

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Guinness United Distillers & Vintners Amsterdam B.V.		01/28/2004	Private Limited Company: NETHERLANDS

RECEIVING PARTY DATA

Name:	Diageo Brands B.V.
Street Address:	Molenwerf 10-12
City:	Amsterdam
State/Country:	NETHERLANDS
Postal Code:	1014 BG
Entity Type:	Private Limited Company: NETHERLANDS

PROPERTY NUMBERS Total: 25

Property Type	Number	Word Mark
Serial Number:	78327024	CHARLES TANQUERAY & CO.
Registration Number:	1063477	
Serial Number:	78317242	GILBEY'S
Registration Number:	2400869	ROMANA CAFFE
Registration Number:	1796483	ROMANA SAMBUCA
Registration Number:	826998	SAMBUCA ROMANA
Registration Number:	860266	SAMBUCA ROMANA
Serial Number:	78291596	T
Serial Number:	78327029	GUINNESS
Registration Number:	1463053	
Registration Number:	897970	
Serial Number:	78327040	
Serial Number:	78291585	TANQUERAY
Registration Number:	120024	TANQUERAY

CH \$640.00 78327024

Registration Number:	1438675	TANQUERAY
Serial Number:	78304986	TANQUERAY GORDON & COMPANY
Registration Number:	2508695	T
Registration Number:	2513297	"T" HANDCRAFTED USING FRESH BOTANICALS
Registration Number:	2507896	TANQUERAY NO. TEN
Registration Number:	2548054	T
Registration Number:	1620291	TANQUERAY STERLING
Registration Number:	1616974	
Registration Number:	2141421	TANQUERAY STERLING SPIKES
Serial Number:	78304987	TANQUERAY
Serial Number:	78340291	

CORRESPONDENCE DATA

Fax Number: (202)739-3001
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Email: trademarks@morganlewis.com
Correspondent Name: K. Altoff C/O Morgan, Lewis & Bockius
Address Line 1: 1111 Pennsylvania Ave. NW
Address Line 4: Washington, DISTRICT OF COLUMBIA 20004

ATTORNEY DOCKET NUMBER: 046411-02-0183

DOMESTIC REPRESENTATIVE

Name: K. Altoff C/O Morgan, Lewis & Bockius
Address Line 1: 1111 Pennsylvania Avenue, NW.
Address Line 4: Washington, DISTRICT OF COLUMBIA 20004

NAME OF SUBMITTER: Morgan Lewis & Bockius LLP

Total Attachments: 4
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source=Diageo Brands B.V.2#page1.tif
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I, **JAMES KERR MILLIGAN**, Notary Public of the City of London, England, by Royal Authority duly admitted and sworn, practising in the said City,

DO HEREBY CERTIFY AND ATTEST:

THAT I am fully conversant with the Dutch language and with the laws and constitutions of The Netherlands and with Dutch legal practice in connection with establishment and management of Dutch corporations and have for upwards of fifteen years been involved in such work which has formed a significant part of my practice.

AND THAT I have caused an inspection to be made of File Number 34138436 and File Number 33175486 contained in the Commercial Register kept at the Chamber of Commerce and Industry of Amsterdam, The Netherlands, on the basis of which I confirm as follows:

1. The Company styled "DIAGEO BRANDS B.V." is a private company with limited liability, duly incorporated, registered in the aforesaid Commercial Register under number 34138436 and currently existing in accordance with the laws of The Netherlands, having its Registered Office at Molenwerf 10 - 12, 1014BG Amsterdam, The Netherlands; and
2. The Company styled "GUINNESS UNITED DISTILLERS & VINTNERS AMSTERDAM B.V." was previously a private company with limited liability, duly incorporated and registered in the aforesaid Commercial Register under number 33175486 in accordance with the laws of The Netherlands, likewise with its Registered Office at Molenwerf 10 - 12, 1014BG Amsterdam, The Netherlands. This company ceased to exist when it was deleted from the said Commercial Register on 28th January 2004.
3. The aforesaid two Dutch companies entered into a Deed of Merger, executed in accordance the requirements of Dutch law in public form before a Dutch Notary, under which DIAGEO BRANDS B.V. acquired by way of merger all of the assets and liabilities of GUINNESS UNITED DISTILLERS &



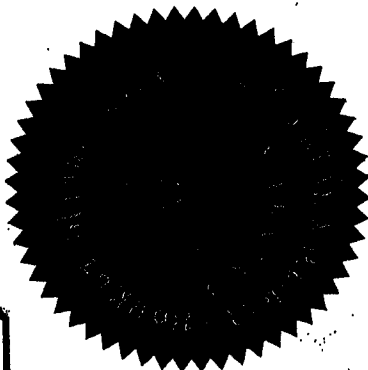
VINTNERS AMSTERDAM B.V. Under the terms of the said Deed of Merger, the effective date of the merger was 28th January 2004. The said Deed was lodged with and registered by the aforementioned Chamber of Commerce and Industry of Amsterdam on 28th January 2004.

4. With effect from 28th January 2004, the aforesaid company GUINNESS UNITED DISTILLERS & VINTNERS AMSTERDAM B.V. ceased to exist as a corporate legal entity and was deleted as such from the said Commercial Register on 28th January 2004.
5. Since 28th January 2004, all of the assets and liabilities which were formerly owned by or encumbered GUINNESS UNITED DISTILLERS & VINTNERS AMSTERDAM B.V. have vested in the above-mentioned company DIAGEO BRANDS B.V.

I FURTHER CERTIFY THAT the hereunto annexed document in the Dutch language is a true and faithful copy of a Registrar's Certificate, obtained at my request, duly issued by the Commercial Registry attached to the Chamber of Commerce and Industry of Amsterdam, The Netherlands and dated 17th February 2004, in which the particulars relating to the aforementioned merger of the said Companies are officially confirmed.

AND THAT the document in the English language likewise annexed hereto is a true and faithful translation, made by me, the undersigned Notary Public, of the said Registrar's Certificate in the Dutch language.

IN TESTIMONY WHEREOF I have hereunto set my hand and affixed my Seal of Office in the City of London, aforesaid, this first day of March Two thousand and four.





JAMES KERR MILLIGAN
Notary Public of London, England



TRADEMARK

**KAMER VAN KOOPHANDEL
AMSTERDAM**

NautaDutilh
t.a.v. mevrouw K. Baarda
Bowman House
29 Wilson Street
LONDON EC2M 2SJ
UNITED KINGDOM

► **KANTOOR AMSTERDAM**
DE RUYTERKADE 5, AMSTERDAM
POSTBUS 2852, 1000 CW AMSTERDAM
T (020) 531 40 00. F (020) 531 47 99

REFERENTIE
HR/2004/45586

ONDERWERP
fusie

DOSSIERNUMMER
33175486/34138436
UW REFERENTIE
Uw fax van 16-2-2004

DATUM
17-02-2004
DOORKIESNUMMER
4547

VERKLARING

De Kamer van Koophandel Amsterdam verklaart hiermee dat op 28 januari 2004 in het handelsregister is ingeschreven de fusie tussen:

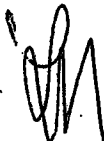
Guinness United Distillers & Vintners Amsterdam B.V.
ingeschreven in het handelsregister onder dossiernummer: 33175486
adres: Molenwerf 10 - 12, 1014 BG Amsterdam

en

Diageo Brands B.V.
ingeschreven in het handelsregister onder dossiernummer: 34138436
adres: Molenwerf 10 - 12, 1014 BG Amsterdam

De fusieakte is verleden op 27 januari 2004.
Met ingang van 28 januari 2004 is de registratie van de vennootschap Guinness United Distillers & Vintners Amsterdam B.V. beëindigd in verband met het verdwijnen van de rechtspersoon ten gevolge van de fusie.

Kamer van Koophandel Amsterdam,



mw. J.M. Naeem
Handelsregister

(Translated from the Dutch)

(Emblem: Chamber of Commerce of Amsterdam)

Nauta Dutilh
For the attention of: Miss K. Baarda
Bowman House,
29 Wilson Street
London EC2M 2SJ
UNITED KINGDOM

AMSTERDAM OFFICE
DE RUYTERKADE 5, AMSTERDAM
P.O. BOX NO. 2852, 1000 CW AMSTERDAM
Tel: (020) 531 40 00 Fax: (020) 531 47 99

REFERENCE	FILE NUMBER	DATE
HR/2004/45586	33175486/34138436	17-02-2004
SUBJECT-MATTER	YOUR REF.	DIRECT DIAL NO.
Merger	Your fax of 16-2-2004	4547

CERTIFICATE

The Chamber of Commerce of Amsterdam hereby certifies that on 28th January 2004 a merger was recorded in the Commercial Register between:

Guinness United Distillers & Vintners Amsterdam B.V.
Recorded in the Commercial Register under file no. 33175486
Address: 10-12 Molenwerf, 1014 BG Amsterdam

and

Diageo Brands B.V.
Recorded in the Commercial Register under file no. 34138436
Address: 10-12 Molenwerf, 1014 BG Amsterdam

The deed of merger was executed on 27th January 2004.

As from 28th January 2004 the registration of the company Guinness United Distillers & Vintners Amsterdam B.V. is terminated in connection with the extinction of the legal entity as a consequence of merger.

Chamber of Commerce of Amsterdam

(signature)
Ms. J.M. Naeem
Commercial Registry

HEAD OFFICE: AMSTERDAM,
OFFICES IN: AMSTERDAM, HAARLEM
HOOFDDORP AND ZAANDAM

ABN-AMRO 49.07.07.580
GIRO ACCOUNT 35480

INTERNET: WWW.KVK.NL
E-MAIL: INFO@AMSTERDAM.KVK.NL

SIMPLE INFORMATION FROM COMMERCIAL REGISTER FILES TEL. 0900 1234567 (EURO 0.70 PER MINUTE)

CHAMBER OF COMMERCE AND INDUSTRY OF AMSTERDAM
ISO 9001 CERTIFIED

TRADEMARK

RECORDED: 03/17/2004

REEL: 002812 FRAME: 0416