

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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):

Aberlour-Glenlivet Distillery
Company Limited

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: May 24, 2002

2. Name and address of receiving party(ies)

Name: Chivas Brothers Limited
Internal
Address: _____

Street Address: 111/113 Renfrew Road
City: Paisley, U.K. State: _____ Zip: PA3 4DY

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State United Kingdom
- 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

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 1,857,845

Additional number(s) attached Yes No

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

Name: Becky L. Troutman
Internal Address: Thelen Reid & Priest LLP

Street Address: P.O. Box 190187

City: San Francisco State: CA Zip: 94119

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:

500918

DO NOT USE THIS SPACE

9. Signature.

BECKY L. TROUTMAN
Name of Person Signing

Becky L. Troutman
Signature

9/29/02
Date

Total number of pages including cover sheet, attachments, and document: 5

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

ASSIGNATION

THIS ASSIGNATION is made this 24th day of May 2002

BETWEEN

- 1) Aberlour-Glenlivet Distillery Company Limited,
of House of Campbell, West Byrehill, Kilwinning, Ayrshire, KA13 6LE
(hereinafter called "the Assignor");

AND

- 2) Chivas Brothers Limited,
of 111/113 Renfrew Road, Paisley PA3 4DY
(hereinafter called "the Assignee").

WHEREAS

The Assignor is the applicant for or registered proprietor and beneficial owner of the Trade Marks, details of which are set out in the Schedule hereto (hereinafter called "the Trade Marks");

AND WHEREAS

The Assignor has agreed with the Assignee to assign and transfer absolutely to the Assignee all right, title and interest in and to the Trade Marks for the consideration hereunder mentioned;

NOW THEREFORE THIS ASSIGNATION WITNESSETH AS FOLLOWS:

1. that the Assignor, in consideration of the sum of £50,000.00 (Fifty Thousand Pounds Sterling) and other good and valuable consideration, receipt of which is hereby acknowledged, hereby, with full title guarantee, assigns unto the Assignee
 - 1.1 all that property, right, title and interest in and to the Trade Marks including all common law rights connected therewith together with the goodwill of the business relating to the goods in respect of which the Trade Marks are registered and used;
 - 1.2 all of its rights to bring proceedings and seek remedies for any infringement of such Trade Marks which may have occurred prior to the date hereof;
 - 1.3 to the extent that such rights exist and are not already assigned hereby all of its right, title and interest in or to the Trade Marks existing at common law by virtue of its use thereof;

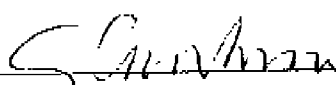
- 1.4 to the extent that such rights exist and are not already assigned hereby all of its rights to institute and maintain proceedings for passing off or equivalent proceeding: against any person now or hereafter wrongfully using the Trade Marks; and
- 1.5 to the extent that such rights exist and are not already assigned hereby, all of its rights if any to file applications corresponding to the trade mark applications hereby assigned (if any) and to claim priority from those applications


TO HOLD same unto the Assignee and its assigns absolutely and the assignee hereby accepts and receives the same.

- 2. The Assignor warrants and represents that this Assignment is the first and only transaction instrument or act of any kind entered into or effected by the Assignor in disposition of the Trade Marks and the appurtenant rights hereby assigned.
- 3. At the request and sole cost of the Assignee, the Assignor shall:
 - 3.1 do everything reasonably in its power to assist the Assignee in the defence of any proceedings by way of opposition to the registration of the Trade Marks;
 - 3.2 execute all such further documents, forms and authorisations and depose or swear any declaration or oath as may be required by the Registrar of Trade Marks for absolutely vesting full right, title and interest in and to any registration of the Trade Marks in favour of the Assignee.
- 4. This Assignment and its terms shall be governed by and construed in accordance with the Laws of Scotland and the parties irrevocably agree that the Courts of Scotland are to have jurisdiction in relation to any disputes which may arise out of or in connection with this Assignment.

IN WITNESS WHEREOF the parties have executed these presents consisting of this page, the previous page and the Schedule (consisting of one page) annexed thereto arc executed at


3 Lampton Road, Hounslow, Middlesex on 24th May 2002 by the Assignor and Assignee.

Signed 
 Full name in
 Block capitals GILES CAMERON
 Position in Company DIRECTOR
 Aberlour-Glenlivet Distillery Company Limited

In the Presence of 
 Name and Address of Witness
STUART MACNAB
6 STATION BUSE
LUCKWINDICH PAIZ VINA

for and on behalf of the Assignor

Signed 

In the Presence of 

Full name in Block capitals ASTHON SCHMIDT

Name and Address of Witness
STUART MACNAB

Position in Company FINANCE DIRECTOR
Chivas Brothers Limited

6 STATION RISE
LOCHWINNOCH PAIZ KVA.

for and on behalf of the Assignee.

SCHEDULE

COUNTRY	CLASS	REGISTRATION NUMBER	MARK
ANDORRA	33	1603	ABERLOUR
BENELUX	33	521552	ABERLOUR- GLENLIVET
BULGARIA	33	40942	ABERLOUR
CHILE	33	407373	ABERLOUR- GLENLIVET
CTM (EEC)	33	000152975	ABERLOUR
FRANCE	33	1708003	ABERLOUR
MEXICO	33	575288	ABERLOUR
SLOVAKIA	33	IR763305	ABERLOUR
SPAIN	33	1752847	ABERLOUR
SWITZER- LAND	33	400807	ABERLOUR- GLENLIVET
TAIWAN	33	645638	ABERLOUR
TAIWAN	33	611701	ABERLOUR- GLENLIVET
TURKEY	33	IR763305	ABERLOUR
UK	33	1528950	ABERLOUR
USA	33	1857845	ABERLOUR
USA	33	1705298	ABERLOUR- GLENLIVET

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Registrant:)	
)	DOMESTIC REPRESENTATIVE
CHIVAS BROTHERS LIMITED)	DESIGNATION
)	
Reg. No.: 1,857,845)	
)	
Mark: ABERLOUR)	

Chivas Brothers Limited, owner of the captioned registration by assignment, hereby appoints Becky L. Troutman, John K. Uilkema, Veronica Colby Devitt, Lynn E. Perry, Marlene J. Williams and the law firm of Thelen Reid & Priest LLP, all having an address at P.O. Box 190187, San Francisco, California 94119, as designated domestic representatives for the above identified trademark registration. All notices or process of proceedings affecting the registration and all correspondence relating to this registration may be served upon Becky L. Troutman, Esq., Thelen Reid & Priest LLP, P.O. Box 190187, San Francisco, California 94119, Telephone (415) 371-1200.

Respectfully submitted,
THELEN REID & PRIEST L.L.P.

Dated: 9/27/02

Becky L. Troutman
Becky L. Troutman
Attorney for Chivas Brothers Limited
Thelen Reid & Priest LLP
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