

10-26-1998

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

100860288

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

1. Name of conveying party(ies):
Quarry Corporation Limited

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other To correct Trademark Serial No. 75/094792 previously recorded at Reel 1719, Frame 0847
- Merger
- Change of Name

Execution Date: December 24, 1996

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

Jose Cuervo, S.A. de C.V.
Guillermo Gonzalez Camerena #800
Zedec Santa Fe, Delegacion A. Obregon,
Mexico, D.F. Mexico C.P. 01210

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

Domestic representative is attached: Yes No
Additional name(s) & address(es) attached? Yes No

4. (A.) Trademark Application No.(s)

75/094792

4. (B.) Trademark Registration No.(s)

Additional numbers attached? Yes No

5. Correspondence should be mailed to:

**VICTOR M. TANNENBAUM
ABELMAN, FRAYNE & SCHWAB**
150 East 42nd Street
New York, New York 10017

6. Total number of applications and registrations involved:..... 1

7. Total fee (37 CFT 3.41): \$ 40.00
 Enclosed
(The said Deposit Account should be charged for any official fee not fully covered by the enclosed check)

Authorized to be charged to deposit account
Deposit account number: 01-0035

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

DO NOT USE THIS SPACE

8. 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.

VICTOR M. TANNENBAUM
Name of Person Signing


Signature

10/25/98
Date

Total number of pages comprising cover sheet, attachments and documents: 3

10/22/1998 SBURMS 00000120 75094792

01 FC:481

40.00 DP

TRADEMARK
REEL: 1803 FRAME: 0433

05-04-1998



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U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

-Y

to the Honorable Commissioner of Pat

return the attached original documents or copy thereof.

MRD 4-1398

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Yes No

Additional name(s) & address(es) attached?

Yes No

4. (A.) Trademark Application No.(s)

75/061079	74/495130
74/646606	74/495129
75/061082	74/717768
75/064871	74/094792
74/495455	75/116037
74/641578	

4. (B.) Trademark Registration No.(s)

1910779	1909486
687334	1918953
1524760	
1555948	



Additional numbers attached? Yes No

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ABELMAN, FRAYNE & SCHWAB**
150 East 42nd Street
New York, New York 10017

04/30/1998 JSHABAZZ 00000207 75061079

01 FC:481	40.00 OP
02 FC:482	400.00 OP

6. Total number of applications and registrations involved:.....

17

7. Total fee (37 CFT 3.41): \$ 440.00

Enclosed

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VICTOR M. TANNENBAUM

Name of Person Signing

Signature

4/13/98

Date

Total number of pages comprising cover sheet, attachments and documents:

20

ASSIGNMENT

WHEREAS, QUARRY CORPORATION LIMITED, a company organized and existing under the laws of the Bahamas, with an office at 83 Shirley Street, P.O. Box N-3247, Nassau, Bahamas (hereinafter called the ASSIGNOR) was the owner of the trademark(s) set forth on the attached Schedule, registered in the United States Patent and Trademark or for which application(s) for registration have been filed in the United States Patent and Trademark Office.

AND WHEREAS, JOSE CUERVO, S.A. de C.V. (formerly known as JOSE CUERVO INTERNACIONAL, S.A. de C.V.), a company organized and existing under the laws of Mexico, with an office at Guillermo Gonzalez Camarena #800, Zedec Santa Fe, Delegacion A. Obregon, Mexico, D.F., Mexico C.P. 01210 (hereinafter called the ASSIGNEE) was desirous of acquiring the right, title and interest in and to the said trademark(s) and the eventual registration(s) thereof;

NOW, THEREFORE, in consideration of U.S. \$1.00 and other good and valuable consideration, the receipt of which is hereby acknowledged, the said ASSIGNOR by these presents does hereby confirm that it has sold, assigned and transferred unto the said ASSIGNEE, its successors and assigns, its ongoing and existing business as such business pertains to the trademark(s), its right, title and interest in and to the said trademark(s), trademark application(s) and eventual trademark registration(s) together with that part of the goodwill of the ASSIGNOR's business connected with the use of and symbolized by the said trademark(s) with effect from December 24, 1996.

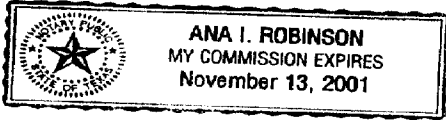
IN WITNESS WHEREOF, the said ASSIGNOR has hereunto executed this confirmatory Deed of Assignment this 29th day of January, 1998, with effect from December 24, 1996.

QUARRY CORPORATION LIMITED

By [Signature]
Title Director

NOTARIAL CERTIFICATE - Company

On this *29* day of *January* 19*98*, before me personally appeared *Alyon de Castro*, to me known, who, being by me duly sworn, did depose and say that he/she is the *Director* of the company described in and which executed the foregoing document and that he/she signed his/her name thereto.



(Notarial Seal)

Ana I. Robinson

Notary Public