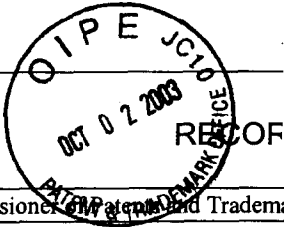


11-07-2003

Docket No. 7233-118

102595287



To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
GERALD P. McCANN & DONALD J. VERLEY
Additional name(s) of conveying party(ies) attached? Yes
 No

2. Name and address of receiving party:
Name: McCANN'S ENGINEERING & MFG. CO.
Internal Address: _____

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: September 29, 2003

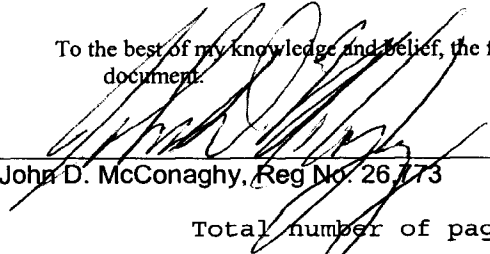
City: _____ State: _____ Zip: _____
Street Address: 4570 West Colorado Boulevard
City: Los Angeles State: California Zip: 93532
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):
If this document is being filed together with a new application, the execution date of the application is: _____
A. Patent Application No(s). 10/622,133 B. Patent No(s): _____
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: John D. McConaghy, Esq.
Internal Address: LYON & LYON LLP
633 West Fifth Street, Suite 4700
Los Angeles, CA 90071-2066

6. Total number of applications and patents involved: 1
7. Total fee (37 CFR 3.41): \$ 40.00
 Enclosed - (deposit account with filing fees)
 Charge this Deposit Account if any additional fee is required
8. Deposit Account Number: 12-2475

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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.

Date: September 30, 2003
John D. McConaghy, Reg No. 26773
Total number of pages including cover sheet: 3 (1 pg. cover, 2 pgs. Asg.)

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11/06/2003 ECOOPER 00000117 122475 10622133

ASSIGNMENT

WHEREAS, we, GERALD P. McCANN and DONALD J. VERLEY, citizens of the United States, residing at 7000 Macapa Drive, Los Angeles, California 90068 and 44251 Lakeview Road, Lake Hughes, CA 93532, respectively, have invented a new and useful DRINK DISPENSING SYSTEM for which application papers for United States Letters Patent were filed as Serial No. 10/622,133 on July 17, 2003; and

WHEREAS, McCANN'S ENGINEERING & MFG. CO., a corporation organized and existing under and by virtue of the laws of the State of California, having a place of business at 4570 West Colorado Boulevard, Los Angeles, California 90039-1198, is desirous of acquiring the exclusive right, title and interest in and to said invention and in and to the Letters Patent to be granted and issued therefor in the United States of America and its territories and possessions, and all countries foreign thereto:

NOW, THEREFORE, for a valuable consideration, the receipt of which is hereby acknowledged, we, GERALD P. McCANN and DONALD J. VERLEY, do hereby sell, assign, transfer, and set over unto the said McCANN'S ENGINEERING & MFG. CO., its successors and assigns, the full and exclusive right, title, and interest in and to the said invention, and in and to any and all Letters Patent to be granted and issued therefor, not only for, to and in the United States of America, its territories and possessions, but for, to and in all other countries including all priority rights under the International Convention; and we hereby authorize and request the Commissioner of Patents and Trademarks to issue said Letters Patent to said McCANN'S ENGINEERING & MFG. CO., its successors and assigns, in accordance with this Assignment.

WITNESS our hands this 29th day of September, 2003.


GERALD P. McCANN


DONALD J. VERLEY

STATE OF CALIFORNIA)
) ss
COUNTY OF LOS ANGELES)

On 9-28-03 before me, Edna M Eagleman, personally appeared GERALD P. McCANN,

personally known to me

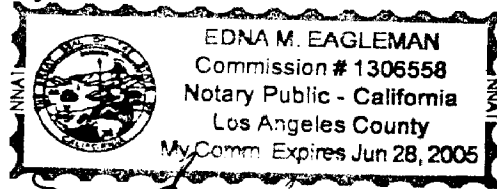
- OR -

___ proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Edna M Eagleman
Signature of Notary

STATE OF CALIFORNIA)
) ss
COUNTY OF LOS ANGELES)



On 9-29-03 before me, Edna M Eagleman, personally appeared DONALD J. VERLEY,

personally known to me

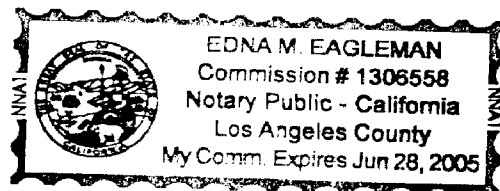
- OR -

___ proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Edna M Eagleman
Signature of Notary

2.



PATENT