

02-12-2004

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office



102667628

To the Honorable Commissioner of Patent and Trademark original documents or copy thereof.

1. Name of conveying party(ies):
NewAge Industries, Inc.
 Individual(s) Association
 General partnership Limited Partnership
 Corporation - State New York
 Other

2. Name and address of receiving party(ies)
Name: NewAge Industries, Inc.
Internal Address:
Address:
Street
Address: 145 James Way
City: Southampton State: PA ZIP: 18966

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Articles of Domestication

Individual(s) citizenship
 Association
 General partnership
 Limited Partnership
 Corporation-State Pennsylvania
 Other

Effective Date August 13, 2003

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

4. Application number(s):
A. Trademark Application No.(s)
76519364; 76509114; 76521403; 76279517;
76241493; 76514431;

B. Trademark Registration No.(s)
2056718; 2086847; 2117949; 2117951; 2142220;
1483432; 1483428; 1483429; 1483430; 1483427;
1483431; 1516394; 1545260; 1568384; 1574976;
1589945; 1590874; 1598587; 1613843; 1644778;
2505012; 1231117; 1804101

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Jay K. Meadway, Esquire
Internal Address: Ballard Spahr Andrews & Ingersoll, LLP
Street Address: 1735 Market Street, 51st Floor
City: Philadelphia State: PA Zip: 19103-7599

6. Total number of applications and registrations involved: 29

7. Total Fee (37 CFR 3.41) \$ 740.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
02-0755
(Attach duplicate copy of this page if paying by deposit account)

02/11/2004 MGTACHE 00000074 020755 76519364
01 FC:8521 40.00 DA
02 FC:8522 700.00 DA

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.

Jay K. Meadway
Name of Person Signing

Jay Meadway
Signature

1/15/04
Date

Total number of pages including cover sheet, attachments, and document: 6

PHI_A #1836997 v1

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, DC 20231

TRADEMARK
REEL: 002912 FRAME: 0224

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU
206 NORTH OFFICE BUILDING
P. O. BOX 8722
HARRISBURG, PA 17105-8722
WWW.DOS.STATE.PA.US/CORPS

NEWAGE INDUSTRIES INC.

THE CORPORATION BUREAU IS HAPPY TO SEND YOU YOUR FILED DOCUMENT. PLEASE NOTE THE FILE DATE AND THE SIGNATURE OF THE SECRETARY OF THE COMMONWEALTH. THE CORPORATION BUREAU IS HERE TO SERVE YOU AND WANTS TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA.

IF YOU HAVE ANY QUESTIONS PERTAINING TO THE CORPORATION BUREAU, PLEASE VISIT OUR WEB SITE LOCATED AT WWW.DOS.STATE.PA.US/CORPS OR PLEASE CALL OUR MAIN INFORMATION TELEPHONE NUMBER (717)787-1057. FOR ADDITIONAL INFORMATION REGARDING BUSINESS AND / OR UCC FILINGS, PLEASE VISIT OUR ONLINE "SEARCHABLE DATABASE" LOCATED ON OUR WEB SITE.

ENTITY NUMBER : 250565

MICROFILM NUMBER : 2003072

MICROFILM START - END : 1055 - 1056

STEVE MIDGETTE
NEWAGE IND. INC.
145 JAMES WAY
SOUTHAMPTON PA 18966

TRADEMARK
REEL: 002912 FRAME: 0225

200307 2-1055

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Articles of Domestication-Foreign
(15 Pa.C.S.)

Entity Number
250565

Business Corporation (§ 4161)
 Nonprofit Corporation (§ 6161)

Name
Steve Midgette, Controller, NewAge Ind. Inc.
Address
145 James Way
City State Zip Code
Southampton PA 18966

Document will be returned to the name and address you enter to the left.

Fee: \$100

Filed in the Department of State on AUG 25 2003

Pedro C. Santos
Secretary of the Commonwealth

In compliance with the requirements of the applicable provisions (relating to corporations and unincorporated associations), the undersigned, qualified foreign corporation, desiring to become a domestic business or nonprofit corporation, hereby states that:

1. The name of the corporation is:

NewAge Industries, Inc

2. The (a) address of its initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and street City State Zip County
145 James Way Southampton PA 18966 Bucks

(b) Name of Commercial Registered Office Provider County

c/o:

3. Upon domestication, the corporation will be subject to the domestic corporation provisions of the Business Corporation Law of 1988 or the Nonprofit Corporation Law of 1988.

PA DEPT. OF STATE
AUG 25 2003

TRADEMARK
REEL: 002912 FRAME: 0226

200307 2-1056

DSCB:15-4161/6161-2

4. *Strike out if inapplicable; otherwise check and, if applicable, complete, one or more of the following:*

The purpose or purposes for which the corporation is to be domesticated in the Commonwealth of Pennsylvania are:

The purposes for which the corporation is to be domesticated in the Commonwealth of Pennsylvania include unlimited power to engage in and to do any lawful act concerning any and all lawful business for which business corporations may be incorporated under the Business Corporation Law of 1988.

The purposes for which the corporation is to be domesticated in the Commonwealth of Pennsylvania consists of unlimited power to engage in and to do any lawful act concerning any and all lawful business for which business corporations may be incorporated under the Business Corporation Law of 1988.

5. *Check applicable paragraph:*

The filing of these Articles of Domestication and, if desired, the renunciation of the original charter or articles of the corporation has been authorized by a majority vote of the votes cast by all shareholders entitled to vote thereon and, if any class of shares is entitled to vote thereon as a class, a majority of the votes cast in each class vote, or by any greater vote required by its charter.

The filing of these Articles of Domestication and, if desired, the renunciation of the original charter or articles has been authorized by a majority vote of the votes cast by all members, if any, entitled to vote thereon and, if any class of members is entitled to vote thereon as a class, a majority of the votes cast in each class vote, or by any greater vote required by its charter.

6. *Strike out if inapplicable:* These Articles of Domestication include the additional provisions set forth in full in Exhibit A attached hereto and made a part hereof.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Domestication to be executed this

13 day of August,

2003.

NewAge Industries, Inc

Name of Corporation

Steve Midgette

Signature

Treasurer

Title

SCHEDULE

<u>Mark</u>	<u>Serial No.</u>
HOSE TRACK	76519364
ADVANTALABEL	76509114
SAFEAIR (Stylized)	76521403
PURITY IN FLUID FLOW SYSTEMS	76279517
NEWAGE INDUSTRIES ADVANTAPURE	76241493
FLUID TRANSFER SPECIALISTS	76514431

<u>Mark</u>	<u>Reg. No.</u>
PLASTIC TUBING, HOSE & FITTING SPECIALISTS	2056718
PLASTIC TUBING, HOSE & FITTING SPECIALISTS	2086847
THERMOBARB	2117949
NEWLOC	2117951
PROLITE	2142220
SILBRADE	1483432
SUPERTHANE	1483428
VARDEX	1483429
CLEARFLO	1483430
UREBRADE	1483427
THERMOBARB	1483431
NEWFLEX	1516394
NEWAGE	1545260
SILVAC	1568384
VITUBE	1574976
CLEAR 40	1589945
PURELOC	1590874
NEWLOC	1598587
SILCON	1613843
HOT BOND	1644778
SUPRENE	2505012
NYLOBRADE	1231117
N (Stylized)	1804101