

01-29-2003

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Form PTO-1594 (modified)
(Rev. 03/01)
OMB No. 0651-0027

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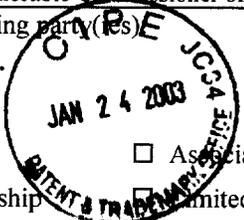


U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

102350702

To the Honorable Commissioner of Patents and Trademarks, please return the attached original documents or copy thereof.

1. Name of conveying party(ies)
JEAN LEON, S.A.



1-24-03

- Individual(s)
- General Partnership
- Corporation-Spain
- Other
- Association
- Limited Partnership

2. Name and address of receiving party(ies):
JEAN LEON, S.L.

Afueras s/n Edificio "Chateau Leon"
08775-Torrelavit (Barcelona), Spain

- Individual Citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Limited Liability Company of Spain

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

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
- Assignment
 - Security Agreement
 - Other
 - Merger
 - Change of Name

Appointment of Domestic Representative attached? Yes No

Execution Date: August 6, 1996

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
2,054,495

Additional number(s) attached? Yes No

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

SUGHRUE MION, PLLC
2100 Pennsylvania Avenue, N.W.
Suite 800
Washington, D.C. 20037-3213

Attention: **Cynthia Clarke Weber**

6. Total number of applications and registrations involved:
1

7. Total fee (37 CFR 3.41): \$40.00
- Enclosed. Please charge any underpayment in connection with this Assignment to Deposit Account No. 19-4880.
 - Authorized to be charged to deposit account

8. Deposit account number:
19-4880
(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.

Cynthia Clarke Weber
Cynthia Clarke Weber

1/24/03
Date

Total number of pages including cover sheet, attachments, and documents: 8

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks
Box Assignments
Washington, D.C. 20231

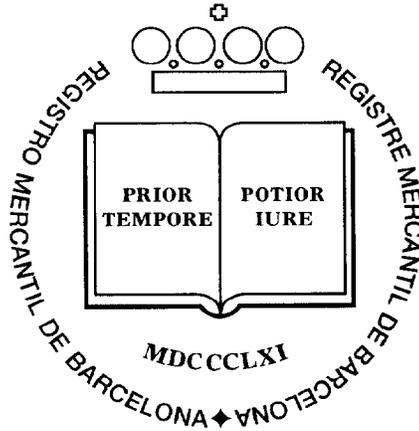
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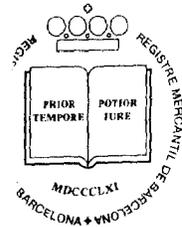
"JEAN LEON, S.L."
(Sociedad Unipersonal)



REGISTRO MERCANTIL DE BARCELONA
REGISTRE MERCANTIL DE BARCELONA

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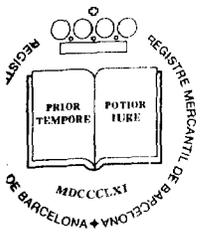
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EL REGISTRADOR MERCANTIL DE BARCELONA Y SU
PROVINCIA QUE SUSCRIBE

CERTIFICA: Que en vista del fax remitido por "Dr. Ing. M. Curell Suñol I.I., S.L.", solicitando certificación en relación a la Sociedad "JEAN LEON, S.L.", y examinados los Libros del Archivo del Registro Mercantil de Barcelona, de los mismos resulta:-----

PRIMERO.- Que mediante escritura otorgada en esta Ciudad el día 30 de julio de 1.971, ante el Notario Don Joaquin Antuña Montoto, número 5.945 de protocolo y la escritura de rectificación otorgada ante el citado Notario el día 25 de febrero de 1.972, número 1.301 de protocolo, que fueron inscritas en este Registro con fecha 12 de abril de 1.972, y que motivaron la inscripción 1ª en la hoja número 19.685, hoy hoja número B-71.054, obrante al folio 30 del tomo 2.007 del archivo, libro 1.412 de la sección 2ª, fue constituida la Sociedad "JEAN LEON, SOCIEDAD ANONIMA".-----

Que dicha Sociedad, por acuerdo de la Junta General Extraordinaria y Universal celebrada el día 1 de mayo de 1.996, fue transformada en Sociedad de Responsabilidad Limitada con la denominación de "JEAN LEON, SOCIEDAD LIMITADA". Resulta de la inscripción 18ª de dicha hoja, obrante al folio 139 del tomo 9.616 del archivo, motivada por las escrituras otorgadas los días 6 de agosto y 22 de octubre de 1.996, ante el Notario de Vilafranca del Penedés Don Luis María Carreño Montejo, números 1.699 y 2.099 de protocolo, respectivamente, que fueron inscritas en este Registro con fecha 30 de noviembre de 1.996.-----



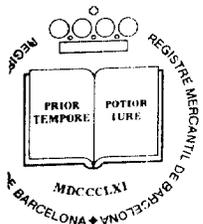
Que la Sociedad "JEAN LEON, SOCIEDAD LIMITADA" hoy "JEAN LEON, SOCIEDAD LIMITADA" (Sociedad Unipersonal), continúa vigente en este Registro con la denominación y forma expresadas.-----

SEGUNDO.- Que el domicilio actual de la referida Sociedad, se halla ubicado en TORRELAVID (Barcelona), en el edificio "Chateau Leon" antes llamada "Más d'en Rovira". Resulta de la citada inscripción 18ª.-----

TERCERO.- Que el objeto social de la referida Sociedad es el que resulta del artículo 2º de los vigentes Estatutos sociales de la misma, contenido en la citada inscripción 18ª, el cual transcrito literalmente es como sigue: "ARTICULO 2º.- OBJETO SOCIAL: La Sociedad tendrá por objeto: 1º.- La fabricación de vinos de mesa en todo su proceso, hasta la elaboración y envasado del vino. 2º.- La comercialización, venta y exportación de los productos así obtenidos, bien directamente a través de la propia Compañía o bien a través de representantes o distribuidores, sean estas personas físicas o jurídicas. Las actividades integrantes del objeto social podrán ser desarrolladas, total o parcialmente, de modo indirecto, mediante la titularidad de acciones o participaciones en sociedades con objeto idéntico o análogo. Quedán excluidas todas aquellas actividades para cuyo ejercicio la Ley exija requisitos especiales que no queden cumplidos por esta Sociedad."-----

Asimismo, el artículo 3º de los citados Estatutos sociales de la referida Sociedad, contenido en dicha inscripción 18ª en relación al objeto social de la misma, establece lo siguiente: "ARTICULO 3º.- Si las disposiciones legales exigiesen para el ejercicio de algunas de las actividades comprendidas en el objeto social algún título profesional, o autorización administrativa, o inscripción en Registros Públicos, dichas

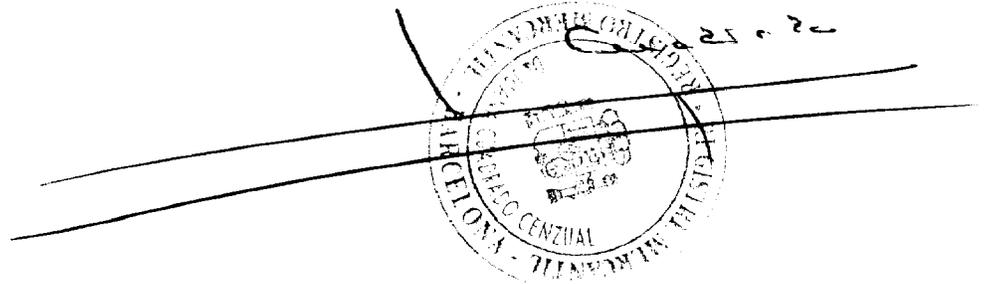
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actividades deberán realizarse por medio de personas que ostenten dicha titularidad profesional y, en su caso, no podrán iniciarse antes de que hayan cumplido los requisitos administrativos exigidos." -----

Y para que conste y no existiendo presentado en el Libro Diario y pendiente de despacho ningún documento en relación a dicha Sociedad, expido la presente certificación, en dos folios números B650876, B650877 y el presente, a una sola cara y con el membrete de este Registro. Barcelona, a veintisiete de julio de dos mil dos.

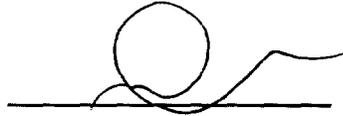


DA 3ª L 8/89
ACTO/S SIN BASE DE CUANTIA
ACTE/S SENSE BASE DE CUANTIA

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I, Marcelino Curell Aguilà, Authorised Translator of English appointed by the Spanish Ministry of Foreign Affairs, of Passeig de Gràcia 65 bis, 08008- Barcelona, Spain, hereby certify that I am well acquainted with the Spanish and English languages and that the following is a true translation, done by me, into the English language of the official certificate issued by the Company Register of Barcelona concerning the company JEAN LEON, S.L. and which is written in the Spanish language.

Date: 18 September 2002



(M. Curell Aguilà)



[The document consists of a beige coloured card folder containing three Company Registry sheets, typed on the obverse side only, which bear the blue, circular symbol of said Registry in the top left-hand corner and the serial number in the top right-hand corner. Each obverse page is almost entirely covered by the blue Registry watermark. The reverse side of each sheet is stamped to the effect that said page is not a valid content of the certificate. The translated text reads as follows:]

(cover page)

"JEAN LEON, S.L."

(Unipersonal Company)

Company Registry of Barcelona

(Circular symbol written in Spanish and Catalan, consisting of an open book bearing a phrase in Latin: "Prior Tempore Potior Iure")

COMPANY REGISTRY OF BARCELONA

(Written in Spanish and Catalan)

(The document per se reads as follows :-)

THE UNDERSIGNED COMPANY REGISTRAR OF BARCELONA AND ITS PROVINCE

CERTIFIES: That in view of the fax sent by "Dr.Ing. M. Curell Suñol I.I., S.L." requesting a certificate concerning the company "JEAN LEON, S.L.", and after examining the books kept in this Registry, it results therefrom : -----

FIRST: By means of the deed authorised in this city on 30 July 1971, before the Notary Mr. Joaquín Antuña Montoto, under protocol number 5945 and the deed of amendment executed before said Notary on 25 February 1972, under protocol number 1301, which were recorded in this Register on 12 April 1972, and which gave rise to the 1st entry on sheet number 19.685, today sheet number B.-71.054, on folio 30 of tome 2.007 of the file, book 1.412 of the 2nd Section, the company "JEAN LEON, SOCIEDAD ANONIMA ", was founded. -----

That said company, following the decision reached in the Extraordinary and Universal Shareholders Meeting held on 1 May 1996, was converted into a Limited Liability Company named "JEAN LEON, SOCIEDAD LIMITADA ". This is recorded in the 18th entry on said sheet, on folio 139 of the tome 9.616 of the file, and is the outcome of the deeds executed on 6 August and 22 October 1996, before the Notary of Vilafranca del Penedés, Mr. Luís María Carreño Montejo, under protocol numbers 1.699 and 2.099, respectively, which were entered in this Register on 30 November 1996. -----

That the company "JEAN LEON, SOCIEDAD LIMITADA ", today known as ""JEAN LEON, SOCIEDAD LIMITADA " (Unipersonal company), remains a valid entry in this Registry, under the afore-mentioned name and legal form.-

SECOND: That the current registered office of the referenced company is in TORRELAVID (Barcelona), in the building "Chateau Leon", previously known as "Màs d'en Rovira". This information is recorded in said 18st entry.-----

THIRD: That the aim of the referenced company results from Article 2 of the current Statutes, contained in the above-mentioned 18th entry, which when transcribed literally, states as follows: "ARTICLE 2.- COMPANY AIM: The company aim shall be: 1.- The complete production process of table wines, from the production to the bottling thereof. 2.- The marketing, sale and export of the goods thus obtained, either through the company's direct means, or through agents or distributors, who can be either natural or legal persons. The integral activities of the company aim can be carried out, wholly or partially, indirectly, through the ownership of shares or stakes in companies



having an identical or similar aim. Those activities which, by Law, imply special requirements which the company does not fulfil, are not included in the company aim."

Furthermore, Article 3 of the statutes of the referenced company, contained in said 18th entry in relation to said company aim, establishes the following: "ARTICLE 3.- If, according to legal provisions, a professional qualification, administrative authorisation, or entry in Public Registers is required to perform some of the activities included in the company aim, said activities must be performed by those persons who have been granted said professional qualification and, where appropriate, said activities cannot be undertaken until the administrative requirements have been fulfilled."

And in witness whereof, and since there is no entry pending in the Journal concerning said Company, I issue this certificate on two folios numbered B650876, B650877 and this one, on one side thereof and with the letter-heading of this Registry, in Barcelona, on the twenty seventh of July two thousand and two.

[There follows the black circular stamp of the Company Registrar, Ms. Juana Cuadrado Cenzual, accompanied by an illegible signature]

[There appears a blue ink stamp which reads:-]

D A 3rd L 8/ 89

Non-subject Deed/s

(End of document)

