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U.S. DEPARTMENT OF COMMERCE
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Our Ref: 46411-0036

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

Submission Type

New
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Document ID # _____
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Conveyance Type

Assignment License
 Security Agreement Nunc Pro Tunc Assignment
 Merger
 Change of Name
Effective Date
Month Day Year
8 31 2000

Conveying Party

____ Mark if additional names of conveying parties attached

Name UDV (SJ) Limited

Execution Date
Month Day Year
5 24 2001

Formerly _____

Individual Association General Partnership Limited Partnership Corporation

Other limited liability company

Citizenship/State of Incorporation/Organization England and Wales

Receiving Party

____ Mark if additional names of receiving parties attached

Name United Distillers & Vintners (SJ) B.V.

DBA/AKA/TA _____

Composed of _____

Address (line 1) Molenwerf 10-12,

Address (line 2) _____

Address (line 3) 1014 Amsterdam, The Netherlands

Individual General Partnership Limited Partnership

private limited company

Citizenship/State of Incorporation/Organization The Netherlands

FOR OFFICE USE ONLY

6-4-01

90E

Domestic Representative Name and Address Enter for the first Receiving Party only.

Name Karen A. Butcher, Esq.
Address (line 1) Morgan, Lewis & Bockius LLP
Address (line 2) 1800 M Street, N.W.
Address (line 3) Washington, D.C. 20036
Address (line 4) _____

Correspondent Name and Address Area Code and Telephone Number 202-467-7526

Name Karen A. Butcher, Esq.
Address (line 1) MORGAN, LEWIS & BOCKIUS LLP
Address (line 2) 1800 M Street, N.W.
Address (line 3) Washington, D.C. 20036-5869

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 1

Trademark Application Number(s) or Registration Number(s) No. Mark if additional numbers are associated (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)	Registration Number(s)
75/714,548 76/075,856	2,382,808

Number of Properties Enter the total number of properties involved. # 3

Fee Amount \$90.00
Method of Payment: Enclosed Deposit Account _____
Deposit Account _____ Deposit Account Number: 15-4520
(Enter for payment by deposit account or if additional fees can be charged to the account.)

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.

Karen A. Butcher [Signature] 6-1-01
Name of Person Signing Signature Date Signed

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Trademarks of

United Distillers & Vintners (SJ) B.V.

APPOINTMENT OF DOMESTIC REPRESENTATIVE

With respect to this registration, Registrant hereby appoints MICHAEL F. CLAYTON, JAMES R. SIMS III, RON N. DREBEN, BARBARA A. FRIEDMAN, CAROLE R. KLEIN, NANCY L. ROWE, KAREN A. BUTCHER, SHANA E. OMMAYA, BRETT I. MILLER, LAUREL E. QUEENO, ANITA G. BLUMENTHAL, JASON I. HEWITT, MEREDITH A. CARLO and LISA D. HERBST, members of the District of Columbia Bar, STEPHANIE M. FOSTER and JOSEPH E. WASHINGTON, members of the New York Bar, SHAI A. LITTLEJOHN, MARIA D. CASTNER, and MARY J. FRANK, members of the Maryland Bar, REGINA A. O'BRIEN, JENNIFER T. MILLER, and ROBERT B. HENLEY, members of the Virginia Bar, and TRAVIS P. BOOZER, a member of the Florida and Georgia Bars, all located at 1800 M Street, NW, Washington, D.C. 20036, and GREGORY S. SHATAN, STEPHEN W. FEINGOLD, GERRY A. FIFER, MAURA B. LEEDS, KERI A. CHRIST, HILLEL I. PARNES, JEFFREY H. GREENE, ENID D. JEAN-CLAUDE, ADAM R. AGENSKY, JESSICA N. COHEN and ELISABETH S. BRADLEY, members of the New York Bar, and IAN J. WARREN, a member of the Illinois Bar, all located at 101 Park Avenue, New York, New York 10178, as its domestic representative on whom may be served notices or process in proceedings affecting this registration.

1-27347210 1

Signed this 12th day of FEBRUARY, 2001.

United Distillers & Vintners (SA) B.V.

By: Geraldine Downey

Name: GERALDINE DOWNEY

Title: AUTHORISED REPRESENTATIVE

TRADEMARK ASSIGNMENT

This Trademark Assignment is made by UDV (SJ) Limited, a limited liability company existing under the laws of England and Wales and having a principal business address at 8 Henrietta Place, London W1G 0NB, England, United Kingdom (hereinafter "Assignor"), in favor of United Distillers & Vintners (SJ) B.V. a private limited company existing under the laws of the Netherlands, having a principal business address at Molenwerf 10-12, 1014 Amsterdam, The Netherlands (hereinafter "Assignee").

WHEREAS, the Assignor was the owner of the trademark registrations for JOHNNIE WALKER PREMIER - Label (Reg. No. 2,382,808), JOHNNIE WALKER - Word (Serial No. 76/075,856), and JOHNNIE WALKER PREMIER BOTTLE Device (Serial No. 75/714,548) (hereinafter "the Marks") and the goodwill of the business symbolized thereby, and desires to confirm having assigned the said Marks to the Assignee.

WHEREAS, Assignor did, on August 31, 2000, by separate instrument, assign certain of its assets and business to Assignee, including all right, title and interest in and to the Marks, and the goodwill of the business symbolized thereby; and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby confirms having assigned, transferred and set over to Assignee, effective as of August 31, 2000, its entire right, title and interest in and to the Marks and the goodwill symbolized by the Marks, including the right to sue for and receive all damages from past infringements of the Marks, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

Signed this 24th day of May, 2001.

UDV (SJ) Limited

By: [Signature]
Name: S. M. BOWN
Title: COMPANY SECRETARY