

09-27-2001



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

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

101857757

Tab settings

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

1. Name of conveying party(ies):

Diageo PLC

09/24/01

- Individual(s) Association General Partnership Limited Partnership Corporation-State A UK public limited Other company

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

2. Name and address of receiving party(ies)

Name: Guinness Ireland Group

Internal

Address:

Street Address: St. Jame's Gate

City: Dublin 8 State: Ireland Zip:

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State A private unlimited Other company of Ireland

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: 29 June 2001

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

A. Trademark Application No.(s)

76/244667 and others

B. Trademark Registration No.(s)

1969268 and others

Additional number(s) attached Yes No

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

Name: Laurel E. Queeno, Esq.

Internal Address: Morgan, Lewis & Bockius LLP

Street Address: 1800 M Street, N.W.

Washington

City: State: D.C. Zip: 20036

6. Total number of applications and registrations involved:

26

7. Total fee (37 CFR 3.41): \$665.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

13-4520

(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.

Laurel E. Queeno

Name of Person Signing

Signature

9/24/01

Date

5

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

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

09/26/2001 6TON11 00000147 76244667

01 FC:481 02 FC:482

40.00 OP 625.00 OP

TRADEMARK REEL: 002374 FRAME: 0671

SCHEDULE

MARK	NUMBER
1759 SOCIETY – Device	76/244667
1759 SOCIETY - Numerals and Word Block Letters	76/244668
ARTH GUINNESS - Stylised Word	76/067278
GUINNESS - Word Block Letters	76/084164
GUINNESS - Word Block Letters	76/084162
GUINNESS - Word Block Letters	76/067276
GUINNESS REFRESHES YOUR SPIRIT - Word Block Letters	75/942828
GUINNESS STYLISED HARP – Device	76/067277
GUINNESS STYLISED HARP – Device	76/173430
GUINNESS WEBSTORE - Word Block Letters	76/140062
REFRESHES YOUR SPIRIT - Word Block Letters	75/942829
DRAUGHT GUINNESS - Can Label	1,969,268
GUINNESS - Word Block Letters	1,182,992
GUINNESS - Word Block Letters	321,014
GUINNESS BULLDOG – Label	872,710
GUINNESS EXTRA STOUT- Label	861,769
GUINNESS GOBLET – Device	1,057,882
GUINNESS GOLD – Label	1,561,254
GUINNESS ORNAMENTED HARP – Device	865,078
GUINNESS SIMPLIFIED HARP – Device	1,060,798
GUINNESS SIMPLIFIED HARP – Device	1,430,801
GUINNESS SIMPLIFIED HARP – Device	1,201,358
TIME WELL SPENT - Word Block Letters	76/192821
HARP – Label	1,962,921
HARP - Word Block Letters	870,991
KALIBER - Word Block Letters	1,341,344

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

76/244667

In re Trademarks of

Guinness Ireland Group

DESIGNATION OF DOMESTIC REPRESENTATIVE

With respect to the applications and registrations on the attached Schedule, Registrant hereby appoints MICHAEL F. CLAYTON, JAMES R. SIMS III, RON N. DREBEN, CAROLE R. KLEIN, NANCY L. ROWE, KAREN A. BUTCHER, BARBARA A. FRIEDMAN, SHANA E. OMMAYA, BRETT I. MILLER, LAUREL E. QUEENO, ANITA B. POLOTT, JASON I. HEWITT, MEREDITH A. CARLO and LISA D. HERBST, members of the District of Columbia Bar, STEPHANIE M. FOSTER and JOSEPH E. WASHINGTON, members of the New York Bar, MARIA D. CASTNER, MARY J. FRANK, and JULIAN F. SAENZ, members of the Maryland Bar, REGINA A. O'BRIEN, JENNIFER T. MILLER, and ROBERT P. HENLEY, members of the Virginia Bar, and TRAVIS P. BOOZER, a member of the Florida and Georgia Bars, all located at 1800 M Street, NW, Washington, D.C. 20036, GREGORY S. SHATAN, STEPHEN W. FEINGOLD, JOSHUA PAUL, GERRY A. FIFER, IAN J. WARREN, JEFFREY H. GREENE, ADAM R. AGENSKY, JESSICA N. COHEN and ELISABETH S. BRADLEY, members of the New York Bar, and KATHLEEN K. ELSNER, a member of the Virginia Bar, all located at 101 Park Avenue, New York, New York 10178, as its domestic representative on whom may be served notices or process in proceedings affecting these applications and registrations.

Signed this 20TH day of SEPTEMBER, 2001.

GUINNESS IRELAND GROUP

By: 

Name: Geraldine Dawney

Title: ASST. GENERAL COUNSEL

1-WA/1673483.1

TRADEMARK ASSIGNMENT

THIS AGREEMENT is made the 29th day of June, 2001 between **Diageo PLC**, of 8 Henrietta Place, London W1G 0NB, England, United Kingdom (hereinafter "Assignor") and **Guinness Ireland Group**, of St. James's Gate, Dublin 8, Republic of Ireland (hereinafter "Assignee").

WHEREAS, Assignor owns the United States trademark applications and registrations identified on the attached Schedule (hereinafter "the Marks") and the goodwill of the business symbolized thereby; and

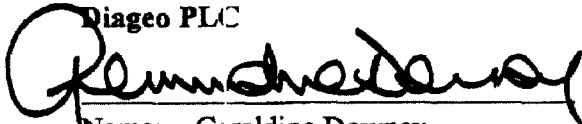
WHEREAS, Assignor has agreed to assign to Assignee certain of its assets and business, including the portion of Assignor's business to which the Marks pertain and the goodwill associated with the Marks.

NOW, THEREFORE, for the consideration of US\$1, the receipt and sufficiency of which the Assignor hereby acknowledges:

1. Assignor hereby assigns, transfers and sets over to Assignee its entire right, title and interest in and to the Marks and the goodwill symbolized by the Marks, including the right to claim damages and other legal and equitable remedies in respect of all causes of action relating to the Marks arising prior to, on, or after the date of this Assignment, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives absolutely.
2. The Assignor shall, at the request of the Assignee, do all acts and things, including, without limitation, executing all documents necessary and/or desirable and providing all reasonable assistance to give full effect to this Agreement.
3. This Agreement shall be governed by the laws of the United States of America.

EXECUTED BY THE ASSIGNOR acting by its duly authorized representative on the date written above.

Diageo PLC



Name: Geraldine Downey

Title: Assistant General Counsel, Intellectual Property

SCHEDULE

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