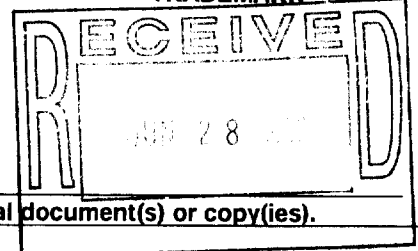


06-30-1999



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID # _____

Correction of PTO Error
Reel # _____ Frame # _____

Corrective Document
Reel # _____ Frame # _____

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger

Change of Name

Other _____

Effective Date
Month Day Year
06 17 1993
6-28-99

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
06 11 1999

Name Allied Domecq North America Corp

Formerly Allied-Lyons North America Corp

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization/ Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name David Sherman Corporation

DBA/AKA/TA _____

Composed of _____

Address (line 1) 5050 Kemper Avenue

Address (line 2) _____

Address (line 3) St. Louis Missouri 63139
City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Corporation Association

Other _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization/ Missouri

FOR OFFICE USE ONLY

06/30/1999 NTHAI1 00000065 752238

01 FC:481 40.00 DP

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TRADEMARK
REEL: 001921 FRAME: 0444

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="752,238"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

ALAN S. NEMES



APPROVED FOR SIGNATURE DATE: 6/10/99

Name of Person Signing

Signature

90 00.04

Date Signed 6/10/99

NUNC PRO TUNC ASSIGNMENT OF TRADEMARK

WHEREAS, ALLIED DOMEQ NORTH AMERICA CORPORATION, formerly known as Allied-Lyons North America Corporation ("Assignor"), a corporation duly organized and existing under the laws of the State of Delaware, adopted and used in its business the trademark AZTEC and is the owner of record of United States Trademark Registration No. 752,238 for AZTEC used in conjunction with tequila ("the Mark");

WHEREAS, DAVID SHERMAN CORPORATION ("Assignee") previously received an assignment of the Mark from Hiram Walker & Sons, Inc., on June 17, 1993, which was thereafter listed with Assignor;

WHEREAS, the parties subsequently discovered that Assignor was in fact the owner of record of the Mark;

WHEREAS, Assignee desires to acquire the entire right, title and interest in and to the Mark together with the goodwill associated therewith, and Assignor desires to convey same to Assignee, effective as of the original date of transfer from Hiram Walker and Sons, Inc.;

NOW THEREFORE, for good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged, Assignor hereby sells, assigns, and transfers to Assignee, its successors and assigns, the entire right, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark, which sale, assignment and transfer includes any and all past and present rights and powers, statutory and common law, which have accrued or may accrue of any and all kind or nature appertaining to the Mark, the same to be held and enjoyed by Assignee and for the use and benefit of its successors and assigns as fully and entirely as the same would have been held by Assignor had such sale, assignment and transfer not been made, effective nunc pro tunc as of June 17, 1993.

EXECUTED this 11th day of June, 1999.

ALLIED DOMEQ NORTH AMERICA CORP.

By: [Signature]

Printed Name: David M. Stank

Title: Secretary

511.D01-721506-1