

D.



PECOF

04-07-1999

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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03-25-1999

Tri

101002929

Original documents or copy thereof.

To the Honor

U.S. Patent & TMO/TM Mail Rcpt Dt. #34

1. Name of conveying party(ies):

VISA INC.

MPD
3-25-99

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: February 11, 1999

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

PECUNIAE INVESTMENT, INC.
c/o Luis A. Hincapie
Resident Agent in Panama
Morgan & Morgan
Swiss Tower, 16th Floor, 53rd St.
Urbanization Obarrio
P.O. Box 0932 00232 World Trade Center
Panama City, Panama

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

Domestic representative is attached: Yes No

Additional name(s) & address(es) attached? Yes No

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

- 74/632390 74/446714
- 74/632394
- 74/664362
- 74/632395
- 74/632393
- 74/632392
- 74/632391
- 74/446568

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

- 1070732 106371
- 731229
- 749247
- 2031872
- 1560081

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

04/06/1999 DNGUYEN 00000161 1070732

01 FC:481 40.00 DP
02 FC:482 350.00 DP

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

15

7. Total fee (37 CFT 3.41): \$ 390.00

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

3/25/99

Date

Total number of pages comprising cover sheet, attachments and documents: 19

ASSIGNMENT

WHEREAS, VISA INC., a company organized and existing under the laws of Puerto Rico, with an office at Calle Acosta 30, Apartado 643, Caguas, Puerto Rico 00726 (hereinafter called the ASSIGNOR) is the owner of the trademark(s) set forth on the attached Schedule registered or applied for in the United States Patent and Trademark Office or used or owned by ASSIGNOR in the United States of America.

AND WHEREAS, PECUNIAE INVESTMENT, INC., a company organized and existing under the laws of Panama, located at c/o Luis A. Hincapie, Resident Agent in Panama, Morgan & Morgan, Swiss Tower, 16th Floor, 53rd Street, Urbanization Obarrio, P.O. Box 0932 00232 World Trade Center, Panama City, Panama (hereinafter called the ASSIGNEE) is desirous of acquiring the right, title and interest in and to the said trademark(s) and the 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 sell, assign and transfer unto the said ASSIGNEE, its successors and assigns, its right, title and interest in and to the said trademark(s), 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).

IN WITNESS WHEREOF, the said ASSIGNOR has hereunto executed this instrument this 11th day of FEBRUARY, 1999

VISA INC.

By [Signature]
Title etc.

Trademark

Number

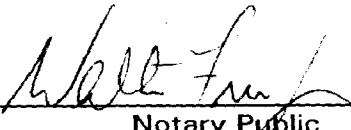
DRINK INCA KOLA - THE GOLDEN KOLA (Emblem)	1070732
INCA KOLA Design for Bottle	731229 749247
GOLDEN KOLA	2031872
GOLDEN KOLA (Emblem)	1560081
GINMON	74/632390
INCA DRY	74/632394
INCA GOLD	74/664362
INCA SODA	74/632395
INCA TONIC	74/632393
JAIBOLITO	74/632392
VODKAMON	74/632391
DRINK INCA KOLA - THE GOLDEN KOLA	106371
INCA VACUS	74/446568
VIVA VACUS	74/446714
INCA KOLA - THE GOLDEN KOLA	917827
INCA KOLA - THE GOLDEN KOLA	45765
INCA KOLA - THE GOLDEN KOLA	17611
INCA KOLA - THE GOLDEN KOLA	56175

NOTARIAL CERTIFICATE - Company

UNITED STATES OF AMERICA)
STATE OF *New York*) SS:
COUNTY OF *New York*

On this *11th* day of *February* 1999, before me personally
appeared *Luis DEL CASTILLO JORDINES*, to me known, who, being by me
duly sworn, did depose and say that he/she is the *President* of the
company described in and which executed the foregoing document and that he/she signed
his/her name thereto.

(Notarial Seal)



Notary Public

WALTER FREE, JR.
Notary Public, State of New York
No. 01FR6014516
Qualified in Kings County
Certificate Filed in New York County
Commission Expires Oct. 13, 2000

UNITED STATES

REVOCATION

AND

NEW POWER OF ATTORNEY

Mark: GOLDEN KOLA (Emblem)

Registration: 1560081

Serial No.:

Class(es):

Owner: Pecuniae Investment, Inc.

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Abelman, Frayne & Schwab, whose postal address is 150 East 42nd Street, New York, New York 10017-5612, U.S.A. is hereby designated applicant's representative upon whom notices or process in proceedings affecting the mark may be served.

POWER OF ATTORNEY

Applicant hereby revokes all previous Powers of Attorney and hereby appoints jointly and severally, with full power of substitution, the power of appointment of an associate attorney and the power of revocation

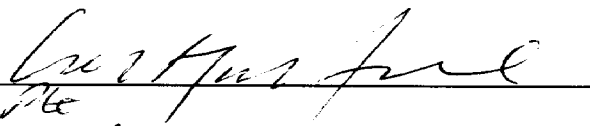
LAWRENCE E. ABELMAN
GABRIEL M. FRAYNE
JEFFREY A. SCHWAB
NORMAN S. BEIER
VICTOR M. TANNENBAUM

PETER J. LYNFIELD
STEWART J. FRIED
ALAN J. HARTNICK
CARIDAD PIÑEIRO SCORDATO
JULIANNE ABELMAN
JONATHAN W. GUMPORT

members of the Bar of the State of New York, whose address is

ABELMAN, FRAYNE & SCHWAB
150 East 42nd Street
New York, New York 10017-5612 U.S.A.

to transact business in the Patent and Trademark Office in connection with our trademarks, applications therefor, and registrations which have or will issue thereon.

By 
Date 2/2/99