

MRD 3-22-00

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RE



03-22-2000

Owner of Patents

101333064

original documents or copy thereof

U.S. Patent & TMO/TM Mail Rpt Dt. #64

Company Limited

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

Name: **Blavod Properties Limited**
Address: **202 Fulham Road,**
London SW10 9PJ,
UNITED KINGDOM

- Individual(s)
- General Partnership
- Corporation-United Kingdom
- Association
- Partnership

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

Additional name(s) of conveying party(ies) attached?

- yes
- no

Additional name(s) & address(es) attached?

- yes
- no

Appointment of Domestic Representative attached?

- yes
- no

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Names

Execution Date: Nun pro-tunc July 23, 1999

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

If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
2,306,789(Previously Serial No: 75/215,404)

Additional numbers attached? Yes No

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

SUGHRUE, MION, ZINN, MACPEAK & SEAS, PLLC
2100 Pennsylvania Avenue, N.W.
Suite 800
Washington, D.C. 20037-3213
Attn: Cynthia Clarke Weber

6. Total number of applications and registration involved:
One

7. Total Fee (37 CFR 3.41): **\$40.00**
 Enclosed. Please charge any underpayment in connection with this Assignment to Deposit Account No. 19-4880.
 Authorized to be charged to Deposit Account

8. Deposit Account No. 19-4880
(Attach dupl. copy of this page if paying by Deposit Account)

04/21/2000 DC00TES 00000167 2306789

01 FC:481 Statement and Signature

40.00 UP

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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.

Cynthia Clarke Weber
Name

3/21/00
Date

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TRADEMARK
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03-22-2000

U.S. Patent & TM Office/TM Mail Rcpt Dt. #64

UNITED STATES PATENT AND TRADEMARK OFFICE

In re the Matter of:

Blavod Properties Limited

Registration No.: 2,306,789

Registered: January 11, 2000

Mark: BLAVOD

Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, VA 22202-3513

Sir:


APPOINTMENT OF DOMESTIC REPRESENTATIVE

SUGHRUE, MION, ZINN, MACPEAK & SEAS, whose postal address is 2100 Pennsylvania Avenue, N.W., Washington, D.C. 20037, United States of America, is hereby designated registrant's representative upon whom notice or process in proceedings affecting the mark may be served

Please address all future correspondence regarding this registration to:

Cynthia Clarke Weber
SUGHRUE, MION, ZINN, MACPEAK & SEAS, PLLC
2100 Pennsylvania Avenue, N.W.
Washington, D.C. 20037-3202
Phone (202)663-7927
Facsimile (202)293-7860

BLAVOD PROPERTIES LIMITED

By: 

Name: M. DORMAN

Title: DIRECTOR

Date: 15 March 2000

Dated 23 July 1999

(1) **THE ORIGINAL BLACK VODKA
COMPANY LIMITED**

- and -

(2) **BLAVOD PROPERTIES LIMITED**

ASSIGNMENT

- OF -

INTELLECTUAL PROPERTY RIGHTS


M A S O N S

S o l i c i t o r s
& P r i v y C o u n c i l A g e n t s

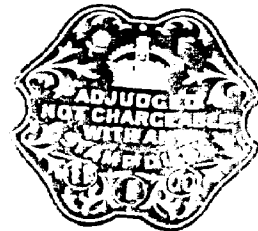
30 Aylesbury Street
London EC1R 0ER

Ref: VJH/CAM

I hereby certify
this to be a
true copy of
an original


J CORNISH
Solicitor
20-1-00

THIS ASSIGNMENT is made the 23 of July 1999



BETWEEN :-

1. **THE ORIGINAL BLACK VODKA COMPANY LIMITED** (registered in England No. 3174205) whose registered office is at 202 Fulham Road, London SW10 9NB (**"the Assignor"**); and
2. **BLAVOD PROPERTIES LIMITED** (registered in England & Wales No. 3750741) whose registered office is at 4 Aztec Row, Berners Road, Islington, London N1 0PW (**"the Assignee"**)

WHEREAS:

- (A) The Assignor and the Assignee are both wholly owned subsidiaries of Black Vodka Limited.
- (B) The Assignor is the registered proprietor of the intellectual property rights set out in Schedule 1 (the **"Intellectual Property Rights"**) and is an applicant for registration of the trade marks set out in Schedule 2 (the **"Applications"**).
- (C) The Assignor has agreed to assign such right title and interest as the Assignor has in the Intellectual Property Rights, the Applications and the other intellectual property rights detailed herein on the terms set out below.

IT IS AGREED as follows:-

1. Assignment

In consideration of the agreement by the Assignee to pay to the Assignor an amount equal to the book value on the date hereof of the Intellectual Property Rights and the other rights set out in clauses 1.2 and 1.3 below (the **"Consideration"**) on the terms set out

below the Assignor hereby assigns to the Assignee with full title guarantee and with effect from the date hereof:

- 1.1 the Intellectual Property Rights;
- 1.2 all the benefit of the Applications to the intent that any registered trade mark granted pursuant to the Applications shall vest absolutely in the Assignee together with all appurtenant common law rights and the right to sue for and obtain full and effective relief in respect of any act of infringement of any such registered trade mark occurring prior to the date of this Assignment; and
- 1.3 all the benefit of any intellectual property rights other than those detailed in Clauses 1.1 and 1.2, including but not limited to common law rights, copyright and unregistered trade marks in the product "Blavod" and its name, marketing materials, advertisements, promotions, images and design and the content and layout of its website.

2. Payment of Consideration

- 2.1 The Consideration shall be determined by the auditors to the Assignor, Cheesman and Partners of 4 Aztec Row, Berners Road, Islington, London N1 0PW ("Cheesmans"), in accordance with normal accounting principles and on the basis that the Assignor is assumed at the date hereof to have a net asset value (after taking into account all creditors including those falling to be paid after more than one year) of zero.
- 2.2 The Consideration shall become due and payable by the Assignee to the Assignor as an unsecured debt at any time after the amount of the Consideration has been determined by Cheesmans at their absolute discretion by the service of a written demand on the Assignee by the Assignor.
- 2.3 Until a written demand is served in accordance with clause 2.2 the Consideration shall bear no interest and thereafter interest shall be payable at the base lending rate from time to time of National Westminster Bank plc.

3. Further Assurance

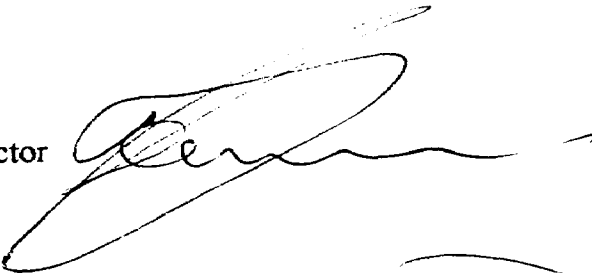
The Assignor shall execute all such further documents forms and authorisations and depose or swear any declaration or oath as may in the reasonable opinion of the Assignee be required to facilitate the vesting of all rights, title and interests in the intellectual property rights detailed in Clause 1.


4. VAT

The parties consider that this transaction takes effect as a transfer of a business as a going concern for VAT purposes and accordingly the provisions of Article 5 Value Added Tax (Special Provisions) Order 1995 (SI 1995/1268) shall apply and no VAT shall be payable in respect of the transaction hereby effected.

IN WITNESS whereof this Deed has been executed and delivered the day and year first before written.

EXECUTED and DELIVERED as a Deed)
by **THE ORIGINAL BLACK**)
VODKA COMPANY LIMITED)
acting by)
two directors/a director and the secretary)

Director 

Director/Secretary 

EXECUTED and DELIVERED as a Deed)
by **BLAVOD PROPERTIES LIMITED**)
acting by)
two directors/a director and the secretary)

Director 

Director/Secretary 

SCHEDULE 1

Intellectual Property Rights

Country	Number	Trade Mark
Australia	723140	BLAVOD
Great Britain	2133778	Get-up of BLAVOD Bottle (series of 6)
Hong Kong	01973/98	BLAVOD
Iceland	601/1999	BLAVOD
Japan	4208646	BLAVOD
Latvia	M40481	BLAVOD
Malta	26566	BLAVOD
Norway	186845	BLAVOD
New Zealand	300472	Black the Colour of Vodka
New Zealand	300475	BLAVOD
Community Trade Mark	293126	BLAVOD

SCHEDULE 2

Applications

Country	Number	Trade Mark	Status
Andora	Unknown	BLAVOD	In the process of being filed
Andora	Unknown	Black Colour (Definition)	In the process of being filed
Andora	Unknown	Bottle Get-up (Black)	In the process of being filed
Australia	770601	The mark consist of vodka coloured black	Pending
Australia	776374	Black the Colour of Vodka	Pending
Canada	832085	BLAVOD	Pending
China	Unknown	BLAVOD	In the process of being filed
Great Britain	2133300	Black the Colour of Vodka	Pending
Great Britain	2153381	The mark consist of vodka coloured black	Pending
Japan	30871/1999	Black the Colour of Vodka	Pending
Japan	30872/1999	Black the Colour of Vodka (in Katakana)	Pending
Norway	199903708	Black the Colour of Vodka	Pending
Russian Federation	99705165	BLAVOD	Pending
Singapore	Unknown	BLAVOD	In the process of being filed
Taiwan	(87)060769	BLAVOD	Pending
Taiwan	(87)060770	Black the Colour of Vodka	Pending
Taiwan	(88)000231	Get-up of BLAVOD Bottle	Pending
USA	75/215,404	BLAVOD	Pending

South Africa	96/11750	BLAVOD	Pending
Community Trade Mark	1146935	BLAVOD	Pending
Community Trade Mark	971002	Black the Colour of Vodka	Pending