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TRADEMARKS O

02-17-2000



MERCE

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To the Honorable Commissioner of Patents and Trademarks: Please record

if.

1. Name of conveying party(ies): 2ND JAN 20 AM 11: 43
Bankers Trust Company
OPR/FINANCE

Individuals Association
 General Partnership - Limited Partnership
 Corporation-State - New York
 Other -

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

3. Nature of conveyance:

Assignment Merger
 Security Interest Change of Name
 Other - Release of a Security Interest

Execution Date: October 6, 1999

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)

Additional numbers attached? Yes No

2. Name and address of receiving party(ies):
 Name: Brooks Beverage Management, Inc.
 Internal Address: _____
 Street Address: 7955 S. Cass Avenue, Suite 201
 City: Darien State: Illinois ZIP: 60561

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation- Delaware
 Other - _____

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

Trademark Registration No.(s)\
 Please see attached Schedule A

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Brian Jaenicke, Legal Assistant
 Internal Address: White & Case LLP

Street Address: 1155 Avenue of the Americas
 City: New York State: NY ZIP: 10036

6. Total number of applications and registration involved 4

7. Total fee (37 CFR 3.41): \$ 115.00
 Enclosed
 Authorized to be charged to deposit account, in case of deficiency

8. Deposit account number:
 (23-1705 in case of deficiency)
 (Attach duplicate copy of this page if paying by deposit account)

02/16/2000 DNGUYEN 00000137 73193585
 01 FC:481 40.00 OP
 02 FC:482 75.00 OP

DO NOT USE THIS SPACE

Fee OK

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.

Brian T. Jaenicke
 Name of Person Signing

Brian T. Jaenicke
 Signature

1/20/2000
 Date

Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

UNITED STATES TRADEMARKS
OWNED BY BROOKS BEVERAGE MANAGEMENT, INC.

Mark	Application Number	Registration Number	Filing Date	Issue Date
SUN-GLO	73193585	1141608	11-16-1978	11-18-1980
SUN-GLO	73391589	1266545	9-28-1982	2-7-1984
Design of Sun Man	73461075	1318486	1-16-1984	2-5-1985
SUNGLO & design	73451622	1318481	11-7-1983	2-5-1985

TRADEMARK RELEASE

This Release granted on this 6th day of October, 1999, by BANKERS TRUST COMPANY, as Collateral Agent (“Collateral Agent”), to BROOKS BEVERAGE MANAGEMENT, INC., a Delaware corporation (“Assignor”), as follows:

W I T N E S S E T H

WHEREAS, the Assignor has heretofore granted to the Collateral Agent a security interest in certain U.S. trademarks, trademark registrations and trademark applications more particularly set forth on Schedule A attached hereto (the “Marks”) to secure the Obligations (as defined in the Security Agreement, dated May 1, 1998, between the Collateral Agent and the Assignor (the “Security Agreement”)); and

WHEREAS, the Collateral Agent wishes to release and restore all right, title and interest in and to the Marks to the Assignor and to dissolve any and all Liens and encumbrances respecting the Marks shown on the attached Schedule A hereto.

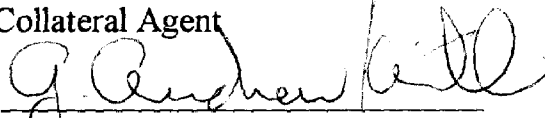
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Collateral Agent hereby releases, discharges, quit claims and relinquishes unto the Assignor any and all right, title and interest in and to the Marks, and more particularly, the security interest in the patents, mark registrations and mark applications as set forth on Schedule A hereto, granted to Collateral Agent by the Assignor by the Security Agreement, which Assignment was duly recorded on May 13, 1998 at Trademark Reel 1727, Frame 0216 in the United States Patent and Trademark Office.

IN WITNESS WHEREOF, the undersigned, by and through its authorized officer,

has caused this instrument to be executed under seal on the date first written above.

BANKERS TRUST COMPANY,
as Collateral Agent

By



Name: G. Andrew Keith

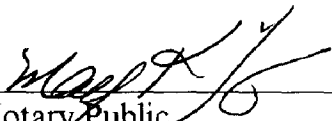
Title: Vice President

STATE OF NEW YORK)

) ss.:

COUNTY OF NEW YORK)

On this 6th day of October, 1999, before me personally appeared G. Andrew Keith, to me known who, being by me duly sworn, did depose and say that he is Vice President of Bankers Trust Company described herein and which executed the foregoing instrument and that he signed his name thereto pursuant to the authority granted by Bankers Trust Company.



Notary Public

MAY KAREN YIP
Notary Public, State of New York
No. 01Y16009063
Qualified in New York County
Commission Expires June 22, 2000