

06-16-1999

Form PTO-1594 (Rev.

OMB No 1651-0011 (r



FORM COVER SHEET
MARKS ONLY

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

ME D 6-15-99

To the Honorable Co. **101067120**

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

The Stroh Brewery Company

- Individual(s)
- General Partnership
- Corporation-State of Arizona
- 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: April 30, 1999

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

Name: Miller Brewing Company

Internal Address: _____

Street Address:

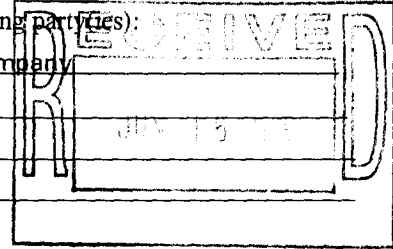
3939 West Highland Boulevard

City:State: Zip: Milwaukee, Wisconsin 53202

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporate-State of Wisconsin
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No N/A
(Designations must be a separate document from assignment)

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



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

A. Trademark Application No.(s)

75/432,678

B. Trademark Registration No.(s)

784,925 2,121,350 830,722 830,290 2,052,104
1,273,018 995,937 947,679 898,890 1,095,395
1,337,050 1,372,907 1,423,162

Additional numbers attached? Yes No

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

Name: Marta S. Levine

Internal Address: _____

Street Address: Quarles & Brady

411 East Wisconsin Avenue

City: Milwaukee State: Wisconsin Zip: 53202

6. Total number of applications and registrations involved:

14

7. Total Fee (37 CFR 3.41)\$ 365.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number

17-0055

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

06/16/1999 NTHQ11 0000071 170055 75432678

DO NOT USE THIS SPACE

01 FC:481 40.00 CH
02 FC:482 325.00 CH

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.

Cheryl M. Smukowski
Name of person signing

Cheryl Smukowski
Signature

6-10-99
Date

Total number of pages including cover sheet, attachments, and document: **9**

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks, Box Assignments
Washington, D.C. 20231

Confirmatory Assignment of Trademarks

This Confirmatory Assignment of Trademarks is made as of the 30TH day of, April, 1999, by and between The Stroh Brewery Company, an Arizona corporation with its principal place of business at 100 River Place, Detroit, Michigan 47207 (the "Seller"), and Miller Brewing Company, a Wisconsin corporation with its principal place of business at 3939 West Highland Boulevard, Milwaukee, Wisconsin 53202 (the "Buyer").

WHEREAS, the Seller is the owner of the trademarks, and the registrations and applications for registration therefor, as listed on **Schedule 1.16 hereto**.

AND WHEREAS, the Buyer is desirous of acquiring said trademarks, the registrations and applications for registration therefor, and associated good will.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby expressly acknowledged, the Seller agrees to sell, assign, and transfer to the Buyer, and does hereby sell, assign and transfer to the Buyer, all of Seller's entire right, title and interest in and to the trademarks and the registrations and applications for registration therefor, together with the associated good will, and the Seller's entire right, title and interest in and to any and all claims and demands it may have, at law or in equity, for past infringement of said trademarks.

This Confirmatory Assignment of Trademarks is governed by and subject to the terms of that Purchase and Sale Agreement by and between the Seller and the Buyer, dated as of February 8, 1999.

IN WITNESS WHEREOF, the Seller has caused this Confirmatory Assignment of Trademarks to be executed and sealed by its duly authorized officer as of the date first written above.

THE STROH BREWERY COMPANY

By: William L. Henry

Name: WILLIAM L. HENRY

Title: PRESYCEO

STATE OF _____)
)
 _____ COUNTY)

Personally came before me this April 29, 1999, the above named individual, to me known to be the person who executed the foregoing instrument and acknowledged the same.

Eileen A. Krakauer
Notary Public, State of _____
My commission expires: _____

(SEAL)

EILEEN KRAKAUER
Notary Public, State of New York
No. 31-4637224
Qualified in New York County
Commission Expires April 30, 2000

SCHEDULE 1.16

INTELLECTUAL PROPERTY

- See Annex A: List by country of trademark registrations and applications for or related to Mickeys.
- See Annex B: List by country of trademark registrations and applications for Henry Weinhard's and Blitz Weinhard.
- See Annex C: List by country of trademark registrations and applications for or related to Colt 45.
- Patents: None

NOTE: The lists of trademark registrations and applications include certain registrations and applications that have been abandoned. In each case, abandonment is so indicated. The list is subject to change as Seller adds or drops trademark registrations and applications in the normal course of business. Seller will notify Buyer in advance of taking action to drop a trademark registration or application pertaining to the Brands.

ANNEX A TO SCHEDULE 1.16

**LIST OF TRADEMARK REGISTRATIONS AND APPLICATIONS
FOR OR RELATED TO MICKEYS**

[For reference, the attached list consists of 2 pages]

"MICKEY'S" TRADEMARKS

REGISTRATION NUMBER	TRADEMARK	COUNTRY OF ORIGIN	STATUS	APPROXIMATE DATE	REGISTRATION NUMBER	STATUS	APPROXIMATE DATE	REGISTRATION NUMBER	STATUS	APPROXIMATE DATE
64531-1775	MICKEY'S - 1	ARGENTINA	ABANDONED	1,917,851			1/26/ 94			REGIDU
64531-1663	MICKEY'S - 7	AUSTRALIA	REGISTERED	504544	A504544		2/10/ 89			2/18/ 91
64531-1673	MICKEY'S - 1	BRAZIL	REGISTERED	817709754			2/28/ 94			4/2/ 96
64531-1929	MICKEY'S - 1	CANADA	REGISTERED	838,112	TMA487,92		2/28/ 97			1/20/ 98
64531-1934	MICKEY'S - 1	CHILE	ABANDONED							
64531-2022	MICKEY'S - 5	CHINA	PENDING	970073025			7/16/ 97			
64531-2336	MICKEY'S - 8	CHINA	PENDING	9800001638			1/6/ 98			
64531-2021	MICKEY'S - 1	CHINA	PENDING	970073026			7/16/ 97			
64531-1872	MICKEY'S - 1	CZECH REPUBLIC	PENDING	113768			8/9/ 96			
64531-1972	MICKEY'S - 6	ECUADOR	ABANDONED	76957			3/25/ 97			
64531-1971	MICKEY'S - 1	ECUADOR	PENDING	76956			3/25/ 97			
64531-1643	MICKEY'S (BLOCK LETTERS)	EUROPEAN UNION (CTM)	PENDING	174045			4/1/ 96			
64531-2167	MICKEY'S - 5	FEDERATION OF RUSSIA	PENDING	97711827			8/6/ 97			
64531-2166	MICKEY'S - 1	FEDERATION OF RUSSIA	PENDING	97711822			8/6/ 97			
64531-1708	MICKEY'S - 1	HONG KONG	REGISTERED	95/00256	2617		1/9/ 95			3/25/ 96
64531-1717	MICKEY'S - 1	JAPAN	REGISTERED	5919/96	4082110		1/26/ 96			11/14/ 97
64531-1776	MICKEY'S - 1	JAPAN	ABANDONED		539,485					7/27/ 79
64531-1931	MICKEY'S - 6	MEXICO	PENDING	290,497			3/20/ 97			
64531-1728	MICKEY'S - 1	MEXICO	REGISTERED	217459	481569		11/11/ 94			12/5/ 94
64531-2019	MICKEY'S - 6	NEW ZEALAND	REGISTERED	278,424	278424		6/18/ 97			6/18/ 97
64531-2018	MICKEY'S - 1	NEW ZEALAND	REGISTERED	278423	278423		6/18/ 97			6/18/ 97
64531-1958	MICKEY'S - 5	NORWAY	REGISTERED	972375	187701		3/21/ 97			12/23/ 97
64531-1957	MICKEY'S - 1	NORWAY	REGISTERED	972374	187700		3/21/ 97			12/23/ 97
64531-2199	MICKEY'S - 1	PANAMA	PENDING	089556			8/25/ 97			
64531-2200	MICKEY'S - 5	PANAMA	PENDING	089557			8/25/ 97			
64531-1874	MICKEY'S - 1	SLOVAK REPUBLIC	PENDING	POZ 2133-96			8/14/ 96			
64531-2458	MICK'S - 1	TAIWAN	PENDING	874355			2/4/ 98			
64531-1903	MICKEY'S - 1	TAIWAN	PENDING	8557561			11/14/ 96			
64531-1860	MICKEY'S - 1	UNITED KINGDOM	REGISTERED	2107274	2107274		8/9/ 96			6/9/ 96
64608-485	MICKEY'S - 2	UNITED STATES	REGISTERED	72/189,391	784,925		3/23/ 64			2/9/ 65
64608-500	MICKEY'S - 1	UNITED STATES	REGISTERED	75/190,621	2,121,350		10/31/ 96			12/16/ 97
64608-331	MICKEY'S - 4	UNITED STATES	REGISTERED	72/236,424	830,722		1/13/ 66			6/20/ 67
64608-330	MICKEY'S - 3	UNITED STATES	REGISTERED	72/236,527	830,290		1/13/ 66			6/13/ 67
64608-438	THE MEAN GREEN - 3	UNITED STATES	REGISTERED	75/008,501	2,052,104		10/23/ 95			4/15/ 97
64608-475	THE MEAN GREEN - 2	UNITED STATES	REGISTERED	73/405,880	1,273,018		12/13/ 82			4/3/ 84
64531-1930	DESIGN (BARREL BOTTLE) - 1	CANADA	PENDING	839312			3/13/ 97			
64531-2025	DESIGN (BOTTLE)	CHINA	MAILED							

"MICKEY'S" TRADEMARKS

64531-2170	DESIGN (BOTTLE)	FEDERATION OF RUSSIA	PENDING	97712903		6/26/ 97	
64531-2201	DESIGN (BOTTLE)	PANAMA	PENDING	089550		8/25/ 97	
64608-114	BOTTLE CONFIGURATION - 1	UNITED STATES	ABANDONED	75/010,986		10/23/ 95	
64608-142	DESIGN CONFIGURATION - BOTTLE 2	UNITED STATES	ABANDONED	75/002,593		10/ 6/ 95	
64608-143	DESIGN CONFIGURATION - BOTTLE 3	UNITED STATES	ABANDONED	75/002,592		10/ 6/ 95	
64608-234	BARREL BOTTLE - 1	UNITED STATES	REGISTERED	72/364,076	995,937	6/30/ 70	10/15/ 74
64608-249	BOTTLE DESIGN - 1	UNITED STATES	REGISTERED	72/364,075	947,679	6/30/ 70	11/21/ 72
64608-413	BOTTLE DESIGN - 2	UNITED STATES	ABANDONED	72/301,705	1,014,426	7/ 1/ 68	6/24/ 75
64531-1520	BIG MOUTH - 1	CANADA	PENDING	788,461		7/25/ 95	
64608-239	BIG MOUTH - 1	UNITED STATES	REGISTERED	72/333,355	898,890	7/24/ 69	9/15/ 70

ANNEX B TO SCHEDULE 1.16

**LIST OF TRADEMARK REGISTRATIONS AND APPLICATIONS
FOR OR RELATED TO HENRY WEINHARDS AND BLITZ WEINHARD**

[For reference, the attached list consists of 1 page]

"HENRY WEINHARD'S" TRADEMARKS

AMATTER NO.	TRADE MARK	APPLICANT	COUNTRY	STATUS	REG. NO.	REG. DATE	REG. DATE
64531-1661	HENRY WEINHARD'S PRIVATE	AUSTRALIA	REGISTERED	A483690	3/18/88	7/31/90	
64531-1668	HENRY WEINHARD'S PRIVATE	DE NETH	REGISTERED	721,466	11/9/88	6/30/89	
64531-1681	HENRY'S - 1	CANADA	REGISTERED	526933	8/15/84	5/24/85	
64531-1680	HENRY WEINHARD'S PRIVATE	CANADA	REGISTERED	526934	8/15/84	5/9/86	
64531-1974	HENRY WEINHARD'S - 1	CANADA	REGISTERED	840518	3/26/97	4/16/98	
64531-2027	HENRY WEINHARD'S PRIVATE	CHINA	PENDING	9700108203	10/14/97		
64531-1689	HENRY WEINHARD'S PRIVATE	CHINA	REGISTERED	94078254	8/10/94	6/6/96	
64531-2334	HENRY WEINHARD'S - 2	CHINA	PENDING	9800001623	1/6/98		
64531-1696	HENRY WEINHARD'S PRIVATE	DENMARK	REGISTERED	6452/1988	1/6/98		
64531-1645	HENRY WEINHARD'S PRIVATE	EUROPEAN UNION	REGISTERED	174219	9/19/88	12/21/90	
64531-1699	HENRY WEINHARD'S PRIVATE	FRANCE	PENDING	965,641	4/1/96		
64531-1701	HENRY WEINHARD'S PRIVATE	GERMANY	REGISTERED	H60233/32WZ	11/8/88	11/8/88	
64531-1706	HENRY WEINHARD'S PRIVATE	HONG KONG	REGISTERED	1150222	9/20/88	10/1/98	
64531-1712	HENRY WEINHARD'S PRIVATE	JAPAN	REGISTERED	9500260	1/9/95	1/9/95	
64531-1725	HENRY WEINHARD'S PRIVATE	MEXICO	REGISTERED	139031/87	12/14/87	5/31/91	
64531-1734	WEINHARD'S - 1	MEXICO	REGISTERED	217454	11/11/94	12/5/94	
64531-2028	HENRY WEINHARD'S PRIVATE	MEXICO	REGISTERED	217447	11/11/94	12/5/94	
64531-2029	HENRY WEINHARD'S PRIVATE	MONGOLIA	MAILED				
64531-1736	HENRY WEINHARD'S PRIVATE	MONGOLIA	MAILED				
64531-1739	HENRY WEINHARD'S PRIVATE	NEW ZEALAND	REGISTERED	184,128	5/25/88	9/16/91	
64531-1742	HENRY WEINHARD'S PRIVATE	NORWAY	REGISTERED	88,5085	11/8/88	1/25/90	
64531-1746	HENRY WEINHARD'S PRIVATE	PAPUA NEW GUINEA	ABANDONED	55491	6/6/88	2/14/94	
64531-1755	BLITZ WEINHARD - 1	PARAGUAY	REGISTERED	023272	11/8/94	7/26/95	
64531-1902	HENRY WEINHARD'S PRIVATE	PORTUGAL	REGISTERED	251205	11/11/88	7/7/92	
64531-2442	BLITZ WEINHARD - 1	SOUTH KOREA	REGISTERED	46403/1996	10/18/96	2/3/98	
64531-1760	HENRY WEINHARD'S PRIVATE	SOUTH KOREA	PENDING	7116/1996	3/18/98		
64531-1761	HENRY WEINHARD'S PRIVATE	SPAIN	REGISTERED	1,276,579	10/5/88	1/31/92	
64531-1762	HENRY WEINHARD'S PRIVATE	SWEDEN	REGISTERED	88-08294	222545	9/29/88	4/12/91
64531-1764	HENRY WEINHARD'S PRIVATE	SWITZERLAND	REGISTERED	7927	371,160	11/8/88	9/5/89
64531-1704	HENRY WEINHARD'S PRIVATE	TAIWAN	REGISTERED	78-46743	484,135	11/7/89	6/6/90
64608-306	HENRY WEINHARD'S PRIVATE	UNITED KINGDOM	REGISTERED	1,359,424	1,359,424	9/30/88	1/10/92
64608-307	HENRY'S - 1	UNITED STATES	REGISTERED	73/129,942	1,095,395	6/10/77	7/4/78
64608-922	HENRY WEINHARD'S - 1	UNITED STATES	REGISTERED	73/483,212	1,337,050	6/1/84	5/21/85
64608-246	BLITZ - 1	UNITED STATES	PENDING	75/432,678		2/11/98	
64608-386	WEINHARD'S - 1	UNITED STATES	REGISTERED	73/465,889	1,372,907	2/16/84	11/26/85
		UNITED STATES	REGISTERED	73/562,800	1,423,162	10/11/85	12/30/86

Dropped