

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.

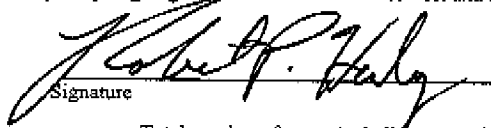
<p>1. Name of conveying party(ies): Picon B.V.</p>	<p>2. Name and address of receiving party(ies): Guinness United Distillers & Vintners B.V. Molenwerf 10-12 1014 BG Amsterdam, The Netherlands</p>
<p>3. Nature of conveyance: <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other: Execution Date: <u>February 28, 2002</u> Effective Date: <u>February 28, 2002</u></p>	<p><input type="checkbox"/> Individual(s) citizenship: <input type="checkbox"/> Association: <input type="checkbox"/> General Partnership: <input type="checkbox"/> Limited Partnership: <input type="checkbox"/> Corporation-State: <input checked="" type="checkbox"/> Other: Private limited liability company of The Netherlands</p> <p>If assignee is not domiciled in the U.S.A., a domestic representative designation is attached: <input type="checkbox"/> Yes; <input checked="" type="checkbox"/> No</p> <p>(Designations must be a separate document from Assignment)</p>
<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s):</p>	<p>B. Trademark Registration No.(s): 1036348, 1362302</p>
<p>5. Name and address of party to whom correspondence document should be mailed: Robert P. Henley Attn: TMSU Morgan, Lewis & Bockius LLP 1111 Pennsylvania Avenue N.W. Washington, D.C. 20036 Telephone: 202-739-3000 Facsimile: 202-739-3001 E-Mail: rphenley@morganlewis.com</p>	<p>6. Total number of applications and registrations involved: 2</p> <p>7. Total fee (37 C.F.R. § 3.41) \$ <u>65.00</u> <input type="checkbox"/> Check enclosed. <input checked="" type="checkbox"/> Authorized to charge to deposit account.</p> <p>8. Deposit account number: 13-4520</p>

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.

Robert P. Henley
Name of Person Signing


Signature

24 June 2004
Date

Total number of pages including cover sheet, attachments and document: 4

OMB No. 0651-0011 (exp. 4/94)

CH \$65.00 134520 1036348

TRADEMARK

REEL: 002878 FRAME: 0900

H O U T H O F F B U R U M A



Seen by me, Martine Bijkerk, civil law notary, residing in Amsterdam,
The Netherlands, for legalization of the signature of mr. A. de Loos.
I certify that attached is a declaration in Dutch with an English translation
in respect of the merger between Guinness United Distillers & Vintners
B.V. and Picon B.V., signed by mr. A. de Loos, who is an employee of the
Trade Register of the Chamber of Commerce and Industries for Amsterdam
at Amsterdam, The Netherlands, and that said mr. A. de Loos fully authorized
to sign and issue declarations from the aforementioned Trade Register.

Amsterdam, 27 April 2004

A handwritten signature in black ink, appearing to be "Martine Bijkerk", written over the date.





**KAMER VAN KOOPHANDEL
AMSTERDAM**

Houthoff Buruma
t.a.v. M. van der Palm
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REFERENTIE
HR/2004/54762

DOSSIERNUMMER
34138436

DATUM
23-04-2004

ONDERWERP
fusie

UW REFERENTIE

DOORKIESNUMMER
4553

VERKLARING

De Kamer van Koophandel Amsterdam verklaart hiermee dat op 8 maart 2002 in het handelsregister is ingeschreven de fusie tussen :

Guinness United Distillers & Vintners B.V.
ingeschreven in het handelsregister onder dossiernummer: 34138436

en

Picon B.V.
ingeschreven in het handelsregister onder dossiernummer: 33271209

De fusieakte is verleden op 28 februari 2002
Met ingang van 1 maart 2002 is de registratie van de vennootschap Picon B.V.
beëindigd in verband met het verdwijnen van de rechtspersoon ten gevolge van
de fusie.

Kamer van Koophandel Amsterdam,

A. de Loos
Handelsregister

Translation

**CHAMBER OF COMMERCE
AMSTERDAM**

Houthof Buruma
Attn Ms M. van der Palm
P.O. Box 75505
1070 AM AMSTERDAM

<i>REFERENCE</i>	<i>FILE NUMBER</i>	<i>DATE</i>
HR/2004/54762	34138436	23-04-2004
<i>SUBJECT</i>	<i>DIRECT NUMBER</i>	
merger	4553	

DECLARATION

The Chamber of Commerce in Amsterdam hereby declares that on **8 March 2002** the merger was registered in the Trade Register between:

Guinness United Distillers & Vintners B.V.

registered in the Trade Register under file number 34138436

and

Picon B.V.

registered in the Trade Register under file number 33271209

The deed of merger was executed on 28 February 2002.

As from 1 March 2002 the registration of the company Picon B.V. was removed because the legal entity ceased to exist as a result of the merger.

Chamber of Commerce in Amsterdam,

[Signature]

A. de Loos

Trade Register