



To the Honorable Commission

ched original documents or copy thereof.

101847074

9-12-01

1. Name of conveying party(ies): **ST. MAARTEN SPIRITS, LTD.**

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

2. Name and address of receiving parties:

**CARIBBEAN DISTILLERS CORPORATION
INTERNATIONAL LIMITED
An Anguilla corporation
c/o Anguilla Rums Limited
Road Bay, Anguilla**

Additional name(s) of conveying parties attached? Yes No

If Assignee is not domiciled in the United States, a domestic representative designation is attached yes no

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: July 19, 2001

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

A. Trademark Application No(s):

B. Trademark Registration No(s) **1,948,031**

Additional numbers attached? Yes No

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

Steven Plotkin, Esq.
Jeffer, Mangels, Butler & Marmaro LLP
Tenth Floor
2121 Avenue of the Stars
Los Angeles, California 90067-5010

6. Total number of applications and registrations involved in this request for correction: **[1]**

7. Total fee (37 CFR 3.41) \$ 40.00

Enclosed - Check No. 143042

Any additional fees which may be required are authorized to be charged to Deposit Account No. 10-0440.

8. Deposit account number:

(Attach a 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.

Steven Plotkin
Name of Person Signing

Signature

September 7, 2001
Date

Total number of pages including cover sheet, attachments, and document: **[4]**

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

09/17/2001 LMJELLER 00000231 1948031

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

01 FC:481

40.00 DP

TRADEMARK

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
PRINCIPAL REGISTER**

In re Registration of:

Caribbean Distillers Corporation
International Limited (by
assignment from St. Maarten
Spirits, Ltd.)

Mark: TEQUILA MICO & Design

Reg. No.: 1,948,031

Reg. Date: January 16, 1996

Int'l Class: 33

Our Ref.: 57062-0001-0019

Re: Power of Attorney and Designation of
Domestic Representative

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

POWER OF ATTORNEY

Registrant hereby appoints Rod S. Berman, Esq., Michael S. Sherman, Esq., Bernard K. Gans, Esq., Steven Plotkin, Esq., Brian W. Kasell, Esq., Elizabeth Barrowman Gibson, Esq., Christine L. Lofgren, Esq., Brennan C. Swain, Esq., Kathy Mojibi, Esq., Diane M. Chubb, Esq., Victor K. Sapphire, Esq., and Rupak Nag of Jaffar, Mengels, Butler & Marmaro LLP, with offices at [redacted] Avenue of the Stars, 10th Floor, Los Angeles, California 90067 (telephone 310-203-8080), all Attorneys at Law admitted to practice before the highest court of one of the United States, to prosecute this registration with full power of substitution and revocation, to transact all business in the United States Patent and Trademark Office connected therewith and to receive the Certificate of Renewal. Please direct all communications on this

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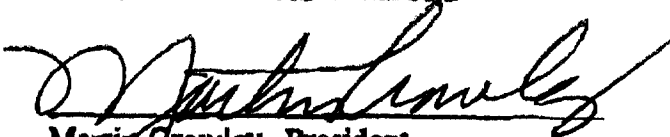
TRADEMARK
REEL: 002368 FRAME: 0452

matter to: Michael S. Sherman, Esq., Jeffer, Mangels, Butler & Marmaro LLP, 2121 Avenue of the Stars, 10th Floor, Los Angeles, California 90067.

DESIGNATION OF DOMESTIC REPRESENTATIVE

Jeffer, Mangels, Butler & Marmaro LLP, with office at 2121 Avenue of the Stars, 10th Floor, Los Angeles, California 90067, U.S.A., Attn.: Michael S. Sherman, Esq., (telephone 310-203-8080), is hereby designated Registrant's representative upon whom notices or process in proceedings affecting the mark may be served.

CARIBBEAN DISTILLERS CORPORATION
INTERNATIONAL LIMITED


Martin Crowley, President

Sept 6-01
Date

NUNC PRO TUNC ASSIGNMENT OF TRADEMARKS

FOR VALUABLE CONSIDERATION, the receipt and adequacy whereof are hereby acknowledged, St. Maarten Spirits, Ltd., a Nevada corporation ("Assignor"), hereby assigns and transfers to Caribbean Distillers Corporation International Limited, an Anguilla corporation located at c/o Anguilla Rums Limited, Road Bay, Anguilla ("Assignee"), and Assignee hereby accepts:

A. All rights, title and interest held by Assignor in and to the trademarks TEQUILA MICO, TEQUILA MICO and Design, the TEQUILA MICO bottle design, and all registrations and applications for registration thereof, including without limitation United States trademark registration no. 1,948,031 (hereinafter collectively and individually referred to as the "Trademarks");

B. The goodwill of the business connected with the use of and symbolized by the Trademarks, together with all assets that uniquely reflect such goodwill; and

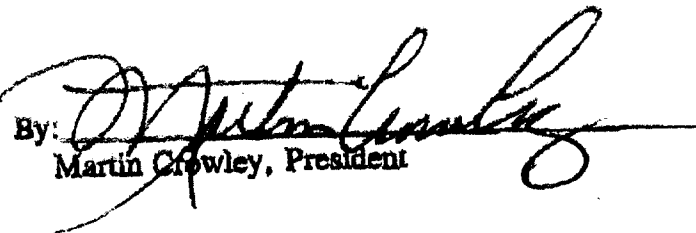
C. All rights to damages or profits, due or to become due, accrued or to accrue, arising out of past, present, or future infringement of said Trademarks or injury to said goodwill, together with the right to sue or recover the same in the Assignor's name.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand as of the nineteenth day of July 2001.

ST. MAARTEN SPIRITS, LTD.

By: 
Martin Crowley, President

CARIBBEAN DISTILLERS CORPORATION
INTERNATIONAL LIMITED

By: 
Martin Crowley, President