

10-07-1999



TRADEMARK

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HEET

Our Ref: 47630-0001

101163486

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 # _____

MRO
10-4-99

Conveyance Type

Assignment License
 Security Agreement Nunc Pro Tunc Assignment
 Merger
 Change of Name
 Other _____
Effective Date
Month Day Year
June 30, 1999

Conveying Party

___ Mark if additional names of conveying parties attached

Name Brooks Beverage Management, Inc.

Execution Date
Month Day Year

June 25, 1999

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization Michigan

Receiving Party

___ Mark if additional names of receiving parties attached

Name ABC Beverage Corp.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 7955 South Cass Avenue, Suite 201

Address (line 2) Darien, Illinois 60561

Address (line 3) _____

Individual General Partnership Limited Partnership 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.)
 Corporation Association
 Other _____

Citizenship/State of Incorporation/Organization Michigan

10/05/1999 DMSUYEN 00000269 1141608

FOR OFFICE USE ONLY

01 FC:481 40.00 DP
02 FC:482 75.00 DP

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 200231

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 (212) 309-6764

Name Jessica N. Cohen

Address (line 1) MORGAN, LEWIS & BOCKIUS LLP, Attn: TMSU

Address (line 2) 1800 M Street, N.W.

Address (line 3) Washington, D.C. 20036-5869

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

5

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers are 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)

| | |
|-----------|-----------|
| 1,141,608 | 1,266,545 |
| 1,318,481 | 1,318,486 |

Number of Properties Enter the total number of properties involved.

4

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

\$ 115.00

Method of Payment: Enclosed X Deposit Account _____

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: 13-4520

Authorization to charge additional fees: Yes X No _____

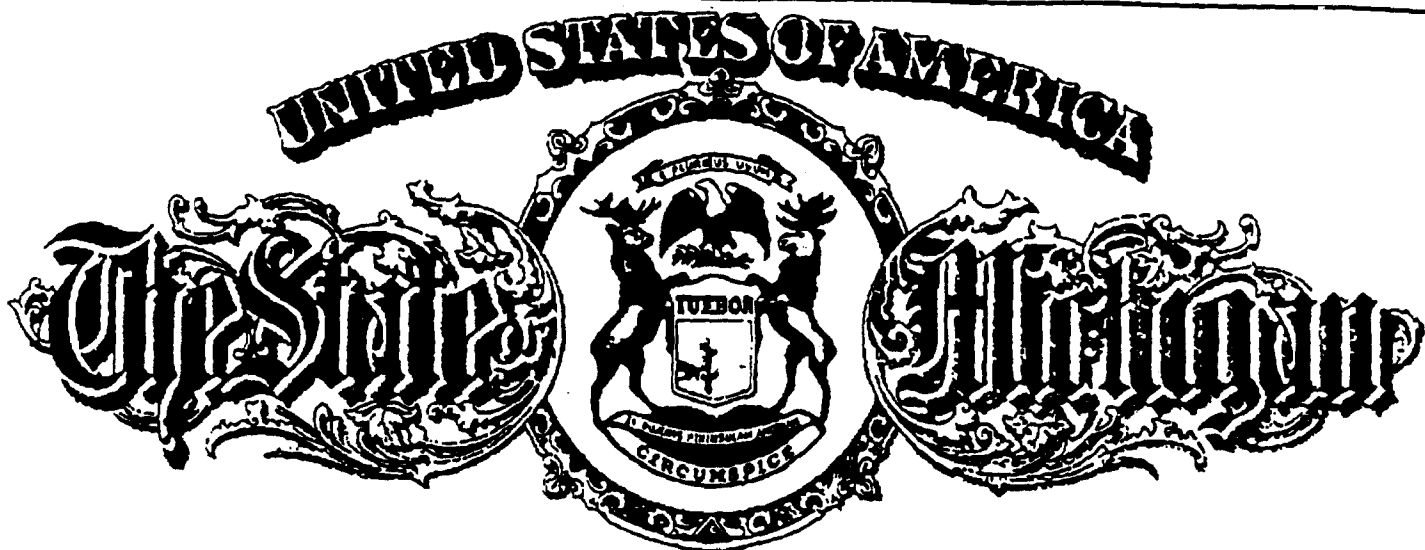
Statement and Signature

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.

Jessica N. Cohen
Name of Person Signing

Jessica N. Cohen
Signature

10/1/99
Date Signed



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)

ADJUSTED PURSUANT TO
TELEPHONE AUTHORIZATION

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

Cheryl @ MRS

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:

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 AMENDMENT TO THE ARTICLES OF INCORPORATION
For use by Domestic Profit and Nonprofit Corporations
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), or Act 162, Public Acts of 1972 (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The present name of the corporation is: Brooks Beverage Management, Inc.

2. The identification number assigned by the Bureau is:

095-844

3. Article 1 ^x of the Articles of Incorporation is hereby amended to read as follows:

The name of the corporation is ABC Beverage Management, Inc.

COMPLETE ONLY ONE OF THE FOLLOWING:

4. (For amendments adopted by unanimous consent of incorporators before the first meeting of the board of directors or trustees.)

The foregoing amendment to the Articles of Incorporation was duly adopted on the _____ day of _____, 19_____, in accordance with the provisions of the Act by the unanimous consent of the incorporator(s) before the first meeting of the Board of Directors or Trustees.

Signed this _____ day of _____, 19_____

| | |
|----------------------------|----------------------------|
| _____ (Signature) | _____ (Signature) |
| _____ (Type or Print Name) | _____ (Type or Print Name) |
| _____ (Signature) | _____ (Signature) |
| _____ (Type or Print Name) | _____ (Type or Print Name) |

5. (For profit and nonprofit corporations whose Articles state the corporation is organized on a stock or on a membership basis.)

The foregoing amendment to the Articles of Incorporation was duly adopted on the 25th day of June, 1999 by the shareholders if a profit corporation, or by the shareholders or members if a nonprofit corporation (check one of the following)

- at a meeting the necessary votes were cast in favor of the amendment.
- by written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act if a nonprofit corporation, or Section 407(1) of the Act if a profit corporation. Written notice to shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)
- by written consent of all the shareholders or members entitled to vote in accordance with section 407(3) of the Act if a nonprofit corporation, or Section 407(2) of the Act if a profit corporation.
- by the board of a profit corporation pursuant to section 611(2).

Profit Corporations

Signed this 25th day of June, 1999

By William M. Nelson, V.P.
 (Signature of an authorized officer or agent)

WILLIAM M. NELSON
 (Type or Print Name)

Nonprofit Corporations

Signed this _____ day of _____, 19_____

By _____
 (Signature of President, Vice-President, Chairperson or Vice-Chairperson)

 (Type or Print Name) (Type or Print Title)

BROOKS BEVERAGE MANAGEMENT, INC.

| Mark | Registration/ Application Number | Country/State | Date of Filing |
|----------------------|--|---------------|----------------------|
| SUN-GLO | 1,141,608 | U.S. | November 18, 1980 |
| SUNGLO | 1,266,545 | U.S. | February 7, 1984 |
| Design of Sun Man | 1,318,486 | U.S. | February 5, 85 |
| SUNGLO & design | 1,318,481 | U.S. | February 5, 85 |

Schedule B to
Assignment of Trademarks and Patents

BROOKS BEVERAGE MANAGEMENT, INC.

| Patent | Patent Number | Country/State | Date of Filing |
|----------------------------------|---------------|---------------|----------------|
| Overhead Door Replacement System | 5,446,956 | U.S. | April 1, 1994 |