



DRINKER BIDDLE & REATH

1500 K Street, N.W., Suite 110  
Washington, D.C. 20005-1209  
(202) 842-8800

05-15-2002



102090063

<p>1. NAME OF CONVEYING PARTY:</p> <p>BCB USA CORP. A Georgia corporation</p> <p style="text-align: right;"><i>5-10-02</i></p>	<p>2. NAME AND ADDRESS OF RECEIVING PARTY:</p> <p><b>COTT BEVERAGES INC.</b> A Georgia corporation 5405 Cypress Center Drive Suite 100 Tampa, Florida 33609</p>
<p>3. NATURE OF CONVEYANCE:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other</p> <p>3A. EXECUTION DATE: <b>August 16, 2001</b> 3B. EFFECTIVE DATE: <b>August 17, 2001</b></p>	<p>2A. ASSIGNEE A FOREIGN ENTITY:</p> <p>Yes: <input type="checkbox"/> No: <input checked="" type="checkbox"/></p> <p>2B. DOMESTIC REPRESENTATIVE DESIGNATED:</p> <p>Yes: <input type="checkbox"/> No: <input checked="" type="checkbox"/></p>
<p>4A. TRADEMARK APPLICATION NOS.:</p> <p>Additional numbers attached?</p>	<p>4B. TRADEMARK REGISTRATION NO(S).:</p> <p><b>Reg. No. 110,004 – WHISTLE (Stylized)</b> <b>Reg. No. 2,097,443 – IF YOU CAN'T TASTE THE DIFFERENCE, WHY PAY FOR IT?</b> <b>Reg. No. 2,237,271 – DR. VESS</b></p> <p>Additional numbers attached? <b>NO</b></p>
<p>Norm D. St. Landau, Esq. Drinker Biddle &amp; Reath LLP 1500 K Street, N.W., Suite 1100 Washington, D.C. 20005-1209</p>	
<p>6. TOTAL NUMBER OF TITLES: <b>3</b></p> <p>7. TOTAL FEE: <b>\$90.00 (Check Enclosed)</b></p> <p>8. CHARGE ADDITIONAL FEES TO: <b>DEPOSIT ACCOUNT NO. 50-0573</b></p> <p>Our Ref: 31567.503/157423</p>	<p>9. The undersigned declares to the best of her knowledge and belief that the information on this cover sheet is true and correct and any copy submitted is a true copy of the original document.</p> <p><i>Jennifer L. Dean</i> Jennifer L. Dean Date: May <u>10</u>, 2002 Page 1 of 4</p>

31567.503/157423  
DC\347858\1

40.00 00  
50.00 00

FILED BY COURIER  
May 10, 2002

*Andrew L. Engel*

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
BCB USA CORP.

FIRST

The name of the corporation is BCB USA CORP. (the "Corporation").

SECOND

The following amendment (the "Amendment") to the Articles of Incorporation of the Corporation has been adopted as follows:

The text of Article 1 of the Articles of Incorporation of BCB USA Corp. ("Articles") is hereby deleted in its entirety and the following substituted in lieu thereof.

"ARTICLE I

The name of the corporation is 'Cott Beverages Inc.'

THIRD

The Amendment was adopted on the 15<sup>th</sup> day of August, 2001 by the unanimous written consent of the Board of Directors of the Corporation without shareholder action under authority of Section 14-2-1002 of the Georgia Business Corporation Code which provides that shareholder action is not required.

FOURTH

The Corporation undertakes to publish a Notice of the filing of the Articles of Amendment noting the change of the name of the Corporation as required by O.C.G.A. § 14-2-1006.1.

IN WITNESS WHEREOF, the undersigned has duly executed these Articles of Amendment this 15<sup>th</sup> day of August, 2001.

SECRETARY OF STATE  
01 AUG 17 AM 10:43  
CORPORATIONS DIVISION

BCB USA CORP.

By: 

Title: SVP + SECRETARY

00699-001  
158872.2

TRADEMARK