

05-31-2001

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Panther Brewing Company, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: 05/18/2000

2. Name and address of receiving party(ies)

Name: Boston Private Bank & Trust Co.
Internal
Address: _____

Street Address: Ten Post Office Square
City: Boston State: MA Zip: 02109

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

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

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

A. Trademark Application No.(s)

75/479,636 75/479,637
75/491,204 75/611,253

B. Trademark Registration No.(s)

2,274,591 2,294,778

Additional number(s) attached Yes No

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

Name: Catherine F. McCarron

Internal Address: Jager, Smith & Stetler

Street Address: One Financial Center

City: Boston State: MA Zip: 02111

6. Total number of applications and registrations involved: 16

7. Total fee (37 CFR 3.41).....\$ 415.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

n/a

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Catherine F. McCarron

Name of Person Signing

Signature

5/15/01

Date

Total number of pages including cover sheet, attachments, and document: 10

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

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02 FC:482

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375.00 OP

TRADEMARK
REEL: 002306 FRAME: 0031

Recordation Form Cover Sheet

Trademarks Only

Attachment to Page 1, "Trademark Application Numbers"

Page 2 of 2

75/657,536

75/662,140

75/662,139

75/667,001

75/730,855

75/730,854

75/730,853

75/730,852

75/939,754

75/939,618

TRADEMARK

REEL: 002306 FRAME: 0032

TRADEMARK ASSIGNMENT AND SECURITY INTEREST

WHEREAS, Panther Brewing Company, Inc., a corporation organized and existing under the laws of the Commonwealth of Massachusetts (the "Borrower"), having its principal office at 727 High Street, Westwood, Massachusetts 02090, is the owner of the United States trademarks and tradenames set forth opposite its name in Exhibit "A" attached hereto; and

WHEREAS, Boston Private Bank & Trust Company (the "Bank"), having an office at Ten Post Office Square, Boston, Massachusetts 02109, is a party to the Security Agreement dated as of May 18th, 2000 by and between the Bank and the Borrower, and the Bank desires to acquire a security interest in, and lien on, said trademarks and tradenames, the goodwill of the business symbolized by said trademarks and tradenames and all products and proceeds of the foregoing; and

WHEREAS, the Borrower is agreeable to granting the security interests in the trademarks, tradenames and all products and proceeds thereof described above and as specifically set forth in Exhibit "A" hereto, but not limited thereto;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and subject to the terms and conditions of the Security Agreement dated as of May 18, 2000 made by the Borrower in favor of the Bank (as the same may be from time to time further amended and in effect), the terms and conditions of which are incorporated by reference herein, the Borrower hereby gives, grants, assigns and transfers a security interest in said trademarks, tradenames, the goodwill of the business symbolized by said trademarks and tradenames and all products and proceeds thereof, to the Bank, in each case, now existing or hereafter acquired.

The Borrower hereby acknowledges the sufficiency and completeness of this document to create the security interest in the identified property and to grant the same to the Bank and the Borrower hereby requests the appropriate filing and recording offices, including, but not limited to, the U.S. Patent and Trademark Office to file and record the same together with the annexed Exhibit "A".

Executed at Boston, Massachusetts, the 18th day of May, 2000.

PANTHER BREWING COMPANY, INC.

By:



Name: J. Michael Herbert

Title: Chairman of the Board and
Treasurer

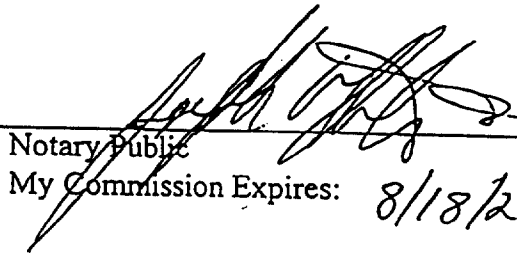
TRADEMARK

REEL: 002306 FRAME: 0034

Commonwealth of Massachusetts

County of Suffolk

On this, the 18th day of May, 2000, before me personally appeared J. Michael Herbert, Chairman of the Board and Treasurer of Panther Brewing Company, Inc, a Massachusetts corporation, and that he as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as such officer.



Notary Public

My Commission Expires:

8/18/2006

JSS PCDoc #29781

EXHIBIT "A"

REGISTERED TRADEMARKS

<u>Mark</u>	<u>Registration Number</u>	<u>Issue Date</u>
WE ALL PUT THE YEAST IN	2,274,591	8/31/99
RAISE A GLASS...FOR DUTY AND HUMANITY	2,294,778	11/23/99

TRADEMARK APPLICATIONS

<u>Mark</u>	<u>Serial Number</u>	<u>Filing Date</u>
PANTHER BREWING COMPANY	75/479,636	5/5/98
PANTHER BREWING COMPANY	75/479,637	5/5/98
DRINK WITH YOUR FRIENDS	75/491,204	5/27/98
BRIGHTO	75/611,253	12/23/98
PANTHER BEER	75/657,536	3/10/99
LAST CALL	75/662,140	3/17/99
LC	75/662,139	3/17/99
STONE COLD	75/667,001	3/24/99
SUBLIME	75/730,855	6/16/99
SUBLIME	75/730,854	6/16/99
SUBLIME	75/730,853	6/16/99
LONG BEACH BREWING COMPANY	75/730,852	6/16/99
TANGERIA <i>Non-alcoholic beverages; beer and malt beverages</i>	75/939,754	3/9/00
TANGERIA	75/939,618	3/9/00

Recordation Form Cover Sheet
Trademarks Only
Attachment to Page 1, "Trademark Application Numbers"
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Recordation Form Cover Sheet

Page 3

Attachment to Page 2, "Trademark Application Numbers"

75/730,854

75/730,853

75/730,852

75/939,754

75/939,618

TRADEMARK

RECORDED: 05/24/2001

REEL: 002306 FRAME: 0038