08-29-2002

Form PTO-1594 RE 8/29/02 RE
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
Tab settings ⇨⇨⇨

102204854

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):
Franzia Winery, LLC
8-29-02 6-19-02

- [ ] Individual(s)
- [ ] Association
- [ ] General Partnership
- [ ] Limited Partnership
- [ ] Corporation-State
- [x] Other Limited Liability Company

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

2. Name and address of receiving party(ies)
Name Wells Fargo Bank, National Association
Internal Address: Mid-Valley RCBO
Street Address: 1120 K Street
City Modesto State: CA Zip 95354

- [ ] Individual(s) citizenship
- [ ] Association
- [ ] General Partnership
- [ ] Limited Partnership
- [ ] Corporation-State
- [ ] Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: [x] Yes [ ] No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? [ ] Yes [ ] No

TRADEMARK FEE PROCESS RECEIVED
2002 JUN 19 P
US PATENT & TRADEMARK OFFICE

3. Nature of conveyance:

- [ ] Assignment
- [ ] Merger
- [x] Security Agreement
- [ ] Change of Name
- [ ] Other

Execution Date: April 30, 2002

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

A. Trademark Application No.(s)
76/070481
78/072019

B. Trademark Registration No.(s)
1793811 1558361 1458869
1260618 1913670

Additional number(s) attached [x] Yes [ ] No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Anna Reimers
Internal Address: GnazzoThill, a Professional Corporation
Street Address: 625 Market St., Suite 1100
City: SF State: CA Zip: 94105

06/28/2002 UTON11 00000038 200052 76070481
01 FC:481 40.00 CH
02 FC:482 1600.00 CH

6. Total number of applications and registrations involved: 65

7. Total fee (37 CFR 3.41) $ 1640

- [ ] Enclosed
- [x] Authorized to be charged to deposit account

06-19-2002
U.S. Patent & TMOfc/TM Mail Rcpt. Dt. #40

8. Deposit account number:
20-0052

(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.

Anna Reimers
Name of Person Signing
David Adams

Signature

6-18-02
Date

Total number of pages including cover sheet, attachments, and document: 13

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

ADDITIONAL US TRADEMARK REGISTRATION NUMBERS

76/378021	1,031,662
513,080	2,499,539
1,456,760	2,292,035
2,440,757	2,284,607
76/260241	1,400,603
1,874,109	1,026,940
1,203,709	1,156,002
657,852	1,337,074
1,096,225	1,010,030
2,106,321	1,212,654
1,313,767	502,885
2,356,527	76/242954
702,680	2,287,687
76/314016	2,041,841
1,199,022	2,065,366
542,120	76/374616
76/239716	2,358,696
817,501	76/350187
1,684,615	78/097992
1,364,823	2,493,806
78/089338	2,504,163
1,020,676	2,466,199
1,853,263	2,118,370
399,703	2,116,812
558,784	76/320345
643,976	75/933023
876,689	78/096090
1,062,418	2,525,687
75/333904	76/378020

MODIFICATION OF TRADEMARK MORTGAGE AGREEMENT

This MODIFICATION OF TRADEMARK MORTGAGE AGREEMENT (this "Agreement"), dated as of April 30, 2002, is between Franzia Winery, LLC, (as successor by merger to Franzia Winery, L.P. as successor to The Wine Group, Ltd.), a Delaware limited liability company ("Debtor"), and WELLS FARGO BANK, NATIONAL ASSOCIATION, as Agent (in such capacity, "Agent") for the benefit of Agent and the financial institutions (collectively, the "Lenders"), from time to time parties to that certain Amended and Restated Credit Agreement, dated as of April 30, 2002, among Debtor, The Wine Group, Inc., a California corporation ("Wine Group"), Lenders and Agent (as amended, supplemented and/or otherwise modified from time to time, the "Credit Agreement"), which Credit Agreement amends and restates that certain Credit Agreement, dated as of October 15, 1997, entered into among Debtor, Wine Group, Agent and the financial institutions party thereto.

RECITALS

WHEREAS Lenders have extended or will hereafter extend financial accommodations to Debtor and Wine Group (collectively, the "Companies");

WHEREAS, to secure the Companies' obligations to Lenders and Agent, Debtor has previously executed various agreements to and for the benefit of Agent and Lenders, including, without limitation, that certain Continuing Security Agreement, dated as of October 3, 1993 (as amended, modified and/or supplemented from time to time prior to the date hereof (including, without limitation, pursuant to the terms of that certain Security Agreement, dated as of October 15, 1997), the "Original Security Agreement"), pursuant to which Debtor has granted a security interest in favor of Agent in all of its right, title and interests (whether now owned or hereafter acquired) in and to various proprietary rights and trademarks;

WHEREAS, Debtor and Agent have entered into or are in the process of entering into that certain Security Agreement, dated as of even date herewith (as amended, modified and/or supplemented from time to time, the "Security Agreement"), which security agreement amends and restates the Original Security Agreement;

WHEREAS Debtor and Agent have further clarified and declared their respective rights and obligations with regard to certain collateral in that certain Trademark Mortgage Agreement, dated December 3, 1993 (as amended, modified and/or supplemented from time to time (including, without limitation, pursuant to the terms of that certain Modification of Trademark Mortgage Agreement, dated as of October 15, 1997, the "First Modification")), the "Trademark Mortgage"), and recorded with the United States Patent and Trademark Office and elsewhere;

WHEREAS Debtor and Agent have agreed to modify the Trademark Mortgage to reflect such changes and the terms and conditions applicable thereto;

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Agent and Debtor hereby agree as follows:

1. All references in the Trademark Mortgage to the Original Security Agreement shall be and shall be deemed to be references to the Security Agreement.

2. The Trademark Mortgage as modified by this Agreement applies to each of the trademarks set forth on Exhibit A attached hereto and incorporated herein by this reference, which Exhibit

A amends and restates, in its entirety, the trademarks previously listed on Exhibit A and Exhibit B to the First Modification.

3. All terms and conditions of the Trademark Mortgage not expressly modified herein remain in full force and effect, without waiver or modification. This Agreement and the Trademark Mortgage shall be read together, as one document.

4. Debtor hereby certifies that, as of the date of this Agreement, there exists no Event of Default (as defined in the Credit Agreement), nor any condition, act or event which, with the giving of notice, or the passage of time, or both, would constitute any such Event of Default.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed as of the date first written above.

FRANZIA WINERY, LLC,
a Delaware limited liability company

By: Wine Holdings Group, Inc.
Title: Co-Manager

By: _____
Name: Paul Flowers
Title: Secretary

By: The Wine Group, Inc.
Title: Operating Manager

By: _____
Name: Jim Page
Title: Chief Financial Officer

WELLS FARGO BANK,
NATIONAL ASSOCIATION, as Agent

By: _____
Name: DAVID E STOLPE
Title: VP

TRADEMARK
REEL: 002564 FRAME: 0018

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California
County of San Francisco } ss.

On May 3, 2002 (Date), before me, Wendy F. Reiner, Notary Public (Name and Title of Officer (e.g., "Jane Doe, Notary Public")),
personally appeared James Page (Name(s) of Signer(s)),

☐ personally known to me
☒ proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WENDY F. REINER
Commission # 1278217
Notary Public - California
San Francisco County
My Comm. Expires Sep 24, 2004

WITNESS my hand and official seal.

Wendy F. Reiner
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

☐ Individual
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Attorney in Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer Is Representing: _____

RIGHT THUMBPRINT OF SIGNER
Top of thumb here

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CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California
County of San Francisco } ss.

On May 3, 2002 (Date), before me, Wendy F. Reiner, Notary Public (Name and Title of Officer (e.g., "Jane Doe, Notary Public")),
personally appeared Paul Flowers (Name(s) of Signer(s)),

☐ personally known to me
☒ proved to me on the basis of satisfactory evidence

to be the person(~~s~~) whose name(~~s~~) is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity(~~ies~~), and that by his/~~her/their~~ signature(~~s~~) on the instrument the person(~~s~~), or the entity upon behalf of which the person(~~s~~) acted, executed the instrument.

WENDY F. REINER
Commission # 1278217
Notary Public - California
San Francisco County
My Comm. Expires Sep 24, 2004

WITNESS my hand and official seal.

Wendy F. Reiner
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

☐ Individual
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Attorney In Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer Is Representing: _____

RIGHT THUMBPRINT OF SIGNER
Top of thumb here

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CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California
County of San Francisco } ss.

On May 3, 2002 (Date), before me, Wendy F. Reiner, Notary Public (Name and Title of Officer (e.g., "Jane Doe, Notary Public")),
personally appeared David Stolpe (Name(s) of Signer(s)),

☐ personally known to me
☒ proved to me on the basis of satisfactory evidence

to be the person(~~s~~) whose name(~~s~~) is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity(~~ies~~), and that by his/~~her/their~~ signature(~~s~~) on the instrument the person(~~s~~), or the entity upon behalf of which the person(~~s~~) acted, executed the instrument.

WENDY F. REINER
Commission # 1278217
Notary Public - California
San Francisco County
My Comm. Expires Sep 24, 2004

WITNESS my hand and official seal.

Wendy F. Reiner
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document
Title or Type of Document: _____
Document Date: _____ Number of Pages: _____
Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer
Signer's Name: _____
☐ Individual
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Attorney In Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer Is Representing: _____

RIGHT THUMBPRINT OF SIGNER
Top of thumb here

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EXHIBIT A
to
MODIFICATION OF TRADEMARK MORTGAGE AGREEMENT
Dated as of April 30, 2002

U.S. TRADEMARK REGISTRATION NUMBER	TRADEMARK	REGISTRATION DATE
FOR FRANZIA WINERY, L.P./FRANZIA WINERY, LLC		
1,782,203	Blushberry	July 13, 1993
513,080	Bravo (Stylized)	August 2, 1989
1,456,760	California Colony	September 8, 1987
1,449,988	Colony	July 28, 1987
1,002,996	Colony & Design	January 28, 1975
358,864	Franzia	July 28, 1989
1,203,709	Franzia	September 20, 1990
657,852	G & D (Stylized)	January 28, 1978
1,096,225	Gambarelli and Davitto (Stylized)	July 11, 1978
616,953	Marca Petri Pastoso (Stylized)	November 29, 1975
1,313,767	North Coast Cellars	January 8, 1985
74/047394	North Shore Cellars	April 10, 1990
702,680	Parma	August 9, 1980
1,532,297	Petri	March 28, 1989
1,199,022	Petri and Design	June 22, 1982
542,120	Petri (Sylized)	May 8, 1991
1,484,506	Premium Colony (Stylized)	April 12, 1988
817,501	Rhineskeller	October 25, 1986
74/281580	Rubeo	June 4, 1992
74/276559	Ruby Red	May 18, 1992
74,161967	Winterchill	April 29, 1991
1,020,676	Colony Fireside Port & Design	September 16, 1975
311,358	Winterchill	February 14, 1986
0399703	MOGEN DAVID	January 26, 1943
0558784	MOGEN DAVID	May 13, 1952
0643976	MD	April 9, 1957
0876689	MD 20 20	September 9, 1969
1062418	LIGHTNING CREEK	March 29, 1977
1874109	MAD DOG	January 17, 1995

Franzia Winery L.P./Franzia Winery, LLC's Trademarks, also include the trademarks listed on Schedule I attached to this Exhibit A.

EXHIBIT A
to
MODIFICATION OF TRADEMARK MORTGAGE AGREEMENT
Dated as of April 30, 2002

U.S. TRADEMARK REGISTRATION NUMBER	TRADEMARK	REGISTRATION DATE
FOR FRANZIA WINERY, L.P./FRANZIA WINERY, LLC		
77638	20/20/California Shake	June 25, 1985
76/378021	7/52	March 4, 2002
2,440,757	Almondage	April 3, 2001
086566	Alpinello	January 14, 1988
1,509,503	Alpinello	October 18, 1988
76/260241	Austin Vale	May 17, 2001
2,106,321	Autumn Zinfandel	October 21, 1997
2,356,527	Brisa Del Mar	June 13, 2000
1,026,355	Canto Mountain	December 2, 1975
76/314016	Chateau Neaudeauz	September 10, 2001
76/239716	Cloud Chaser	April 12, 2001
1,684,615	Coastal Classic	April 28, 1992
1,364,823	Corbett Canyon	October 8, 1985
78/089338	Costa Vera	October 19, 2001
75/333904	Crème de la Crème	July 31, 1997
2,499,539	Crysta	October 23, 2001
2,292,035	Design (Bottle Large)	November 16, 1999
2,284,607	Design (Bottle Small)	October 12, 1999
76/242954	Forbidden City	April 17, 2001
2,287,687	Foxhorn	October 19, 1999
1,400,603	Franzia	July 8, 1986
1,026,940	Franzia Brothers	December 9, 1975
2,041,841	Freshtap	March 4, 1997
2,065,366	Island Colony	May 27, 1997
76/374616	Let Generosity Prevail	February 22, 2002
2,358,696	Lyrica	June 13, 2000
70384	Marcel	August 3, 1983
76/350187	Mistrane	December 18, 2001
78/097992	North Bridge	December 10, 2001
1,337,074	North Mountain	May 21, 1985
2,493,806	Oakleaf	October 2, 2001
2,504,163	Rhineflur	November 6, 2001
2,466,199	Silverbirch	July 3, 2001
2,118,370	Smart Tap	December 2, 1997
2,116,812	Smart Tap	November 25, 1997
76/320345	Smartcork	October 1, 2001
75/933023	Songbird	March 2, 2000
1,010,030	Summit	May 6, 1975

1,212,654	Summit & Design	October 12, 1982
502,885	Tribuno	October 12, 1988
1,341,382	Tribuno International Style & Design	June 11, 1985
78/096090	Vinergy	November 30, 2001
2,525,687	Vista Point	January 1, 2002
76/378020	Wine for a Vertical World	March 4, 2002
59080	Wine Tap	February 1, 1989
1,156,002	Wine Tap	May 26, 1981
1,308,275	Winterchill	December 4, 1984
53175	Yosemite Road	May 20, 1985
1,031,662	Yosemite Road	January 27, 1976

SCHEDULE I

TRADEMARK LIST - GLEN ELLEN

COUNTRY	MARK	APPLICATION OR REGISTRATION NO.	STATUS	CURRENT RECORD TITLE OWNER*
Austria	GLEN ELLEN – Word Block Letters	Reg. # 137375	Registered	Guinness UDV North America, Inc.
Benelux	GLEN ELLEN – Word Block Letters	Reg. # 469803	Registered	UDV North America, Inc.
Brazil	GLEN ELLEN	App. # 823576450	Pending	IDV North America, Inc.
Brazil	GLEN ELLEN Label	App. # 823576434	Pending	IDV North America, Inc.
Brazil	GLEN ELLEN – Word Block Letters	App. # 822139685	Pending	IDV North America, Inc.
California	GLEN ELLEN	Reg. # 65943	Registered	IDV North America, Inc.
Canada	GLEN ELLEN – Design	App. # 1116454	Pending	Guinness UDV North America, Inc.
Canada	GLEN ELLEN –Label	App. # 1055604	Pending	Guinness UDV North America, Inc.
Canada	GLEN ELLEN –Word Block Letters	App. # TMA406955	Registered	Guinness UDV North America, Inc.
China P.R.	GLEN ELLEN –Label	Reg. # 1189237	Registered	Heublein, Inc.
China P.R.	GLEN ELLEN –Word Block Letters	Reg. # 1167586	Registered	Heublein, Inc.
Community Trademark	GLEN ELLEN –Label	Reg. # 000292862	Registered	Guinness UDV North America, Inc.
Community Trademark	GLEN ELLEN –Label	App. # 001736438	Pending	UDV North America, Inc.
Community Trademark	GLEN ELLEN	App. # 2343697	Pending	Guinness UDV North America, Inc.
Community Trademark	GLEN ELLEN (Stylized)	App. # 2343747	Pending	Guinness UDV North America, Inc.
Cuba	GLEN ELLEN –Label	Reg. #128,418	Registered	IDV North America, Inc.
Denmark	GLEN ELLEN Word Block Letters	Reg. # VR 01252 1992	Registered	Guinness UDV North America, Inc.
Finland	GLEN ELLEN –Word Block Letters	Reg. # 113609	Registered	Guinness UDV North America, Inc.
France	GLEN ELLEN – Stylized Word	Reg. # 1509055	Registered	Guinness UDV North America, Inc.
Germany	GLEN ELLEN –Word Block Letters	Reg. # 1156926	Registered	UDV North America, Inc.
Greece	GLEN ELLEN –Word Block Letters	Reg. # 96845	Registered	UDV North America, Inc.
Hong Kong	GLEN ELLEN –Word Block Letters	Reg. # 9081/97	Registered	Guinness UDV North America, Inc.
Hong Kong	GLEN ELLEN – Label (Series)	App. #9743/2000	Pending	Guinness UDV North America, Inc.
Ireland	GLEN ELLEN –Word Block Letters	Reg. # 136888	Registered	Guinness UDV North America, Inc.
Italy	GLEN ELLEN –Word Block Letters	Reg. # 600204	Registered	UDV North America, Inc.
Jamaica	GLEN ELLEN –Word Block Letters	Reg. # B24285	Registered	Heublein, Inc.
Japan	GLEN ELLEN	App. # 2001088797	Pending	Guinness UDV North America, Inc.
Japan	GLEN ELLEN Label	App. # 2001088798	Pending	Guinness UDV North America, Inc.
Japan	GLEN ELLEN – Label (Series of 4)	Reg. # 2401680	Registered	UDV North America, Inc.

SCHEDULE I

COUNTRY	MARK	APPLICATION OR REGISTRATION NO.	STATUS	CURRENT RECORD TITLE OWNER*
Japan	GLEN ELLEN – Label (Series of 4)	App. # 2000-44064	Pending	Guinness UDV North America, Inc.
Korea, North	GLEN ELLEN	App. # 23831	Pending	Guinness UDV North America, Inc.
Korea, North	GLEN ELLEN Label	App. # 23832	Pending	Guinness UDV North America, Inc.
Korea, Republic of	GLEN ELLEN	App. # 40200137049	Pending	Guinness UDV North America, Inc.
Korea, Republic of	GLEN ELLEN Label	App. # 40200137051	Pending	Guinness UDV North America, Inc.
Malaysia	GLEN ELLEN – Word Block Letters	Reg. # 90/03167	Registered	Heublein, Inc.
Nigeria	GLEN ELLEN – Word Block Letters	Reg. # 50553	Registered	UDV North America, Inc.
Norway	GLEN ELLEN Label	App. # 200109926	Pending	Guinness UDV North America, Inc.
Norway	GLEN ELLEN – Word Block Letters	Reg. # 143007	Registered	UDV North America, Inc.
Panama	GLEN ELLEN	App. # 117859	Pending	Guinness UDV North America, Inc.
Panama	GLEN ELLEN Label	App. # 117858	Pending	Guinness UDV North America, Inc.
Philippines	GLEN ELLEN	App. # 420010006237	Pending	Guinness UDV North America, Inc.
Philippines	GLEN ELLEN Label	App. # 420010006239	Pending	Guinness UDV North America, Inc.
Portugal	GLEN ELLEN – Word Block Letters	Reg. # 264595	Registered	UDV North America, Inc.
Singapore	GLEN ELLEN	App. # T01131181	Pending	Guinness UDV North America, Inc.
Singapore	GLEN ELLEN – Label (Series of 4)	App. # T00/06854H	Pending	UDV North America, Inc.
Singapore	GLEN ELLEN – Word Block Letters	Reg. # T89/05904G	Registered	UDV North America, Inc.
Spain	GLEN ELLEN	Reg. # 1569052	Registered	UDV North America, Inc.
Sweden	GLEN ELLEN – Word Block Letters	Reg. # 225645	Registered	Guinness UDV North America, Inc.
Switzerland	GLEN ELLEN (Stylized)	App. # 084522001	Pending	Guinness UDV North America, Inc.
Switzerland	GLEN ELLEN – Word Block Letters	Reg. # 375134	Pending	UDV North America, Inc.
Taiwan	GLEN ELLEN – Word Block Letters	Reg. # 503472	Registered	UDV North America, Inc.
Thailand	GLEN ELLEN Label	App. # 47169	Pending	Guinness UDV North America, Inc.
Thailand	GLEN ELLEN –Word Block Letters	Reg. # 154999	Registered	Heublein, Inc.
United States	GLEN ELLEN –Label	App. # 76/070481	Pending	Guinness UDV North America, Inc.
United States	GLEN ELLEN – Stylized Word	Reg. # 1793811	Registered	Guinness UDV North America, Inc.
United States	GLEN ELLEN – Stylized Word	Reg. # 1260618	Registered	Guinness UDV North America, Inc.
United States	GLEN ELLEN –Word Block Letters	Reg. # 1558361	Registered	Guinness UDV North America, Inc.
United States	SEVEN REGIONS COLLECTION - Word Block Letters	App. # 78/072019	Pending	Guinness UDV North America, Inc.

SCHEDULE I

TRADEMARK LIST - M.G. VALLEJO

COUNTRY	MARK	APPLICATION OR REGISTRATION NO.	STATUS	CURRENT RECORD TITLE OWNER*
Australia	M.G. VALLEJO - Word Block Letters	Reg. # 552576	Registered	Guinness UDV North America, Inc.
Austria	M.G. VALLEJO - Word Block Letters	Reg. # 138370	Registered	Guinness UDV North America, Inc.
Benelux	M.G. VALLEJO - Word Block Letters	Reg. # 497826	Registered	UDV North America, Inc.
Canada	M.G. VALLEJO - Word Block Letters	Reg. # TMA372393	Registered	Guinness UDV North America, Inc.
Denmark	M.G. VALLEJO - Word Block Letters	Reg. # VR 06079 1992	Registered	UDV North America, Inc.
France	M.G. VALLEJO - Word Block Letters	Reg. # 1509054	Registered	Guinness UDV North America, Inc.
Germany	M.G. VALLEJO - Word Block Letters	Reg. # 2010777	Registered	UDV North America, Inc.
Hong Kong	M.G. VALLEJO - Word Block Letters	Reg. # B4274/91	Registered	Guinness UDV North America, Inc.
Japan	M.G. VALLEJO - Word Block Letters	Reg. # 2357234	Registered	UDV North America, Inc.
Korea, South	M.G. VALLEJO - Word Block Letters	Reg. # 224235	Registered	Guinness UDV North America, Inc.
Mexico	M.G. VALLEJO - Word Block Letters	Reg. # 383075	Registered	Heublein, Inc.
Norway	M.G. VALLEJO - Word Block Letters	Reg. # 155599	Registered	Heublein, Inc.
Switzerland	M.G. VALLEJO - Word Block Letters	Reg. # 373655	Registered	UDV North America, Inc.
Taiwan	M.G. VALLEJO - Word Block Letters	App. # 90002639	Pending	UDV North America, Inc.
Thailand	M.G. VALLEJO - Word Block Letters	Reg. # 155714	Registered	Heublein, Inc.
United States	M.G. VALLEJO - Word Block Letters	Reg. # 1913670	Registered	Guinness UDV North America, Inc.
United States	M.G. VALLEJO - Word Block Letters	Reg. # 1458869	Registered	Guinness UDV North America, Inc.

* Record title owner as of March 15, 2002. Name changes to Diageo North America, Inc. are in the process of being recorded, and some may have already been recorded.