

09-10-1999

9-7-99

FORM PTO-1618A

Expires 06/30/99
OMB 0651-0027

101140091

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARKRECORDATION 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 Effective Date
Month Day Year
- ☐ Change of Name
- ☐ Other 1796051

Conveying Party

☐ Mark if additional names of conveying parties attachedExecution Date
Month Day YearName Select-Canfield, Inc. 06 30 1999Formerly

- ☐ Individual ☐ General Partnership ☐ Limited Partnership ☒ Corporation ☐ Association
- ☐ Other

☒ Citizenship/State of Incorporation/Organization Illinois

Receiving Party

☐ Mark if additional names of receiving parties attachedName ABC Beverage Corp.DBA/AKA/TA Composed of Address (line 1) 7955 South Cass AvenueAddress (line 2) Suite 201Address (line 3) Darien

City

 IL

State/Country

 60561

Zip Code

- ☐ Individual ☐ General Partnership ☐ Limited Partnership

☒ 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 Michigan

FOR OFFICE USE ONLY

09/08/1999 SPYNE1 00000037 130206 1796051

01 FC-1441

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Public Burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK
REEL: 001956 FRAME: 0110

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 (312) 984-3612

Name

John G. Bisbikis

Address (line 1)

McDermott, Will & Emery

Address (line 2)

227 West Monroe St.

Address (line 3)

Suite 4400

Address (line 4)

Chicago, IL 60606

Pages

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

11

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)

1796051		

Number of Properties

Enter the total number of properties involved.

1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 40.00

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:

13-0206

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.

Name of Person Signing

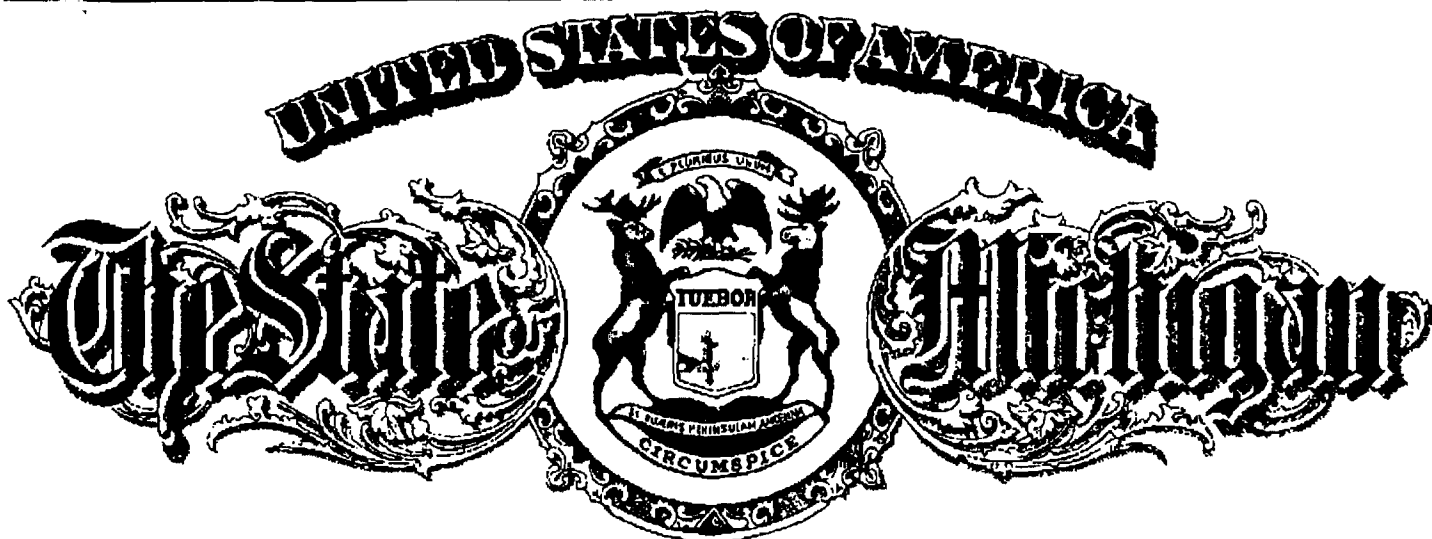
Signature

Date Signed

CERTIFICATE OF MAILING
I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202 - 3519.
DATE OF DEPOSIT: 9/3/99
SIGNATURE: [Signature]
DATE OF SIGNATURE: 9/3/99

TRADEMARK

FEEL: 03956 FRAME: 0111



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify that the Annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 30th day of June, 1999.

Julie Croll

, Director

Corporation, Securities and Land Development Bureau

**MICHIGAN DEPARTMENT OF CONSUMER AND INDUSTRY SERVICES
CORPORATION, SECURITIES AND LAND DEVELOPMENT BUREAU**

Date Received

JUN 30 1999

(FOR BUREAU USE ONLY)

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

FILED**JUN 30 1999**

Administrator
CORP, SECURITIES & LAND DEV. BUREAU

Name

517-663-2525 Ref # 94420
Attn: Cheryl J. Bixby
MICHIGAN RUNNER SERVICE
P.O. Box 266
Eaton Rapids, MI 48827

EFFECTIVE DATE:

Expiration date for new assumed names: December 31,

Expiration date for transferred assumed names appear in Item 6

Document will be returned to the name and address you enter above.
If left blank document will be mailed to the registered office.

CERTIFICATE OF MERGER

**Cross Entity Merger for use by Profit Corporations, Limited Liability Companies
and Limited Partnerships**

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies) and Act 213, Public Acts of 1982 (limited partnerships), the undersigned entities execute the following Certificate of Merger:

1. The Plan of Merger (Consolidation) is as follows:

a. The name of each constituent entity and its identification number is:

ABC Beverage Corp.

482-371

SBI Holdings Corp.

Select Beverages, Inc.

Select-Canfield, Inc.

b. The name of the surviving (new) entity and its identification number is:

ABC Beverage Corp.

482-371

Corporations and Limited Liability Companies provide the street address of the survivor's principal place of business:

7955 South Cass Avenue, Suite 201, Darien, Illinois 60561

2. (Complete only if an effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document in this office.)

The merger (consolidation) shall be effective on the _____ day of _____, 19____.

GOLD SEAL APPEARS ONLY ON ORIGINAL

TRADEMARK
REEL: 001956 FRAME: 0113

Complete for Profit Corporations only

For each constituent stock corporation, state:

Name of corporation	Designation and number of outstanding shares in each class or series	Indicate class or series of shares entitled to vote	Indicate class or series entitled to vote as a class
See Attachment A			

If the number of shares is subject to change prior to the effective date of the merger or consolidation, the manner in which the change may occur is as follows: N/A

The manner and basis of converting shares are as follows: see Attachment B

The amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows: N/A

The Plan of Merger will be furnished by the surviving profit corporation, on request and without cost, to any shareholder of any constituent profit corporation.

The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

(Complete either Section (a) or (b) for each corporation)

a) The Plan of Merger was approved by the majority consent of the incorporators of _____, a Michigan corporation which has not commenced business, has not issued any shares, and has not elected a Board of Directors.

(Signature of Incorporator)

(Type or Print Name)

(Signature of Incorporator)

(Type or Print Name)

(Signature of Incorporator)

(Type or Print Name)

(Signature of Incorporator)

(Type or Print Name)

b) The plan of merger was approved by:

☐ the Board of Directors of _____, the surviving Michigan corporation, without approval of the shareholders in accordance with Section 703a of the Act.

☒ the Board of Directors and the shareholders of the following Michigan corporation(s) in accordance with Section 703a of the Act.

ABC Beverage Corp.

By

William B. Nelson
(Signature of Authorized Officer or Agent)

WILLIAM B. NELSON

(Type or print name)

ABC Beverage Corp.

GOLD SEAL APPEARS ONLY ON ORIGINAL (Name of Corporation)

By

(Signature of Authorized Officer or Agent)

(Type or print name)

(Name of Corporation)

REEL: 001956 FRAME: 0114

Attachment A

<u>Name of Corporation</u>	<u>Designation and Number of Outstanding Shares in Each Class or Series</u>	<u>Class or Series of Shares Entitled to Vote</u>	<u>Class or Series Entitled to Vote as a Class</u>
ABC Beverage Corp.	2,618,991 Class A Common, \$.01 Par Value 114,074 Class B Common, \$.01 Par Value	Class A Common Class B Common	Class A Common Class B Common
SBI Holdings Corp.	10,000 Common, \$.01 Par Value	Common	N/A
Select Beverages, Inc.	10,000 Common, \$.01 Par Value	Common	N/A
Select-Canfield, Inc.	5,556 Common, No Par Value	Common	N/A

Attachment B

The manner and basis of converting shares are as follows:

Upon the effective date of the merger, all shares of capital stock of SBI Holdings Corp., Select Beverages, Inc., and Select-Canfield, Inc. which are issued and outstanding immediately prior to the effective time of the merger shall be canceled. The issued shares of the surviving corporation shall not be converted or exchanged in any manner, but each said share which is issued at the effective date shall continue to represent one issued share of the surviving corporation.

CS-1000 Michigan Department of Consumer and Industry Services
Corporation, Securities and Land Development Bureau
6546 Mercantile Way
P.O. Box 30054
Lansing, Michigan 48909
Telephone: 1-900-555-0031

RECEIPT

Receipt: 083625

Date: 06/30/1999

Paid By: Check

Amount: \$12.50

Received of: MRS

Purpose: MERGER: ABC BEVERAGE CORP.

DOCUMENT FILED 6/30/1999 BY ADMINISTRATOR

Receipt Issued By: HYDEN

----Distribution of Revenue----

Org & Filing:	\$12.50	Certs. & Copying:	\$0.00
Profit MAR:	\$0.00	Nonprofit MAR:	\$0.00
Other Fees:	\$0.00	for:	
Total:	\$12.50		

CS-1000 Michigan Department of Consumer and Industry Services
Corporation, Securities and Land Development Bureau
6546 Mercantile Way
P.O. Box 30054
Lansing, Michigan 48909
Telephone: 1-900-555-0031

RECEIPT

Receipt: 083631

Date: 06/30/1999

Paid By: Check

Amount: \$50.00

Received of: MRS

Purpose: BAL: ABC BEVERAGE CORP. MERGER

DOCUMENT FILED 6/30/1999 BY ADMINISTRATOR

Receipt Issued By: HYDEN

----Distribution of Revenue----

Org & Filing:	\$50.00	Certs. & Copying:	\$0.00
Profit MAR:	\$0.00	Nonprofit MAR:	\$0.00
Other Fees:	\$0.00	for:	
Total:	\$50.00		

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CS-1000

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Corporation, Securities and Land Development Bureau
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P.O. Box 30054
Lansing, Michigan 48909
Telephone: 1-900-555-0031

RECEIPT

Receipt: 083631

Date: 06/30/1999

Paid By: Check

Amount: \$50.00

Received of: MRS

Purpose: BAL: ABC BEVERAGE CORP. MERGER

Receipt Issued By: HYDEN

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Other Fees:	\$0.00	for:	
Total:	\$50.00		