

08-23-2004



4/16/04

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To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Cerveceria Polar Los Cortijos, C.A.

- Individual(s)
- General Partnership
- Corporation - ~~State~~
- Other

- Association
- Limited Partnership

Citizenship (see guidelines) Venezuela

Execution Date(s) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Cerveceria Polar, C.A.

~~Address:~~ 2da Avenida de Los Cortijos de Lourdes

Street Address: Edeficio Centro Empresarial Polar

City: Caracas

State: _____

Country: Venezuela Zip: _____

Association Citizenship _____

General Partnership Citizenship _____

Limited Partnership Citizenship _____

Corporation Citizenship Venezuela

Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,847,873 & 2,847,875

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

For Registration No. 2,847,873 - the mark "MALTA POLAR" in block letter format.

For Registration No. 2,847,875 - the mark "MALTA POLAR" in stylized format.

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

Name: Whitman Breed Abbott & Morgan, LLC

Internal Address: Attention: Richard Mancuso

Street Address: 100 Field Point Road

City: Greenwich

State: CT Zip: 06830

Phone Number: (203) 862-2395

Fax Number: (203) 869-1951

Email Address: richard.mancuso@wbamct.com

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 65.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Signature

August 18, 2004

Date

Richard E. Mancuso

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 1

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

00000015 2047873
08/20/2004 510M11
01 FC:6521
25.00 DP
02 FC:6522

The undersigned, Eugenia S. Ochoa Seguiás, Venezuelan, holder of Identity Card No. 9.972.745, and holder of License dated November 27, 1998 to act as Public Interpreter in the English Language in and for the Bolivarian Republic of Venezuela, as it appears published in the Official Gazette of the Republic of Venezuela, now Bolivarian Republic of Venezuela, No. 36.657 dated March 9, 1999, duly registered before the Principal Public Registry Office for the Federal District on February 1, 1999 under No. 230, Page 230, Volume Sixth of the First Quarter, **DO HEREBY CERTIFY:** That a document written in the Spanish Language has been submitted to me, and whose legal translation into the English Language reads as follows:-----

"RM No.: 124889.- MINISTRY OF THE INTERIOR AND JUSTICE.- FIRST COMMERCIAL REGISTRY OF THE JUDICIAL CIRCUIT OF THE CAPITAL DISTRICT AND STATE OF MIRANDA.-

The undersigned, Mr. OSCAR R. BARRETO MORA, First Commercial Registrar of the Judicial Circuit of the Capital District and State of Miranda

DOES HEREBY CERTIFY

That after comparing the THREE page Photostat copy, attached hereto, found it to be a true and exact copy of the document inserted under NUMBER 15, VOLUME 55-A-PRO DATED 13-05-2003.

CORRESPONDING TO THE COMPANY CERVECERIA POLAR, C.A., which has been inserted in File No. 779, on the above referred date.

LIKEWISE DOES CERTIFY, that this Photostat copy as been prepared in this office by: CARMEN LUISA PEREZ, holder of identity card No.: V-4.911.319, an able and competent person, authorized by me to do so, and who, along side me subscribes this certificate as well as each one of its pages."

Note: The document continues on the next page with the contents of the copies certified in the previous page, as follows:

"Mr.

First Commercial Registrar of the Judicial Circuit of the Federal District and State of Miranda.-

His Office.-

The undersigned, Juan J. Ruiz García, Venezuelan, of age, holder of identity card No. 6.229.908, acting as President of CERVECERÍA POLAR, C.A. (formerly known as Cervecería Polar Los Cortijos, C.A.) a company domiciled in the city of Caracas and registered before the Commercial registry Office of the Judicial Circuit of the Federal District and State of Miranda on March 14, 1941, under No. 323, Volume 1, File No. 779, duly authorized by the Stockholders Meeting do hereby communicate to your Registry Office that a General Extraordinary Stockholders Meeting of my principal was held on May 06, 2003, in which the following Resolution was taken:

SOLE RESOLUTION: It was agreed to approve the project to amend the 1st Article of the Incorporation Charter, which serve also as By-Laws, in reference to the name of the Company, which now reads as follows:

"1. The Company is named "CERVECERIA POLAR, C.A.", domiciled in Caracas, but it may create, install and maintain offices, establishments or branches in any other part of Venezuela, as the Board of Directors may so decide."

Attached to this Communication is a certified copy of the Minutes No. 125 of the General Extraordinary Stockholders Meeting of my principal held on May 6, 2003, in which the above resolution is evident, in order for it to be added to the File of the Company kept by this Registry Office.

Likewise I ask of the Registrar to cause the insertion, registry and publication of the Communication for the corresponding legal effects, and the issuance of two (2) certified copies of the same and the order of such issuance.

In the city of Caracas, on the date of its filing.

(Signed Illegible)"

Note: The document continues on the next page, with a note of authentication by a Notary Public, as follows:

"**BOLIVARIAN REPUBLIC OF VENEZUELA. MINISTRY OF INTERIOR AND JUSTICE. CARACAS METROPOLITAN DISTRICT. JULIA SCHLOETER DE RINCÓN. NINTH NOTARY PUBLIC OFFICE OF THE LIBERTADOR MUNICIPALITY OF THE CAPITAL DISTRICT.** Caracas, May twelfth (12th) two thousand three (2003). Historical Years 193° and 144°. The preceding document drafted by Mr. **AUGUSTO CASADO, Esq.,** registered before the Attorney Social Security Institute under No. **16007,** was presented for its authentication and return according to Receipt No. **267568** dated **12-5-2003.** Being the party present, said to be **JUAN RUIZ GARCIA,** of age, domiciled in **CARACAS,** of **VENEZUELAN** Nationality, married, holder of identity card No. **V-6.229.908.** Having read the document and the its copies confronted with its original, thus the grantor signed both the copies and the original before the Notary, and the Presenter declared: **"ITS CONTENTS IS TRUE AND MINE THE SIGNATURE THAT APPEARS IN THE END OF THE DOCUMENT"**. The notary Public does hereby state that she informed of the contents, nature, importance and legal consequences of the document as granted in conformity with article 78(2) of the Registry and Notary Law, and thus Notary Public declares the document as authenticated before the presence of the witnesses **ROSSINA BERMUDEZ** and **JOSE LUIS RODRIGUEZ,** holders of identity cards No. **V-10.350.097** and **V-6.359.519,** respectively. This document was inserted under No. **60,** Volume **65** of the Authentication books kept by this Notary Public Office. The Notary Public does hereby make known that all the documents indicated in the preceding document were presented for confirmation. For this act the Notary Public appeared and constituted office at the **CENTRO EMPRESARIAL POLAR, 4th FLOOR, LOS CORTIJOS DE LOURDES,** at **3 pm,** at the request of interested party made by **JOSE LUIS RODRIGUEZ, ID No. V-6.359.519,**

Clerk I, authorized official according to Article 29 of the regulations of Notary Public Offices.-

(Signed Illegible).- ACTING NINTH NOTARY PUBLIC.-

THE PRESENTER.- (Signed Illegible).- THE WITNESSES.- (Signed Illegible) (Signed Illegible).- AUTHORIZED OFFICIAL.- (Signed Illegible).-"

Note: the insertion note of the document by the Commercial Registrar, which reads as follows, follows the document:

MINISTRY OF INTERIOR AND JUSTICE.- FIRST COMMERCIAL REGISTRY OF THE JUDICIAL CIRCUIT OF THE CAPITAL DISTRICT AND STATE OF MIRANDA.-

Caracas, thirteen (13) of May two thousand three. Historical years 193 and 144. Its PRESENTER, for its insertion in the Commercial Registry, its posting and publication, filed the preceding communication. Act in conformity and insert the original in the corresponding File of the Company along with the attached documents. Issue a certified copy for publication. The preceding document drafted by Mr. AUGUSTO CASADO, Esq., is inserted in the Commercial Registry under No. 15, Volume 55-A-Pro., Paid Fees Bs. 71625.00 according to receipt RM NO. 534732, Bank Deposit No. 0200110342 of Bs. 64020.00. The presenter identified as follows: NILSON PINO, ID V-3346495.-

(Signed Illegible).- The First Commercial Registrar.- Ms. Mariela J. Fuenmayor T..-

THIS PAGE BELONGS TO CERVECERIA POLAR, C.A.

MOD/ 6/YUN.-"

Note: Finally there appears there appears the certification note of the preceding copies, which reads as follows:

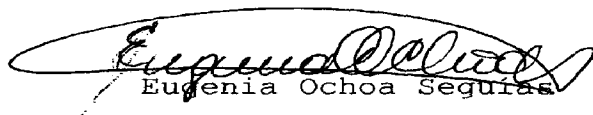
"The undersigned does make known that the preceding Photostat reproductions, of 3 pages, are a true and exact copy of its originals inserted in the File No. 779 which are issued in Caracas on AUGUST 14, 2003, according to receipt RM No. 124889.- (Signed

Illegible).- The First Commercial Registrar.- MR. OSCAR R. BARRETO MORA, Esq.

First Commercial Registry. Revenue Stamps for Bs. 2522.00 have been paid by form No. 1872259 dated 08-14-2003, in accordance with Official Gazette No. 36.882 dated 02-01-2000."

Translator's Notes: 1. On the second page of the document, being a certified copy, there appear several copies of stamped seals that correspond to administrative procedures of the Commercial Registry.- 2. Throughout the document there appear two kinds of originally stamped seals: on the front the every page the official seal of the Commercial Registry has been stamped, as well as along the signatures of the certifying officials, on the reverse of the third page another seal has been stamped that reads: "FIRST COMMERCIAL REGISTRY OF THE JUDICIAL CIRCUIT OF THE FEDERAL DISTRICT AND STATE OF MIRANDA.- UNUSED".- 3.- On the last page there appears the official seal of the Commercial Registry, and a relief seal which reads: "Mr.OSACR R. BARRETO MORA, Esq. FIRST COMMERCIAL REGISTRAR."

I hereby ATTEST that the above translation is a true and exact version of the original document committed to me, IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in La Victoria, State of Aragua, on the 24th day of the month of August 2003.


Eugenia Ochoa Segura

Public Interpreter

O. G. # 36.657 dated March 9, 1999

Eugenia S. Ochoa Segura
Traductor Público
G.O. N° 36357 del 5-8-99



MINISTERIO DEL INTERIOR Y JUSTICIA
REGISTRO MERCANTIL PRIMERO
DE LA CIRCUNSCRIPCION JUDICIAL DEL D.T.O. CAPITAL Y EDO. MIRANDA



Abg. OSCAR R. BARRETO MORA
Registrador Mercantil Primero
de la Circunscripción Judicial del Dtto. Capital y Edo. Miranda, quien suscribe:

C E R T I F I C A

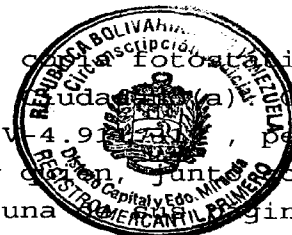
Que ha confrontado la copia fotostática constante de TRES folios, que a continuación se reproducen, y que es traslado fiel y exacto del Documento inscrito bajo el Número: 15, TOMO 55-A-PRO, DE FECHA 13-05-2003.



FORRETO BIENIENTE A LA EMPRESA
CERVEZA POLAR C.A.

que se encuentran agregados al Expediente N°.: 779
con fecha antes mencionada.....

C E R T I F I C A, Igualmente, que esta copia fotostática ha sido hecha en esta oficina por el(la) Ciudadano(a) ARMEN LUISA PEREZ, Con Cédula de Identidad N°: V-4.912.333, persona capaz, autorizado(a) por mi para hacerla y oírme, juntamente conmigo suscribe la presente certificación y cada una de sus páginas.



AUGUSTO CASADO
INPREABOGADO 16007

10-002000
C.C. 02.011.0392

República Bolivariana de Venezuela
Ministerio del Interior y Justicia
Distrito Metropolitano de Caracas
Oficina de Registro del Municipio
Capital

12-5-2003

Planilla de Presentación N° 207.568

Plazado para el día 12-5-2003

9
Oficina Pública Notaría del Municipio Libertador del Distrito Capital

17-5-2003

Ciudadano
REGISTRADOR MERCANTIL PRIMERO DE LA CIRCUNSCRIPCIÓN JUDICIAL
DEL DISTRITO CAPITAL Y ESTADO MIRANDA.

Su despacho.-

779

REGISTRO MERCANTIL PRIMERO
ESTADO MIRANDA
FIRMA

16825

10064020

Quien suscribe, Juan J. Ruiz García, de nacionalidad venezolana, mayor de edad, y titular de la Cédula de Identidad N° 6.229.908, en mi carácter de Presidente de CERVECERÍA POLAR, C.A. (anteriormente denominada Cervecería Polar Los Cortijos, C.A.), compañía domiciliada en la ciudad de Caracas e inscrita por ante el Registro Mercantil Primero de la Circunscripción Judicial del Distrito Federal y Estado Miranda en fecha 14 de marzo de 1941, bajo el No. 323, del Tomo 1, Expediente No. 779, debidamente autorizado por la Asamblea de Accionistas, por medio del presente participo a su digno despacho la celebración de la Asamblea General Extraordinaria de Accionistas de mi representada que tuvo lugar el 6 de mayo de 2003 donde se adoptó la siguiente resolución:

UNICO: Se acordó aprobar el proyecto de modificación del Artículo 1 del Documento Constitutivo con carácter de Estatutos, referente a la denominación social de la Compañía, el cual quedó redactado de la siguiente manera:

"1. La Compañía se denomina "CERVECERÍA POLAR, C.A.", y tiene su domicilio en la ciudad de Caracas, pero podrá crear y mantener oficinas, establecimientos o sucursales en cualesquiera otros lugares de Venezuela, que determine la Junta Directiva."

Acompaño a la presente participación, a los fines de que sea agregada en el expediente de la Compañía llevado por la Oficina de Registro a su digno cargo, copia certificada del Acta N° 125 de la Asamblea General Extraordinaria de Accionistas de mi representada celebrada en fecha 6 de mayo de 2003, en la cual se evidencia la resolución antes mencionada.

BUENO 16825
12-5-2003

FECHA: 12-5-2003

ESTADO MIRANDA
REGISTRO MERCANTIL PRIMERO

f.03
c.04
f.03

ATE. NILSON PINO.
J. 346495.

REGISTRO MERCANTIL PRIMERO

ACIONARIO: 779

FORMA: 13-5-2003

REPÚBLICA BOLIVARIANA DE VENEZUELA

500 Cientos Bolívares

SENIA

F-02-0836793

Nombre del solicitante

Número de identificación

Fecha:

Concepto:

REGISTRO MERCANTIL PRIMERO

REPÚBLICA DE VENEZUELA

20

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SOLV. IMP.

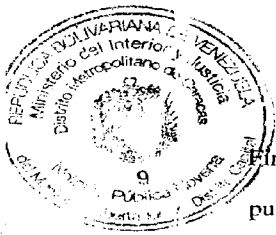
C. B.

CARTA B.

INV. 11-07 (2/1/03)

SIEX

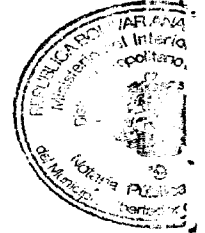
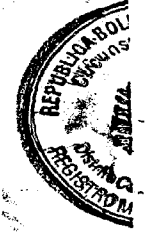
BALANCE



Finalmente ruego al ciudadano Registrador, se sirva ordenar la inscripción, registro y publicación de la presente participación a los fines legales consiguientes y me sean expedidas dos (2) copias certificadas de la misma y del auto que sobre ella recaiga.

En la ciudad de Caracas a la fecha de su presentación.

[Handwritten signature]



REPUBLICA BOLIVARIANA DE VENEZUELA. MINISTERIO DEL INTERIOR Y JUSTICIA
DISTRITO METROPOLITANO DE CARACAS. JULIA SCHLOETER DE RINCON,
PÚBLICA NOVENA DEL MUNICIPIO LIBERTADOR DEL DISTRITO CAPITAL, Caracas.

Doce (12) de Mayo del año dos mil tres (2003)
193° y 144°. El anterior documento redactado por el Abogado: **AUGUSTO CASADO**, Inscrito en el
Inpreabogado bajo el No: **16007**, fue presentado para su **AUTENTICACION** y devolución según
planilla No: **267568**, de fecha: **12-05-2003**.- Presente su Otorgante dijo llamarse: **JUAN RUIZ**
CASADO, mayor de edad, domiciliado en: **CARACAS**, de nacionalidad: **VENEZOLANA**, de estado
civil: **Casado**, titular de la Cédula de Identidad N°: **V-6.229.908**. Leído el
documento y confrontado con sus fotocopias, firmado en éstas y en el presente original, en
presencia de la Notario, el Otorgante, expuso: "**SU CONTENIDO ES CIERTO Y MIA LA FIRMA**
QUE APARECE AL PIE DEL INSTRUMENTO". La Notario hace constar que informó al otorgante
del contenido, naturaleza, trascendencia y consecuencias legales del acto otorgado en
conformidad con el Ordinal 2° del Art. 78 de la Ley de Registro y del Notariado, en tal virtud lo
declara Legalmente Autenticado en presencia de los testigos: **ROSSINA BERMUDEZ** y **JOSE**
LUIS RODRIGUEZ, titulares de las Cédulas de Identidad Nos: **V-10.350.097** y **V-6.359.519**,
respectivamente quedando anotado bajo el No: **60**, Tomo: **65** de los libros de Autenticaciones
llevados por ésta Notaría. La Notario que suscribe hace constar que tuvo a la vista los recaudos
señalados en el texto del documento.- Para el presente acto la Notaría se trasladó y constituyó en
la Sede de: **CENTRO EMPRESARIAL, PISO 4, LOS CORTIJOS DE LOURDES**, a las:
3:30 petición de parte interesada, realizado por: **JOSE LUIS RODRIGUEZ, C. I. No. V-**
6.359.519, Escribiente: **I**, Funcionario autorizado de conformidad con el Artículo 29 del Reglamento
de Notarías Públicas.

LA NOTARIO PÚBLICO.- *Julia Schloeter de Rincon*
NOTARIO PUBLICO NOVENO INTERINO.

EL OTORGANTE.-

Juan Ruiz Casado

LOS TESTIGOS.-

Rossina Bermudez

Jose Luis Rodriguez

FUNCIONARIO AUTORIZADO.-

[Signature]

REPUBLICA BOLIVARIANA DE VENEZUELA
SENIA
500
Quinientos Bolívars
Fecha: 02/05/2003
Número de identificación: 0200110786
Concepto: [Handwritten]

[Handwritten mark]



MINISTERIO DEL INTERIOR Y JUSTICIA REGISTRO MERCANTIL PRIMERO

DE LA CIRCUNSCRIPCIÓN JUDICIAL DEL DTTO. CAPITAL Y EDO. MIRANDA

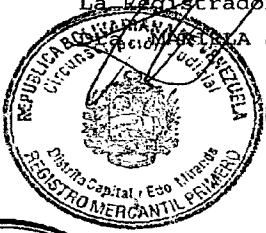


cas, ... Trece ... (13) ... De ... Mayo ... del Año 2003
 (13 y 14). Por presentada la anterior participación por su
 PRESENTANTE , para su inscripción en el Registro Mercantil, fijación y
 publicación. Hágase de conformidad y agreguese original al expediente de
 la Compañía junto con los recaudos acompañados. Expídase la copia de
 publicación. El anterior documento redactado por Dr., AUGUSTO CASADO , se
 inscribe en el Registro de Comercio bajo el N.: -15- TOMO -55-A- PRO..
 Derechos pagados Bs.71625.00 Según Planilla RM N°534732, Banco
 N°0200110342 Por Bs.:64020.00. La identificación se efectuó así: NILSON
 PINO, C.I: 3346495 - - -

[Handwritten signature]

La Registradora Mercantil Primera

ROSA J. FUENMAYOR T.



ESTA PAGINA PERTENECE A:
CERVECERIA POLAR, C.A

MOD/ 6/YUN

[Handwritten mark]

Quien suscribe hace constar que las anteriores reproducciones fotostáticas, constante de 3 folios, son copia fiel y exacta de las que corren insertas al expediente número 779 las cuales se expiden en Caracas en el día: 14 de AGOSTO del año 2003 según planilla RM N°: 124889



El Registrador Mercantil Primero
Abg. OSCAR R. BARRETO MORA



36

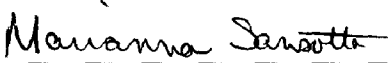
Registro Mercantil Primero
Los Timbres Fiscales por el monto de 2522,00 han sido cancelados mediante planilla F-16 N° 1872259 en fecha 14-08-2003 según Gaceta Oficial N° 36.882, de fecha: 1-2-2000.

CERTIFICATE OF MAILING BY EXPRESS MAIL

Label No.: ER 367965518 US

Date of Deposit: August 18, 2004

I hereby certify that the Recordation Form Cover Sheet dated August 18, 2004 with respect to a Change of Name filed on behalf of Cervecería Polar Los Cortijos, C.A, is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 15 U.S.C. 1126(e) on the date indicated above and is addressed to the Mail Stop Assignment Recordation Services, Director of the U.S. Patent & Trademark Office, P.O. Box 1450, Alexandria, VA 22313-1450.



Marianna Sansotta