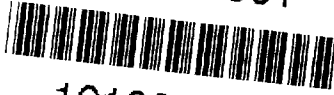


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MRD 9-13-01

11-27-2001



PBWT File: G6578-002

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

101900179 TRADEMARK

SHEET 1LY

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): Roaring Water Bay Spirits Company, LTD. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [] Corporation-State [X] Other An Irish Comany Additional name(s) of conveying party(ies) attached? [] Yes [X] No

2. Name and address of receiving party(ies) Name: Great Spirits Company, LLC Internal Address: Street Address: 1131 Lamar, Suite 900 City: Houston State: TX Zip: 77010 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [X] Corporation-State Delaware [] Other 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

3. Nature of conveyance: 50% of Assignor's [X] Assignment right, title and interest [] Merger [] Security Agreement [] Change of Name [] Other Execution Date: May 24, 2001

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 75/978853** B. Trademark Registration No.(s) Additional number(s) attached [] Yes [X] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Evelyn M. Sommer Internal Address: Patterson, Belknap, Webb & Tyler Street Address: 1133 Avenue of the Americas City: New York State: NY Zip: 10471

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41): \$ 40.00 [] Enclosed [X] Authorized to be charged to deposit account 8. Deposit account number: 16-0633 (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. Evelyn M. Sommer Signature: Evelyn M. Sommer Date: 09/13/2001 Name of Person Signing Total number of pages including cover sheet, attachments, and document: 8

11/27/2001 DBYRNE 00000101 160633 75978853 40.00 CH

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

TRADEMARK REEL: 002373 FRAME: 0788

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08-30-2001



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J.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Form PTO-1594 (Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
Tab settings

To the Honorable Commissioner of Patent,

original documents or copy thereof.

1. Name of conveying party(ies):
Roaring Water Bay Spirits Company, Ltd.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other An Irish Company
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Great Spirits Company, LLC
Internal
Address: MAY 31
Street Address: 1331 Lamar, Suite 900
City: Houston State: TX Zip: 77010
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State Delaware
 Other
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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other
Execution Date: May 24, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
75/978853 **
Additional number(s) attached Yes No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Evelyn M. Sommer
Internal Address: Patterson, Belknap, Webb & Tyler
Street Address: 1133 Avenue of the Americas
City: New York State: NY Zip: 10471

6. Total number of applications and registrations involved: 1
7. Total fee (37 CFR 3.41).....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number:
(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.
Evelyn M. Sommer [Signature] 05/31/01
Name of Person Signing Signature Date

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

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

** We have since been made aware that on 05/22/01 the USPTO granted registration to this Trademark: Reg. No. 2,452,996. The agreement refers to the Application since it was drafted before the Trademark was registered.

ASSIGNMENT OF UNITED STATES TRADEMARKS

WHEREAS, The Roaring Water Bay Spirits Company Ltd., an Irish company, referred to herein as "Assignor" has adopted and used in its business the trademarks set forth on, and as contemplated by, the attached Schedule A-1 (collectively, the "Trademark"); and

WHEREAS, Great Spirits Company LLC, a Delaware limited liability company referred to herein as "Assignee" is desirous of acquiring joint ownership of the Trademark:

NOW, THEREFORE, in consideration of and in exchange for ten dollars (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor, does sell, assign, transfer, and set over unto said Assignee, fifty percent (50%) of its entire right, title and interest in, to and under the Trademark insofar as and solely to the extent used or applied to vodka and vodka-related products (including merchandise) which are now in existence or are developed by Assignor in the future (excluding Boru Rocks if Assignor and Assignee fail to negotiate a license agreement for distribution of Boru Rocks), together with fifty percent (50%) of the entire goodwill of the business in connection with which the said marks are used and in and to all income, royalties, damages and payments now or hereafter due or payable with respect thereto in and to all causes of action (either in law or in equity) and the right to sue, counterclaim, and recover for past, present and future infringement of the rights assigned or to be assigned under this Assignment.

IN TESTIMONY WHEREOF, Assignor has caused this Assignment to be executed by its duly authorized officers this 24th day of May, 2001.

Assignor:

THE ROARING WATER BAY SPIRITS COMPANY LTD.

By [Signature]
Title: Joint Managing Director

U.S. ACKNOWLEDGEMENT:

State of New York)
County of New York) ss.:

On this 24th day of May, 2001, before me, a Notary Public, personally appeared Patrick R. Sney, to me known and known to me to be the Joint Managing Director of The Roaring Water Bay Spirits Company Ltd., who signed the foregoing instrument, and he/she acknowledged the same to be his/her free act and deed.

[Seal]

Notary Public
By: [Signature]

MILAGROS A. GRAU
Notary Public, State of New York
No. 31-520064
Qualified in New York County
Commission Expires June 12, 2003

or

REPUBLIC OF IRELAND)
COUNTY OF DUBLIN) ss. :
CITY OF DUBLIN)

On this _____ day of _____, before me, a Notary Public in and for the County and City of Dublin, Country of Ireland, personally appeared _____, known and known to me to be the _____ of _____. I certify that _____ is a _____ organized under the laws of the Country of Ireland, and has present legal existence. I further certify that _____, in his/her aforesaid capacity, is authorized by the above-named company to execute the annexed document.

[Seal]

Notary Public
By: _____

U.S. Consular Authentication

TRADEMARK SCHEDULE A-1

<u>Mark:</u>	<u>Serial No.:</u>	<u>Filed:</u>	<u>Status:</u>
BORU	75/978853	7/22/98	Published 2/27/01

Common Law Marks

BORU VODKA

Note: It is agreed that Great Spirits will cooperate with the Supplier to finalize the registration of the trademarks "Boru" and "Boru Vodka" and such other related marks as the parties shall agree.