

11-27-2002

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

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

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):

11-19-02

HIRAM WALKER & SONS. INC.

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 09/01/1996

2. Name and address of receiving party(ies)

Name: Allied Domecq Spirits & Wine USA, Inc.

Internal sometimes doing business as

Address: HIRAM WALKER

Street Address: 30600 Telegraph Road

City: Bingham State: MT Zip: 48025

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State Michigan

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

OFFICE OF THE ATTORNEY GENERAL FINANCE SECTION NOV 19 AM 10 26

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2016236

Additional number(s) attached Yes No

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

Name: Allied Domecq Spirits & Wine USA, Inc.

(Att: Jane Bullbrook)

Internal Address:

Street Address: P.O. Box 33006

City: Detroit State: MI Zip: 48232

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:

082390

DO NOT USE THIS SPACE

9. Signature.

Jane E. Bullbrook

Name of Person Signing

Signature

November 13, 2002

Date

8

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

11/27/2002 LNWELLER 00000045 082390 2016236

01 FC:8521 40.00 CH

TRADEMARK REEL: 002623 FRAME: 0181

MICHIGAN DEPARTMENT OF COMMERCE - CORPORATION AND SECURITIES BUREAU

Date Received JUL 20 1996	ADJUSTED PURSUANT TO TELEPHONE AUTHORIZATION	(FOR BUREAU USE ONLY)
		FILED

JUL 30 1996

Administrator
MI DEPARTMENT OF CONSUMER & INDUSTRY SERVICES
CORPORATION, SECURITIES & LAND DEVELOPMENT BUREAU

EFFECTIVE DATE: September 1, 1996

1 of 2

Name
 PH. 517-663-2525 Ref # 63778
 Attn: Cheryl J. Dixby
 MICHIGAN RUNNER SERVICE
 P.O. Box 266
 Eaton Rapids, MI. 48827-0266

Zip Code

Document will be returned to the name and address you enter above

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

For use by Domestic Profit Corporations
 (Please read information and instructions on the last page)

Pursuant to the provisions of Act 204, Public Acts of 1972 (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The present name of the corporation is: HIRAM WALKER & SONS, INC.

2. The identification number assigned by the Bureau is:

1	1	0	-	9	0	6
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3. The location of the registered office is:
32255 Northwestern Hwy., Ste 180, Farmington Hills, Michigan 48334-2550
 (Street Address) (City) (ZIP Code)

4. Article I of the Articles of Incorporation is hereby amended to read as follows:
 "The name of this corporation is ALLIED DOMCO SPIRITS & WINE USA, INC.
 AND FURTHER RESOLVED, that the foregoing amendment to the Corporation's
 Articles of Incorporation shall be and become effective on September 1, 1996."

12.50 - K...

MICHIGAN - 272 - 6/16/95

COMPLETE SECTION (a) IF THE AMENDMENT WAS ADOPTED BY THE UNANIMOUS CONSENT OF THE INCORPORATOR(S) BEFORE THE FIRST MEETING OF THE BOARD OF DIRECTORS OR TRUSTEES; OTHERWISE, COMPLETE SECTION (b). DO NOT COMPLETE BOTH.

a. The foregoing amendment to the Articles of Incorporation was duly adopted on the _____ day of _____, 19____. In accordance with the provisions of the Act by the unanimous consent of the incorporator(s) before the first meeting of the Board of Directors or Trustees.

Signed this _____ day of _____, 19____.

(Signature) (Signature)
(Type or Print Name) (Type or Print Name)
(Signature) (Signature)
(Type or Print Name) (Type or Print Name)

b. The foregoing amendment to the Articles of Incorporation was duly adopted on the 4th day of June, 1996. The amendment: (check one of the following)

- was duly adopted in accordance with Section 611(2) of the Act by the vote of the shareholders if a profit corporation, or by the vote of the shareholders or members if a nonprofit corporation, or by the vote of the directors if a nonprofit corporation organized on a nonstock directorship basis. The necessary votes were cast in favor of the amendment.
- was duly adopted by the written consent of all directors pursuant to Section 525 of the Act and the corporation is a nonprofit corporation organized on a nonstock directorship basis.
- was duly adopted by the written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act if a nonprofit corporation, or Section 407(1) of the Act if a profit corporation. Written notice to shareholders who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)
- was duly adopted by the written consent of all the shareholders or members entitled to vote in accordance with section 407(3) of the Act if a nonprofit corporation, or Section 407(2) of the Act if a profit corporation.

Signed this 16th day of July, 1996

By Robert J. Fischer (Only Signature of President, Vice-President, Chairperson, or Vice-Chairperson)

Robert J. Fischer Vice President
(Type or Print Name) (Type or Print Title)

MICHIGAN DEPARTMENT OF COMMERCE - CORPORATION AND SECURITIES BUREAU

Date Received

Jul 20 1996

ADJUSTED PURSUANT TO TELEPHONE AUTHORIZATION

2 of 2

(FOR BUREAU USE ONLY)

FILED

JUL 30 1996

Name

PH. 517-663-2525 Ref # 63778
Attn: Cheryl J. Bixby
MICHIGAN RUNNER SERVICE
P.O. Box 266
Eaton Rapids, MI. 48827-0266

Zip Code

Administrator
MI DEPARTMENT OF CONSUMER & INDUSTRY SERVICES
CORPORATION, SECURITIES & LAND DEVELOPMENT BUREAU

Effective Date: September 1, 1996

EXPIRATION DATE: DECEMBER 31, 2001

Document will be returned to the name and address you enter above

CERTIFICATE OF ASSUMED NAME

For use by Corporations, Limited Partnerships and Limited Liability Companies

(Please read information and instructions on reverse side)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 162, Public Acts of 1982 (nonprofit corporations), Act 213, Public Acts of 1982 (limited partnerships), or Act 23, Public Acts of 1993 (limited liability companies), the corporation, limited partnership, or limited liability company in item one executes the following Certificate:

1. The true name of the corporation, limited partnership, or limited liability company is:

ALLIED DOMECO SPIRITS & WINE USA, INC.

2. The identification number assigned by the Bureau is:

1 1 0 - 9 0 6

3. The location of the corporation or limited liability company registered office in Michigan or the office at which the limited partnership records are maintained is:

32255 Northwestern Hwy., Ste. 180, Farmington Hills, MI 48334-2550

(Street Address)

(City)

(State)

(ZIP Code)

4. The assumed name under which business is to be transacted is:

HIRAM WALKER

5. The effective date of this filing shall be September 1, 1996.

COMPLETE ITEM 5 ON LAST PAGE IF THIS NAME IS ASSUMED BY MORE THAN ONE ENTITY.

Signed this 16th day of July, 19 96

By Robert J. Fischer

(Signature)

Robert J. Fischer

Vice President

(Type or Print Name)

(Type or Print Title)

(Limited Partnerships Only - Indicate Name of General Partner if a corporation or other entity)

3m (MICHIGAN - 2506 - 5/3/95)
12.50

MICHIGAN DEPARTMENT OF COMMERCE - CORPORATION AND SECURITIES BUREAU

Date Received SEP 20 1996	(FOR BUREAU USE ONLY)
ADJUSTED TO AGREE WITH BUREAU RECORDS	FILED

SEP 23 1996

Administrator
MI DEPARTMENT OF CONSUMER & INDUSTRY SERVICES
CORPORATION, SECURITIES & LAND DEVELOPMENT BUREAU

Name Sandra Cambridge - Legal Department Allied Domecq Spirits & Wine USA, Inc.		
Address P.O. Box 33006		
City Detroit	State Michigan	Zip Code 48232

EFFECTIVE DATE:

Document will be returned to the name and address you enter above.

CERTIFICATE OF CHANGE OF REGISTERED OFFICE AND/OR CHANGE OF RESIDENT AGENT
For use by Domestic and Foreign Corporations and Limited Liability Companies
(Please read information and instructions on reverse side)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 162, Public Acts of 1982 (nonprofit corporations), or Act 23, Public Acts of 1993 (limited liability companies), the undersigned corporation or limited liability company executes the following Certificate:

- The name of the corporation or limited liability company is:
ALLIED DOMECQ SPIRITS & WINE USA, INC.
- The identification number assigned by the Bureau is:

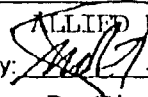
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- a. The name of the resident agent on file with the Bureau is: C.T. CORPORATION SYSTEM
b. The location of its registered office is:
30600 Telegraph Road, Suite 3275, Bingham Farms, Michigan 48025
(Street Address) (City) (ZIP Code)
c. The mailing address of the above registered office on file with the Bureau is:
PO Box 33006, Detroit, Michigan 48233 3006
(P.O. Box) (City) (ZIP Code)

ENTER IN ITEM 4 THE INFORMATION AS IT SHOULD NOW APPEAR ON THE PUBLIC RECORD

- a. The name of the resident agent is: Leon R. Timmons
b. The address of the registered office is:
3000 Town Center, Suite 3200, Southfield, Michigan 48075
(Street Address) (City) (ZIP Code)
c. The mailing address of the registered office IF DIFFERENT THAN 4B is:
P.O. Box 33006, Detroit, Michigan 48232
(P.O. Box) (City) (ZIP Code)

5. The above changes were authorized by resolution duly adopted by: 1. ALL CORPORATIONS: its board of directors; 2. PROFIT CORPORATIONS ONLY: the resident agent if only the address of the registered office is changed, in which case a copy of this statement has been mailed to the corporation; 3. LIMITED LIABILITY COMPANIES: an operating agreement, affirmative vote of a majority of the members pursuant to section 502(1), managers pursuant to section 405, or the resident agent if only the address of the registered office is changed. The corporation or limited liability company further states that the address of its registered office and the address of its resident agent, as changed, are identical.

Date Signed: September 12, 1996

Signed by: 
Leon R. Timmons, Senior Vice President and
(Type or Print Name) General Counsel. (Type or Print Title)

COMPLETE SECTION (a) IF THE AMENDMENT WAS ADOPTED BY THE UNANIMOUS CONSENT OF THE INCORPORATOR(S) BEFORE THE FIRST MEETING OF THE BOARD OF DIRECTORS OR TRUSTEES; OTHERWISE, COMPLETE SECTION (b). DO NOT COMPLETE BOTH.

a. The foregoing amendment to the Articles of Incorporation was duly adopted on the _____ day of _____, 19____, in accordance with the provisions of the Act by the unanimous consent of the Incorporator(s) before the first meeting of the Board of Directors or Trustees.

Signed this _____ day of _____, 19_____.

(Signature) _____ (Signature) _____
(Type or Print Name) _____ (Type or Print Name) _____
(Signature) _____ (Signature) _____
(Type or Print Name) _____ (Type or Print Name) _____

b. The foregoing amendment to the Articles of Incorporation was duly adopted on the 4th day of June, 1996. The amendment: (check one of the following)

- was duly adopted in accordance with Section 611(2) of the Act by the vote of the shareholders if a profit corporation, or by the vote of the shareholders or members if a nonprofit corporation, or by the vote of the directors if a nonprofit corporation organized on a nonstock directorship basis. The necessary votes were cast in favor of the amendment.
- was duly adopted by the written consent of all directors pursuant to Section 525 of the Act and the corporation is a nonprofit corporation organized on a nonstock directorship basis.
- was duly adopted by the written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act if a nonprofit corporation, or Section 407(1) of the Act if a profit corporation. Written notice to shareholders who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)
- was duly adopted by the written consent of all the shareholders or members entitled to vote in accordance with section 407(3) of the Act if a nonprofit corporation, or Section 407(2) of the Act if a profit corporation.

Signed this 16th day of July, 1996

By Robert J. Fischer
(Only Signature of President, Vice-President, Chairperson, or Vice-Chairperson)

Robert J. Fischer Vice President
(Type or Print Name) (Type or Print Title)

MICHIGAN DEPARTMENT OF COMMERCE - CORPORATION AND SECURITIES BUREAU

(FOR BUREAU USE ONLY)

REC'D AUG 29 1996

FILED

AUG 30 1996

Administrator
MI DEPARTMENT OF CONSUMER & INDUSTRY SERVICES
CORPORATION, SECURITIES & LAND DEVELOPMENT BUREAU

Name: Sandra Cambridge - Legal Department
 Allied Domecq Spirits & Wine USA, Inc.
 Address: P.O. Box 33006
 City: Detroit State: Michigan Zip Code: 48232

EFFECTIVE DATE: September 1, 1996

Document will be returned to the name and address you enter above

CERTIFICATE OF CHANGE OF REGISTERED OFFICE AND/OR CHANGE OF RESIDENT AGENT
 For use by Domestic and Foreign Corporations and Limited Liability Companies
 (Please read information and instructions on reverse side)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 162, Public Acts of 1982 (nonprofit corporations), or Act 23, Public Acts of 1993 (limited liability companies), the undersigned corporation or limited liability company executes the following Certificate:

1. The name of the corporation or limited liability company is:
 ALLIED DOMECQ SPIRITS & WINE USA, INC.

2. The identification number assigned by the Bureau is:
 1 1 0 - 9 0 6

3. a. The name of the resident agent on file with the Bureau is:
 R. M. Lippert

b. The location of its registered office is:
 32255 Northwestern Hwy. Suite 180, Michigan 48834
(Street Address) (City) (ZIP Code)

c. The mailing address of the above registered office on file with the Bureau is:
 P.O. Box 33006, Detroit, Michigan 48232
(P.O. Box) (City) (ZIP Code)

ENTER IN ITEM 4 THE INFORMATION AS IT SHOULD NOW APPEAR ON THE PUBLIC RECORD

4. a. The name of the resident agent is:
 CT CORPORATION SYSTEM

b. The address of the registered office is:
 30600 Telegraph Road, Suite 3275, Bingham Farms, Michigan 48025
(Street Address) (City) (ZIP Code)

c. The mailing address of the registered office IF DIFFERENT THAN 4B is:
(P.O. Box) (City) (ZIP Code)

5. The above changes were authorized by resolution duly adopted by: 1. ALL CORPORATIONS: its board of directors; 2. PROFIT CORPORATIONS ONLY: the resident agent if only the address of the registered office is changed, in which case a copy of this statement has been mailed to the corporation; 3. LIMITED LIABILITY COMPANIES: an operating agreement, affirmative vote of a majority of the members pursuant to section 502(1), managers pursuant to section 405, or the resident agent if only the address of the registered office is changed. The corporation or limited liability company further states that the address of its registered office and the address of its resident agent, as changed, are identical.

Date Signed: August 21, 1996

Signed by: Leon R. Timmons
(Type or Print Name) Senior Vice President and General Counsel
(Signature)

ALLIED DOMECQ SPIRITS & WINE USA, INC.