

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Great Spirits Company LLC		11/26/2003	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA	
Name:	Great Spirits Corp.
Street Address:	1331 Lamar
Internal Address:	Suite 1125
City:	Houston
State/Country:	TEXAS
Postal Code:	77010-3088
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 12		
Property Type	Number	Word Mark
Serial Number:	76515457	BRADY'S
Serial Number:	76499104	BORU CRAZZ
Serial Number:	76499103	BORU CRAZZBERRY
Registration Number:	2679737	THE LIQUEUR AS SOFT AS A KISS
Registration Number:	2663098	GS GREAT SPIRITS
Registration Number:	2446464	AIN'T PATRICK'S DAY
Registration Number:	2511237	SEA WYNDE
Registration Number:	2370759	SEPTEMBER 17...AIN'T PATRICK'S DAY
Registration Number:	2432623	CELTIC KISS
Registration Number:	2452996	BORU
Registration Number:	2196103	KNAPPOGUE CASTLE WHISKEY
Registration Number:	2124259	CELTIC CROSSING

CORRESPONDENCE DATA	
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OP \$315.00 76515457

Fax Number: (212)336-2222
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (212) 336-2000
Email: IPDOCKETING@PBWT.COM
Correspondent Name: Patterson, Belknap, Webb & Tyler LLP
Address Line 1: 1133 Avenue of the Americas
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:

G6578-004 (JAS)

NAME OF SUBMITTER:

John E. Schmeltzer III, Esq.

Total Attachments: 2

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CERTIFICATE OF MERGER
of
GREAT SPIRITS CORP.
with
GREAT SPIRITS COMPANY LLC

Pursuant to the provisions of Section 264 of the Delaware General Corporation Law (the "DGCL") and Section 18-209 of the Delaware Limited Liability Company Act ("DLLCA"), Great Spirits Corp. hereby certifies the following information relating to its merger (the "Merger") with Great Spirits Company LLC:

FIRST: The names and states of formation or incorporation of the constituent entities (the "Constituent Entities") in the Merger are:

<u>Name</u>	<u>State of Formation or Incorporation</u>
Great Spirits Company LLC	Delaware
Great Spirits Corp.	Delaware

SECOND: The Agreement of Merger and Acquisition, dated as of July 31, 2003 (the "Merger Agreement"), among Great Spirits Roaring Water Bay Company, The Roaring Water Bay Spirits Group Limited, The Roaring Water Bay Marketing and Sales Company Limited, Patrick Rigney, David Phelan, Carbery Mills Products Limited, Tanis Investments Limited, Great Spirits Company LLC and Great Spirits Corp., setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Entities in accordance with Section 264 of the DGCL or Section 18-209 of the DLLCA, as applicable.

THIRD: The name of the corporation surviving the Merger (the "Surviving Corporation") is Great Spirits Corp.

FOURTH: The certificate of incorporation of the Surviving Corporation, as in effect immediately prior to the effective time of the Merger, shall be its certificate of incorporation.

FIFTH: The executed Merger Agreement is on file at the office and place of business of the Surviving Corporation located at 1331 Lamar, Suite 1125, Houston, Texas.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder or any member of any Constituent Entity.

IN WITNESS WHEREOF, Great Spirits Corp. has caused this Certificate of Merger to be executed by its duly authorized officer on November 26, 2003.

GREAT SPIRITS CORP.

By: Mark Andrews
Name: MARK ANDREWS
Title: President

Delaware

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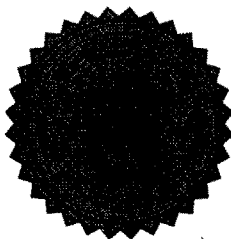
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"GREAT SPIRITS COMPANY LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "GREAT SPIRITS CORP." UNDER THE NAME OF "GREAT SPIRITS CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF DECEMBER, A.D. 2003, AT 1:25 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2777711

DATE: 12-01-03
TRADEMARK

RECORDED: 12/09/2003

REEL: 002760 FRAME: 0281