

09-10-2001

ONLY

Tax settings

To the Honorable Commission



101837090

Send the attached original documents or copy thereof

1. Name of conveying party(ies)

Agros Holding S.A.
and
Agros Trading & Co.

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

9-10-01

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

2. Nature of conveyance

- Assignment
- Security Agreement
- Other Request for Cancellation of Trademark License Agreement and Execution of Sub-License Agreement
- Merger
- Change of Name

Execution Date: July 2, 2001

4. Application number(s) or patent number(s)

A. Trademark Application No.(s)

74/711,420

75/884,416

Name and address of receiving party(ies)

Name: Pernod Ricard

Internal Address:

Street Address: 142, boulevard Haussmann

City: Paris State: France ZIP: 75008

- Individual(s), citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other French company

If assignee is not domiciled in the United States, a domestic representation designation is attached? Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

B. Trademark Registration No.(s)

851,174

1,110,173

Additional numbers attached? Yes No

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

Name: William C. Wright

Internal Address: Grahan, Campaign P.C.

Street Address: 36 West 44th Street

City: New York State: NY ZIP: 10036-8178

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41).....\$ 115.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

07-1845

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

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DO NOT USE THIS SPACE

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

9. Statement and signature.

To the best of our knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

William C. Wright

Name of Person Signing

William C. Wright
Signature

September 4, 2001

Date

Total number of pages including cover sheet, attachments, and documents: 8

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

TRADEMARK
REEL: 002364 FRAME: 0055

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

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

S I R:

REQUEST FOR CANCELLATION OF TRADEMARK LICENSE AGREEMENT

The undersigned Licensors hereby request the United States Patent and Trademark Office to cancel the Recordation of their Trademark License Agreement with Pernod Ricard, dated February 28, 2000. and recorded on July 17, 2000, Reel 2117, Frame 568.


The aforesaid Trademark License Agreement has been superseded by a Sub-License Agreement between the same parties, which is being recorded simultaneously herewith.

Attest:



Soizick de Linares

By
Name
Title
Date

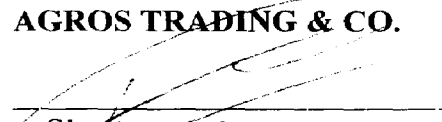
AGROS HOLDING S.A.

Yves Flaissier
President
July 2nd, 2001

Attest:



Soizick de Linares

By
Name
Title
Date

AGROS TRADING & CO.

Christophe Lucas
President
July 2nd, 2001

SUB-LICENSE AGREEMENT

THIS AGREEMENT is made by and between **AGROS HOLDING S.A.**, a company organized under the laws of Poland, having its principal office at Chalubinskiego 8, Warsaw, Poland, and **AGROS TRADING & CO.**, a subsidiary company organized under the laws of Poland, having its principal office at the same address (hereinafter collectively "**AGROS**").

- and -

PERNOD RICARD, a company organized under the laws of France, having its principal office at 142, boulevard Haussmann, 75008 Paris, France.

WITNESSETH:

WHEREAS, AGROS HOLDING S.A. is the owner of the WYBOROWA trademarks in the United States (the Trademarks) for vodka (the Product), along with the registrations thereof and applications therefor in the United States Patent and Trademark Office, as shown in Schedule "A" annexed hereto; and

WHEREAS, AGROS HOLDING S.A. has granted **AGROS TRADING & CO.** an exclusive license to use the Trademarks for the Product throughout the world and to sublicense **PERNOD RICARD** to use the Trademarks for the Product in the United States.

NOW, THEREFORE, in consideration of the premises, it is agreed by the aforesaid


parties as follows:

1. **AGROS TRADING & CO.** hereby grants, with the approval of **AGROS HOLDING S.A.**, an exclusive sublicense to **PERNOD RICARD** to use and/or sublicense the use of the Trademarks in the United States for the Product and such sublicense shall exclude **AGROS** from using the Trademarks in the United States during the term of this agreement without the prior written permission of **PERNOD RICARD**.
2. The nature and quality of the Product shall, at all times, be subject to the control of **AGROS**, or a duly appointed agent, and such control shall extend to the labeling, packaging, advertising and promotion of the Trademarks and the Product.
3. This agreement shall remain in force until January 1, 2025, and may thereafter be renewed for successive 25 year periods, unless soon terminated by one of the parties by giving 60-days prior written notice to the other parties by certified mail sent to the addresses hereinabove set forth.
4. This agreement shall inure to the benefit of and be binding upon the parties hereto, their successors in title and any related companies under their control.
5. This agreement shall be governed by and construed under the applicable laws of the sovereign States of the United States.


6. This agreement shall be restricted to the United States without prejudice to any other agreement between the parties in the United States or throughout the rest of the world.

WHEREFORE, the parties have caused this agreement to be executed by their duly authorized signatories in the presence of Attesting Witnesses.


Attest: 
Soizick de Linares

AGROS HOLDING S.A.
By 
Name Yves Flaissier
Title President
Date July 2nd, 2001

Attest: 
Soizick de Linares

AGROS TRADING & CO.
By 
Name Christophe Lucas
Title (President)
Date July 2nd, 2001

Attest: 
Soizick de Linares

PERNOD RICARD
By 
Name Pierre Pringuet
Title Directeur Général
Date July 2nd, 2001

SCHEDULE "A"

<u>Trademarks</u>	<u>Reg./Ser. Number</u>	<u>Reg./Filing Date</u>
Polmos WODKA WYBOROWA Label	851,174	June 18, 1968
WODKA WYBOROWA	1,110,173	December 26, 1978
WODKA WYBOROWA & Design	74/711,420	August 4, 1995
WODKA WYBOROWA & Design (Label)	75/884,416	December 30, 1999