

FORM PTO-1594 (Modified)
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

To the Honorable Commissioner of Patent and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

United Distillers & Vintners (ER) Limited

2. Name and address of receiving party(ies):

Guinness United Distillers & Vintners Scotland Limited
Edinburgh Park, 5 Lochside Way,
Edinburgh EH12 9DT, Scotland

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other:

Execution Date: June 29, 2001

Effective Date: June 29, 2001

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation of Scotland
- Other:

If assignee is not domiciled in the U.S.A., a domestic representative designation is attached: Yes; No

(Designations must be a separate document from Assignment)

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

A. Trademark Application No.(s):

B. Trademark Registration No.(s): 595664 and others

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

Laurel E. Queeno
Morgan, Lewis & Bockius LLP
1111 Pennsylvania Avenue, NW
Washington, D.C. 20004

Telephone: 202-739-5845

Facsimile: 202-739-3001

E-Mail: lqueeno@morganlewis.com

6. Total number of applications and registrations involved: 17

7. Total fee (37 CFR 3.41) Cal. 1	x \$40.00 = \$	40.00
	16 x \$25.00 = \$	400.00
	Total \$	440.00

Authorized to charge overpayments/deficiencies to deposit account.

8. Deposit account number: DA 13-4520

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.

Laurel E. Queeno

Name of Person Signing


Signature

July 11, 2003

Date

Total number of pages including cover sheet, attachments and document: 10

OMB No. 0631-0011 (exp. 4/94)

CH \$440.00 134620 0695664

SCHEDULE

<u>MARK</u>	<u>REG. NO.</u>
AFORE YE GO	595664
BELL'S	555839
CARDHU	908750
CLASSIC MALTS QUAICH	1954429
CRAGGANMORE	1736928
DALWHINNIE	1830515
GLEN ORD	2010952
GLENKINCHIE	1789580
HACKLER	2418503
KILTED CLAN	2097370
LAGAVULIN	2355352
LOCH DHU	1990989
LOCH DHU THE BLACK WHISKY	2270095
OBAN	1333530
ROYAL LOCHNAGAR	1610017
RUM FROM A MAGICAL PLACE	2222911
SCOTSFEST – Stylized Word	2223118



CERTIFIED A TRUE COPY
J. E. Hill
COMPANY SECRETARY

CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company No. 750

The Registrar of Companies for Scotland hereby certifies that

UNITED DISTILLERS & VINTNERS (ER) LIMITED

having by special resolution changed its name, is now incorporated
under the name of

GUINNESS UNITED DISTILLERS & VINTNERS SCOTLAND LIMITED

Given at Companies House, Edinburgh, the 29th June 2001

[Signature]
Registrar Of Companies



C O M P A N I E S H O U S E

TRADEMARK

RECORDED: 07/11/2003

REEL: 002682 FRAME: 0383