



08-05-1999

DEPARTMENT OF COMMERCE
Patent and Trademark Office

7-30-99



Documents or copy hereof.

To the Honorable C

1. Name of conveyer 07-30-1999
 U.S. Patent & TMO/TM Mail Rcpt Dt. #31

The Procter & Gamble Company

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

101110211 receiving party(ies):

Name: Dr. Pepper/Seven-Up, Inc.
 Address: _____
5301 Legacy Drive
Plano, Texas

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

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

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) & addresses attached?
 _____ Yes No

Execution Date: July 8, 1999

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

A. Trademark Application No.(s) 75/387,779 and 3 others
 B. Trademark Registration No.(s). 880,969 and 9 others

Additional Numbers attached? Yes No

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

Name: David A. Cohen
 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 registration involved:.....14

7. Total fee (37 CFR 3.41) \$ 390.00

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 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 A. Cohen
 Name of Person Signing

[Signature]
 Signature

7/30/99
 Date

Total number of pages comprising cover sheet: _____

Schedule of Trademarks

<u>Trademark</u>	<u>Reg. No.</u>	<u>Date</u>
HAWAIIAN PUNCH	880,969	Nov 18, 1989
HAWAIIAN PUNCH	880,997	Nov 18, 1989
HAWAIIAN PUNCH (stylized)	1,578,002	Jan 16, 1990
HAWAIIAN PUNCH & Design	1,575,387	Jan 2, 1990
HAWAIIAN PUNCH FRUIT JUICY RED	990,251	Aug 6, 1974
HAWAIIAN PUNCH QUICK PITCHER	2,186,738	Sep 1, 1998
HOW ABOUT A NICE HAWAIIAN PUNCH?	1,481,000	Mar 15, 1988
Miscellaneous Design	1,915,284	Aug 29, 1995
Miscellaneous Design (bottle)	2,153,165	Apr 21, 1998
Miscellaneous Design	1,770,478	Sep 22, 1981

Pending Applications

Miscellaneous Design (surfing)	75/387,779	Nov 10, 1997
Miscellaneous Design	75/387,778	Nov 10, 1997
ORANGE OCEAN	75/387,786	Nov 10, 1997
STRAWBERRY SURFIN'	75/387,785	Nov 10, 1998

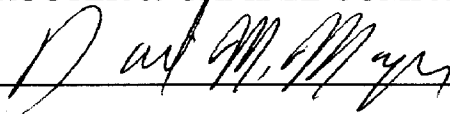
ASSIGNMENT

WHEREAS, THE PROCTER & GAMBLE COMPANY, a corporation organized and existing under the laws of the State of Ohio, located at 1 Procter & Gamble Plaza, Cincinnati, Ohio ("Assignor"), is the owner of the trademarks listed in the attached schedule (hereinafter, the "Trademarks");

and WHEREAS, DR. PEPPER/SEVEN-UP, INC., a corporation organized and existing under the laws of the State of Delaware, with offices at 5301 Legacy Drive, Plano, Texas ("Assignee"), is desirous of acquiring 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 symbolized by said trademarks and the above-named registrations and pending applications therefor, and with all claims arising out of or relating to the use or ownership of said marks.

THE PROCTER & GAMBLE COMPANY

By: 

Name: David M. Moyer

Title: Assistant Secretary

Date of Signature: 8th July, 1999

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