

FORM PTO-1595

2002 NOV 18 AM 10:49 REGORDATI 1



102292784

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Director, U.S. Patent and Trademark Office:

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Starline USA, Inc.

Additional names of conveying parties attached?
Yes No

2. Name and address of receiving party:

Name: Prosoft International, Inc.

Internal Address: _____

3. Nature of conveyance:

 Assignment Merger

 Security Agreement Change of Name

 Other: _____

Execution Date: October 21, 2002

Street Address: Suite 105, Building 4

Harbor Industrial Estate

St. Michael
City: Bridgetown Country: Barbados ZIP: _____

Additional names and addresses attached? Yes No

4. Application number(s) or patent number(s):
If this application is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s) See Attached Schedule B. Patent No.(s) See Attached Schedule

Additional Numbers attached? Yes No

29153 994

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

Name: David L. Principe

Hodgson Russ LLP

Address: One M&T Plaza, Suite 2000

City: Buffalo State: NY ZIP: 14203-2391

6. Total number of applications and patents involved: / 10 /

7. Total fee (37 CFR 3.41).....\$ 400.00

 Enclosed

 Authorized to be charged to deposit account.

8. Deposit Account number:
08-2442

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

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.

David L. Principe Reg. No. 39,336
Name of Person Signing

Signature

November 12, 2002
Date

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

5

400000 OF
0000000029153994
/25/2002 MELLER 0000000029153994
FC:0021

SCHEDULE A

<u>Patent Application No.</u>	<u>Title</u>	<u>Filing Date</u>
29/143,906	Beverageware	06/21/2001
29/153,998	Beverageware	01/15/2002
29/161,133	Beverageware	05/22/2002
29/154,003	Beverageware	01/15/2002
29/161,132	Beverageware	05/22/2002
29/154,013	Beverageware	01/15/2002
29/159,244	Beverageware	04/16/2002
29/157,598	Beverage Container	03/21/2002

<u>Patent No.</u>	<u>Title</u>	<u>Issue Date</u>
Des. 460,324	Beverageware	07/16/2002
Des. 460,661	Beverageware	07/23/2002

BFLODOCS 734985v1 (FR49011.DOC)

PATENT ASSIGNMENT

WHEREAS, Starline USA, Inc., having its office at 3036 Alt Boulevard, Grand Island, New York 14072 (hereinafter "Starline"), is the sole and exclusive owner, by assignment, of the United States patents, patent applications, and the inventions set forth therein listed on Schedule A attached hereto and hereby made a part hereof.

WHEREAS, Prosoft International, Inc., a Barbados corporation having its office at Suite 105, Building 4, Harbor Industrial Estate, St. Michael, Bridgetown, Barbados (hereinafter "Prosoft"), is desirous of acquiring the entire right, title, and interest in, to and under said patents, patent applications, and the inventions set forth therein.


NOW, THEREFORE, in consideration of and in exchange for the sum of One Dollar (\$1.00) to it in hand paid by Prosoft and other good and valuable consideration, the receipt of which is hereby acknowledged, Starline does hereby sell, assign, transfer, and set over to Prosoft the entire right, title, and interest in and to said inventions, patent applications, and patents aforesaid, any patents issuing on said applications, and any reissues and reexaminations of said patents, the same to be held and enjoyed by Prosoft for its own use and enjoyment, and for the use and enjoyment of its successors, assigns or other legal representatives, to the end of the term or terms for which the said patents and patents issuing on said patent applications are or have been granted or may be reissued or reexamined, as fully and entirely as the same would have been held and enjoyed by Starline if this assignment and sale had not been made; and

together with all claims for damages by reason of past infringement of said patents, with the right to sue for and collect the same for its own use and enjoyment, and for the use and enjoyment of its successors, assigns or other legal representatives.

AND, Starline hereby authorizes and requests the Commissioner for Patents to issue any patents on said patent applications to Prosoft as assignee of the entire right, title, and interest therein and thereto, and hereby covenants that it has full right to convey the entire interest herein assigned, and that it has not executed, and will not execute, any agreements inconsistent herewith.

Starline USA, Inc.

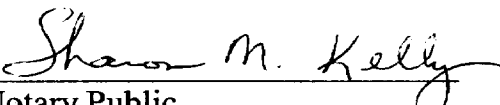
Dated: OCT 21, 2002

By: 
Name: Daniel A. Norris
Title: President

STATE OF NEW YORK)
 : ss.
COUNTY OF ERIE)

On this 21st day of October, 2002, personally appeared Daniel A. Norris, to me known and known to me to be the President of Starline USA, Inc., who confirmed to me that he executed the foregoing Assignment on behalf of Starline USA, Inc. with full authority to do so.

SHARON M. KELLY
Notary Public, State of New York
No. 02KE6018863
Qualified in Erie County
Commission Expires January 19, 2003


Notary Public

SCHEDULE A

Patent Application No.

29/153,998

29/161,133

29/161,132

29/154,013

Patent No.

Des. 460,324

Des. 460,661

Des. 462,875

Des. 463,207

Des. 463,211

Des. 464,849