

08-09-2000



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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
06211999

Conveying Party

Mark if additional names of conveying parties attached

Name TEQUILA ORENDAIN DE JALISCO, S.A. DE C.V. Execution Date
Month Day Year
06082000

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization MEXICO

Receiving Party

Mark if additional names of receiving parties attached

Name BFC TEQUILA LIMITED

DBA/AKA/TA _____

Composed of _____

Address (line 1) ROBIN HOOD ROAD

Address (line 2) _____

Address (line 3) DUBLIN 22 IRELAND _____
City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other REPUBLIC OF IRELAND COMPANY

Citizenship/State of Incorporation/Organization IRELAND

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.)

08/08/2000 NTHAI1 00000104 75063496

FOR OFFICE USE ONLY

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40.00 OP

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: 002117 FRAME: 0607

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)

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.

DAVID S. GOODER

July 12, 2000

Name of Person Signing

Signature

Date Signed

TRADEMARK ASSIGNMENT

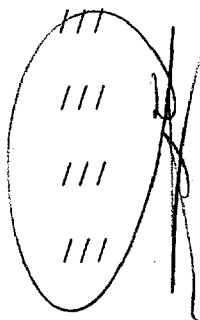
TEQUILA ORENDAIN DE JALISCO, S.A. DE C.V., a Mexican corporation, located at Prolongacion Avenida Vallarta, No. 6230, 45010 Guadalajara, Jalisco, Mexico ("Assignor") has applied to register the mark DON EDUARDO in the United States Patent and Trademark Office. The trademark has been assigned Serial No. 75/863,496 hereinafter referred to as the "Mark."

BFC TEQUILA LIMITED, a Republic of Ireland company, whose principal office is located at Robin Hood Road, Dublin 22, Ireland ("Assignee"), is desirous of acquiring all right, title and interest in and to the Mark; and

Assignor desires to assign all right, title and interest in and to the Mark to Assignee as part of, and in consideration of certain payments made to Assignor pursuant to, that certain Joint Venture Agreement by and between Assignor and others, dated June 21, 1999.

NOW, THEREFORE, in consideration of the foregoing, together with other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee agree as follows:

1. Assignor hereby assigns unto Assignee all right, title, and interest in and to the Mark (the "Assignment").
2. The Assignment shall also include all claims for damages by reason of past infringement of the Mark, if any, together with the right to sue for and collect the same for the sole use and benefit of Assignee and its successors, assigns, or other legal representatives.
3. Assignor further agrees to execute and deliver, from time to time, all further instruments of conveyance, assignment and further assurances, and to perform all such other acts, as may be reasonably required to transfer and assign all of Assignor's interests in and to the Mark.



This Assignment shall be effective for all purposes on the 8th day of June, 2000.

ASSIGNOR:

TEQUILA ORENDAIN DE JALISCO, S.A. DE
C.V., a Mexican corporation

By: 

Sr. Carlos Orendain Hernández

Its: Gerente General (Chief Executive Officer)

ASSIGNEE:

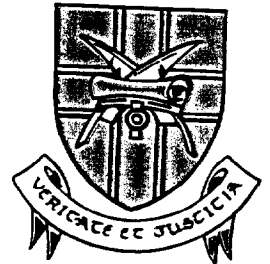
BFC TEQUILA LIMITED, a Republic of Ireland
company

By: 

Sean J. Hayes

Its: Secretary

GABRIEL F. HAUGHTON
NOTARY PUBLIC
6 MARTELLO TERRACE, DUN LAOGHAIRE
REPUBLIC OF IRELAND
COMMISSIONED FOR LIFE



BOTH SIGNATURES ABOVE MUST BE NOTARIZED

ALBERTO FARIAS GONZALEZ RUBIO, Notario Público Suplente Asociado al Titular número 55 cincuenta y cinco de esta Municipalidad, CERTIFICO: Que el señor CARLOS ORENDAIN HERNANDEZ, como apoderado de TEQUILA ORENDAIN DE JALISCO, SOCIEDAD ANONIMA DE CAPITAL VARIABLE, a quien doy fé de que conozco, RATIFICO hoy ante mí la firma puesta por él al calce del anterior documento y su contenido, en el cual TEQUILA ORENDAIN DE JALISCO, SOCIEDAD ANONIMA DE CAPITAL VARIABLE, asigna la marca Don Eduardo en favor de BFC TEQUILA LIMITED, en dicha asignación se incluyen todos los derechos por las reclamaciones de daños en razón a la violación de la marca registrada, por lo que certifico la autenticidad de su firma y la voluntad de el interesado, quien firma al calce para constancia.- DOY FE. - - - - -

----- Me acredita la legal existencia de la empresa y su carácter de Apoderado General de la misma, con testimonio de la escritura número 11,301 otorgada en esta ciudad, el día 28 de Octubre de 1983 ante la fé del Notario Público número 34 de esta Municipalidad, Licenciado Enrique Arambula Argote, registrado bajo la inscripción 204, del tomo 112 del libro Primero del Registro de Comercio a cargo del Registro Público de la Propiedad, en esta ciudad, la cual quedó agregada en mi libro de documentos del tomo 66 con el número 1450 .- DOY FE.- - - - -

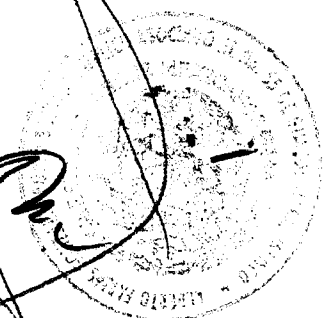
-----Dejo razón de esta Certificación en mi libro de Certificaciones del tomo VII séptimo, bajo el número 3569 tres mil quinientos sesenta y nueve.- DOY FE.- - - - -

----- Guadalajara, Jalisco a los 15 quince días del mes de Junio del año 2000 dos mil, siendo las 14:30 catorce horas treinta minutos.- - -



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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant: BFC Tequila Limited)

Serial No.: 75/863,496)

Mark: DON EDUARDO)

Filed: December 3, 1999)

Int'l Class: 33)

NO FEE

Assistant Commissioner for Trademarks
2400 Crystal Drive
Arlington, VA 22202-3513

DOMESTIC REPRESENTATIVE

David S. Gooder, Esq., c/o Brown-Forman Brands, whose postal address is 4040 Civic Center Drive, Suite 528, San Rafael, CA 94903, is hereby designated Applicant's representative upon whom notices or process in proceedings affecting the mark may be served.

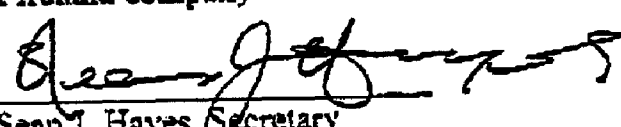
REVOCATION AND SUBSTITUTION OF POWER OF ATTORNEY

Revoking all prior appointments, Registrant hereby appoints David S. Gooder, a member of the Bar of the State of California, whose address is Brown-Forman Brands, 4040 Civic Center Drive, Suite 528, San Rafael, California 94903 (415-445-5225) and Christopher C. Larkin, a member of the Bars of the State of New York and California, and practicing with the firm of Small Larkin, L.P., 10940 Wilshire Boulevard, 18th Floor, Los Angeles, California 90024-3495 (310-209-4145) as its attorneys, with full power of substitution and revocation, to transact all business in the Patent and Trademark Office and in the courts in connection with the above-referenced registration. Please address all communication and correspondence to Mr. Gooder at the address indicated above.

BFC TEQUILA LIMITED, a Republic
of Ireland company

Date: July 11, 2000

By:


Sean J. Hayes, Secretary



BROWN-FORMAN
B R A N D S

July 12, 2000

Via Express Mail

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

Re: Assignor: Tequila Orendain de Jalisco, S.A. de C.V., a Mexico corporation
Assignee: BFC Tequila Limited, a Republic of Ireland Company
Subject: Trademark Assignment

Dear Sir:

Enclosed for filing are the following:

1. Recordation Form Cover Sheet;
2. Trademark Assignment;
3. Domestic Representative and Power of Attorney
4. Our check in the amount of \$40 for the fee.

The Commissioner is hereby authorized to charge payment of any additional fees associated with this communication or credit any overpayment to Deposit Account No. 02-4065. So that we may have a timely record of this filing, please date-stamp the enclosed stamped, self-addressed postcard and deposit it into the U.S. mail.

Please direct the original recorded Assignment or any questions regarding its issuance to my attention.

Sincerely,

David S. Gooder
Vice President and Chief Trademark Counsel

DSG/rlf
Enclosures

CERTIFICATION UNDER 37 CFR § 1.10

I hereby certify that the documents referred to as enclosed herein are being deposited with the United States Postal Service on this date, July 12, 2000, in an envelope bearing "Express Mail Post Office to Addressee" mailing label number EL091838967US addressed to: Commissioner of Patents Trademarks, Box Assignments, Washington, D.C. 20231.

Roberta Fauquier

4040 CIVIC CENTER DRIVE • SUITE 528 • SAN RAFAEL, CALIFORNIA 94903

TELEPHONE: (415) 446-5225 • FAX: (415) 446-5230

RECORDED: 07/13/2000

TRADEMARK
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