

03-12-1999



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attached original documents or copy

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C. B. 3
PM

Commissioner of Patents and
thereof

1. Name of conveying party(ies):

The Stroh Brewery Company
100 River Place
Detroit, Michigan 48207

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State: Arizona
- Other

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

Morgan Guaranty Trust Company of New York
60 Wall Street
New York, New York 10260

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation - State: New York
(both companies)
- Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached:

- Yes No
- (Designations must be a separate document)
- Additional name(s) & address(es) attached?
- Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other: Recordation of Security Interest in the license agreement between The Stroh Brewery Company (Licensor) and Frederick Brewing Co. (Licensee)

Execution Date: July 1, 1996

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

A. Trademark Application No.(s)

75/555,531
75/554,697

Additional numbers attached?

B. Trademark Registration No.(s)

Yes No

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

Michael D. Fishman
Rader, Fishman & Grauer
1533 North Woodward Avenue
Suite 140
Bloomfield Hills, Michigan 48304
(248) 594-0600

6. Total number of applications and registrations involved: two (2)

7. Total fee (37 CFR 3.41).....\$65.00
 Enclosed

Authorized to be charged to deposit account.

8. Deposit Account Number: 18-0013
(Attach duplicate copy of this page if using deposit account)

DO NOT USE THIS SPACE

03/09/1999 JSHBAZZ 00000078 180013 7555531

01 FC:481 40.00 CH
02 FC:482 25.00 CH

File OK

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.

Michael D. Fishman
Name

[Signature]
Signature

March 3, 1999
Date

Total number of pages comprising cover sheet 4

R0048947

EXHIBIT B

An Agreement has been entered into on the 7th day of January, 1999, by and between The Stroh Brewery Company, an Arizona corporation located and having a place of business at 100 River Place, Detroit, MI 48207 (hereinafter called "Licensor") and Frederick Brewing Co., a Maryland corporation located at 4607 Wedgewood Blvd., Frederick, MD 21703 (hereinafter called "Licensee").

The parties hereby represent that the Agreement grants from Licensor to Licensee a sole and exclusive license for the trademarks which are the subject of the following U.S. Trademark Serial Numbers:

NATIONAL PALE DRY BEER PREMIUM and Design, Serial No. 75/554,697;

NATIONAL PREMIUM, Serial No. 75/555,331

and that this Agreement is binding on successors and assigns.

LICENSOR

The Stroh Brewery Company

LICENSEE

Frederick Brewing Co.

By: *Mark J. Ruchonci*
Title: *V.P. Corporate Planning*
Date: *1/11/99*

By: *Michael Ross*
Title: *Chief Executive Officer*
Date: *January 7, 1999*