	1,644,557	30	May 14, 1991	Affidavits 8 & 15
YORK and Design	1,571,192	30	December 12 1989	Affidavits 8 & 15
GET THE SENSATION	1,339,397	30	June 4, 1985	Affidavits 8 & 15
SIDEKICKS	955,337	30	March 13, 1973	Affidavits 8 & 15 Renewed
PRANKS	954,167	30	February 27, 1974	Affidavits 8 & 15 Renewed
PARTNERS	954,166	30	February 27, 1973	Affidavits 8 & 15 Renewed
PAIRS	953,220	30	February 13, 1973	Affidavits 8 & 15 Renewed
TWIRLERS	919,491	30	August 31, 1971	Affidavits 8 & 15 Renewed
PETER PAUL and Design	813,122	30	August 16, 1966	Affidavits 8 & 15 Renewed
INDESCRIBABLY DELICIOUS	793,718	30	August 3, 1965	2(f) Affidavits 8 & 15/Renewed
EL DORADO	785,719	30	February 23, 1965	Affidavits 8 & 15 Renewed
POWER HOUSE	650,628	30	August 20, 1957	Affidavits 8 & 15 2 nd Renewal
YORK and Design	564,557	30	September 30 1952	2(f) Affidavits 8 & 15/2 nd Renewal
PETER PAUL (Stylized)*	523,876	30	August 11, 1950	Affidavits 8/2 nd Renewal
ALMOND JOY **	443,802	30	March 7, 1950	2 nd Renewal Republished Affidavits 8 & 15
MOUNDS	162,338	30	December 22 1922	3 rd Renewal Republished 12(c) Affidavits 8 & 15

*As Amended from PETER PAUL'S (Stylized)

**As Amended

ASSIGNMENT

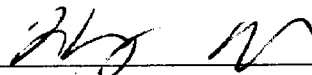
WHEREAS, CBI HOLDINGS INC., a Delaware corporation located and doing business at 8144 Walnut Hill Lane, Dallas, Texas 75231-4372 ("Assignor"), is the owner of the following trademarks shown on Schedule A attached hereto (such trademarks and registrations referred to collectively hereafter as "Trademarks"); and

WHEREAS, CADBURY BEVERAGES DELAWARE INC., a Delaware corporation located and doing business at 8144 Walnut Hill Lane, Dallas, Texas 75231-4372 ("Assignee"), is desirous of acquiring said Trademarks and all associated goodwill in said Trademarks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to said Trademarks together with the goodwill of the business symbolized by said Trademarks, and with all claims that could be asserted by Assignor arising out of or relating to the use or ownership of said Trademarks.

Date: October 15, 1999

CBI HOLDINGS INC.

By: 
Name: Henry Wilson
Title: Senior Vice President

LEA/kml
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