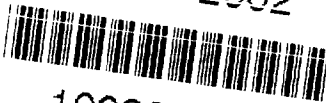


09-26-2002



102233988

Tab settings

To the Honorable Commissioner of Patents and Trademarks: **FILED**

and original documents or copy thereof.

1. Name of conveying party(ies):

Panther Brewing Company, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Boston Private Bank & Trust Co.

Internal

Address:

Street Address: Ten Post Office Square

City: Boston State: MA Zip: 02109

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

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 corrective assignment to change nature of conveyance from assignment to security interest (reel 2112, frames 921-927)
Execution Date: 5-18-2000

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

A. Trademark Application No.(s)

75/479,636 75/491,204 75/657,536
75/479,637 75/611,253 75/662,140

B. Trademark Registration No.(s)

2,274,591 2,294,778

Additional number(s) attached Yes No

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

Name: John L. Welch, Esq.

Internal Address: FOLEY HOAG, LLP

Street Address: 155 Seaport Boulevard

City: Boston State: MA Zip: 02210

6. Total number of applications and registrations involved: 16

7. Total fee (37 CFR 3.41).....\$ 415.00

- 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.

John L. Welch

Name of Person Signing

John L. Welch

Signature

9/23/02

Date

09/24/2002 LNUELLER 00000043 75479636

Total number of pages including cover sheet, attachments, and document: 9

01 FC:481
02 FC:482

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

TRADEMARK
REEL: 2588 FRAME: 0373

Recordation Form Cover Sheet

Trademarks Only

Attachment to Page 1, "Trademark Application Numbers"

Page 2 of 2

75/662,139

75/667,001

75/730,852

75/730,853

75/730,854

75/730,855

75/939,618

75/939,754

08-02-2000



101421114

MSS
6.27.00

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year

- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Panther Brewing Company, Inc

05/18/2000

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization _____

Receiving Party

Mark if additional names of receiving parties attached

Name Boston Private Bank & Trust Company

DBA/AKATA _____

Composed of _____

Address (line 1) Ten Post Office Square

Address (line 2) _____

Address (line 3) Boston Massachusetts 02109
City State/Country Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other Bank
- Citizenship/State of Incorporation/Organization _____

FOR OFFICE USE ONLY

02/2000 NTHA11 0000066 75479636

FC-481 40.00 OP
FC-482 375.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002112 FRAME: 0921

TRADEMARK
REEL: 2588 FRAME: 0375

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes No

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. Charges to deposit account are authorized, as indicated herein.

Name of Person Signing CATHERINE MCCARRON Signature

Date Signed

75/730,854

75/730,853

75/730,852

75/939,754

75/939,618

TRADEMARK ASSIGNMENT AND SECURITY INTEREST

WHEREAS, Panther Brewing Company, Inc., a corporation organized and existing under the laws of the Commonwealth of Massachusetts (the "Borrower"), having its principal office at 727 High Street, Westwood, Massachusetts 02090, is the owner of the United States trademarks and tradenames set forth opposite its name in Exhibit "A" attached hereto; and

WHEREAS, Boston Private Bank & Trust Company (the "Bank"), having an office at Ten Post Office Square, Boston, Massachusetts 02109, is a party to the Security Agreement dated as of May 18th, 2000 by and between the Bank and the Borrower, and the Bank desires to acquire a security interest in, and lien on, said trademarks and tradenames, the goodwill of the business symbolized by said trademarks and tradenames and all products and proceeds of the foregoing; and

WHEREAS, the Borrower is agreeable to granting the security interests in the trademarks, tradenames and all products and proceeds thereof described above and as specifically set forth in Exhibit "A" hereto, but not limited thereto;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and subject to the terms and conditions of the Security Agreement dated as of May 18, 2000 made by the Borrower in favor of the Bank (as the same may be from time to time further amended and in effect), the terms and conditions of which are incorporated by reference herein, the Borrower hereby gives, grants, assigns and transfers a security interest in said trademarks, tradenames, the goodwill of the business symbolized by said trademarks and tradenames and all products and proceeds thereof, to the Bank, in each case, now existing or hereafter acquired.

The Borrower hereby acknowledges the sufficiency and completeness of this document to create the security interest in the identified property and to grant the same to the Bank and the Borrower hereby requests the appropriate filing and recording offices, including, but not limited to, the U.S. Patent and Trademark Office to file and record the same together with the annexed Exhibit "A".

TRADEMARK

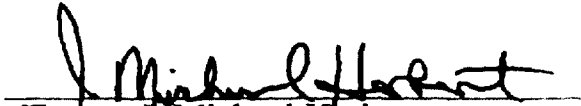
REEL: 002112 FRAME: 0924

TRADEMARK

REEL: 2588 FRAME: 0378

Executed at Boston, Massachusetts, the 18th day of May, 2000.

PANTHER BREWING COMPANY, INC.

By: 
Name: J. Michael Herbert
Title: Chairman of the Board and
Treasurer

TRADEMARK
REEL: 002112 FRAME: 0925

TRADEMARK
REEL: 2588 FRAME: 0379

Commonwealth of Massachusetts

County of Suffolk

On this, the 18th day of May, 2000, before me personally appeared J. Michael Herbert, Chairman of the Board and Treasurer of Panther Brewing Company, Inc., a Massachusetts corporation, and that he as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as such officer.



Notary Public

My Commission Expires:

8/18/2006

JSS PC Docs #29781

TRADEMARK
REEL: 002112 FRAME: 0926

TRADEMARK
REEL: 2588 FRAME: 0380

EXHIBIT "A"

REGISTERED TRADEMARKS

<u>Mark</u>	<u>Registration Number</u>	<u>Issue Date</u>
WE ALL PUT THE YEAST IN	2,274,591	8/31/99
RAISE A GLASS...FOR DUTY AND HUMANITY	2,294,778	11/23/99

TRADEMARK APPLICATIONS

<u>Mark</u>	<u>Serial Number</u>	<u>Filing Date</u>
PANTHER BREWING COMPANY	75/479,636	5/5/98
PANTHER BREWING COMPANY	75/479,637	5/5/98
DRINK WITH YOUR FRIENDS	75/491,204	5/27/98
BRIGHTO	75/611,253	12/23/98
PANTHER BEER	75/657,536	3/10/99
LAST CALL	75/662,140	3/17/99
LC	75/662,139	3/17/99
STONE COLD	75/667,001	3/24/99
SUBLIME	75/730,855	6/16/99
SUBLIME	75/730,854	6/16/99
SUBLIME	75/730,853	6/16/99
LONG BEACH BREWING COMPANY	75/730,852	6/16/99
TANGERIA <i>Non-alcoholic beverages; beer and malt beverages</i>	75/939,754	3/9/00
TANGERIA	75/939,618	3/9/00

20-405675.01

RECORDED: 06/27/2000
RECORDED: 09/23/2002

TRADEMARK
REEL: 002112 FRAME: 0927
TRADEMARK
REEL: 2588 FRAME: 0381