

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

Tab settings

5-4-99

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

1. Name of conveying party(ies):

Canadian Glacier Waters Inc.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State Canada, Other

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

2. Name and address of receiving party(ies)

Name: 3569497 Canada Inc.

Internal Address: Suite 400

Street Address: 2550 Boul. Daniel Johnson

City: Laval, Quebec State: Canada ZIP: H7T 2L1

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Canada, Other

05-13-1999



101036639

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) & address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Date: December 22, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,583,855

Additional numbers attached? Yes No

US PATENT & TRADEMARK OFFICE MAY -4 P 4:03 TRADEMARK FEE PROCESS RECEIVED

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

Name: Kevin G. Smith, Esq.

Internal Address: SHOEMAKER AND MAITRE, LTD.

Suite 1203 Crystal Plaza Bldg. 1

2001 Jefferson Davis Highway

Street Address: P. O. Box 2286

City: Arlington State: VA ZIP: 22202-0286

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed, ANY DEFICIENCIES IN THE FEE: Authorized to be charged to deposit account

8. Deposit account number:

19-2110

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

06/13/1999 DNGUYEN 00000021 1583855

FC:481

40.00 DP

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.

Kevin G. Smith

Name of Person Signing

Signature

May 4, 1999

Date

Total number of pages including cover sheet, attachments, and document:

8



Industry Canada    Industrie Canada

Canada Business    Loi canadienne sur  
Corporations Act    les sociétés par actions

I HEREBY CERTIFY THAT THE  
ATTACHED IS A TRUE COPY OF THE  
DOCUMENT MAINTAINED IN THE  
RECORDS OF THE DIRECTOR.

JE CERTIFIE, PAR LES PRÉSENTES, QUE LE  
DOCUMENT CI-JOINT EST UNE COPIE  
EXACTE D'UN DOCUMENT CONTENU  
DANS LES LIVRES TENUS PAR LE  
DIRECTEUR.

Deputy Director - Directeur adjoint

Date



Canada

TRADEMARK  
REEL: 1895 FRAME: 0969



**Certificate  
of Continuance**

**Canada Business  
Corporations Act**

**Certificat  
de prorogation**

**Loi canadienne sur  
les sociétés par actions**

**3569497 CANADA INC.**

**356949-7**

\_\_\_\_\_  
Name of corporation-Dénomination de la société

\_\_\_\_\_  
Corporation number-Numéro de la société

I hereby certify that the above-named corporation was continued under section 187 of the *Canada Business Corporations Act*, as set out in the attached articles of continuance.

Je certifie que la société susmentionnée a été prorogée en vertu de l'article 187 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses de prorogation ci-jointes.

Director - Directeur

**December 22, 1998/le 22 décembre 1998**

Date of Continuance - Date de la prorogation



FORM 11  
ARTICLES OF CONTINUANCE  
(SECTION 187)

1 — Name of corporation

2564497 CANADA INC.

2 — The place in Canada where the registered office is to be situated

**VANCOUVER, BRITISH COLUMBIA**

3 — The classes and any maximum number of shares that the corporation is authorized to issue

An unlimited number of Class A shares, and an unlimited number of Class B shares, each class subject to the special rights and restrictions as set out in the attached Schedule "A".

4 — Restrictions, if any, on share transfers

See attached Schedule "B".

5 — Number (or minimum and maximum number) of directors

A minimum of 1, a maximum of 10.

6 — Restrictions, if any, on business the corporation may carry on

NONE

7 — (1) If change of name effected, previous name

Canadian Glacier Waters Inc.

(2) Details of incorporation

Incorporated under the British Columbia *Company Act*  
Incorporation No. 443370

8 — Other provisions, if any

See attached Schedule "C".

Date  
**December 16<sup>th</sup>, 1998**

Signature

Title  
**Secretary**

FOR DEPARTMENT USE ONLY  
Corporation No.

**256949-7**

Filed  
**Dec. 29/1998**

## SCHEDULE "A"

### Item 3 - Special Rights and Restrictions Attaching to Shares

#### 1. Dividends

The shares of the corporation have the following special rights and restrictions with respect to receipt of dividends:

- (a) in each year at the discretion of the directors, dividends may be paid on the Class A shares out of all profits or surpluses available for distribution; and
- (b) the holders of the Class B shares are not entitled to any payment of dividends on such shares.

#### 2. Voting

The shares of the corporation have the following special rights and restrictions with respect to voting rights:

- (a) at all meetings of the shareholders of the corporation, the holders of the Class B shares are entitled to one vote for each Class B share held; and
- (b) the holders of the Class A shares are not entitled to vote at any meeting of the shareholders of the corporation and they are not entitled to receive notice of or attend any meetings of the shareholders of the corporation.

#### 3. Dissolution, Liquidation or Winding-Up

In the event of liquidation, dissolution or winding-up of the corporation, whether voluntary or involuntary, or upon distribution of the assets of the corporation among its shareholders for the purpose of winding-up its affairs or upon a reduction or return of its capital, the holders of the following classes of shares shall be entitled to receive the following amounts in the following order of priority:

<u>Class of Share</u>	<u>Priority</u>	<u>Entitlement</u>
Class B	1	Paid-up capital only
Class A	2	All remaining profits and assets of the corporation

#### 4. Redemption and Retraction

- (a) The Class A and Class B shares are not redeemable.
- (b) The Class A and Class B shares are not retractable.

## SCHEDULE "B"

### Item 4 - Restrictions on Share Transfer

No share shall be transferred unless consented to by a resolution duly adopted by the directors of the corporation and recorded in the books of the corporation or failing which, by the written consent of the holders of a number of shares of any class(es) which allows them to exercise more than 50% of the voting rights attached to all the outstanding shares of the corporation carrying the right to vote at that date.

CAG.68748.388827.1

CAG.68748.388827.1

TRADEMARK  
REEL: 1895 FRAME: 0973

Re: Registration No. 1,583,855  
CANADIAN GLACIER

**APPOINTMENT OF DOMESTIC REPRESENTATIVE**

KEVIN G. SMITH and JODY H. DRAKE, whose postal address is Shoemaker and Mattare, Ltd., P.O. Box 2286, Arlington, VA 22202-0286, Telephone: (703) 415-0810, are hereby designated as the undersigned assignee's representatives upon whom notice or process in proceedings affecting the mark may be served.

3569497 Canada Inc., by its successor in title Naya Inc.

By



Name

: SOUHA AZAR

Title

: V.P. Legal Affairs

Date

21 / 04 / 99