

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	10/25/2004		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Campari - Crodo S.p.A.		10/25/2004	CORPORATION: ITALY
RECEIVING PARTY DATA			
Name:	Davide Campari - Milano S.p.A.		
Street Address:	Via Filippo Turati 27, 20121		
City:	Milano		
State/Country:	ITALY		
Entity Type:	CORPORATION: ITALY		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2348121	CYNAR	
CORRESPONDENCE DATA			
Fax Number:	(212)218-2200		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(212) 218-2267		
Email:	jgibson@fchs.com		
Correspondent Name:	James M. Gibson		
Address Line 1:	30 Rockefeller Plaza		
Address Line 4:	New York, NEW YORK 10112-3800		
DOMESTIC REPRESENTATIVE			
Name:	Fitzpatrick, Cella, Harper & Scinto		
Address Line 1:	30 Rockefeller Plaza		
Address Line 4:	New York, NEW YORK 10112-3800		
NAME OF SUBMITTER:	James M. Gibson		

CH \$40.00 2348121

Signature:

/JMG/

Date:

06/08/2005

Total Attachments: 5

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DECLARATION

I, Bruna Parola, of Corso Emilia 8, Turin, Italy, do hereby solemnly and sincerely declare that I am conversant with the Italian and English languages and that the following translation is a true translation of the attached document.

Torino,

A handwritten signature in black ink, appearing to read 'Bruna Parola', written over a horizontal line.

Bruna Parola

Registered at the Revenue Agency,
Milan 2 Office,
Deed registered under no. 101376, series 1
on 22/9/2004
Following payment of Euro 261.94

Item no. 57.877

Collection no. 8189

**DEED OF MERGER
REPUBLIC OF ITALY**

On the fourteenth of September in the year two thousand and four.

In Milan, in Via Filippo Turati 27,

before me, Dott. MARIA LUISA DONNINI, Notary Public resident in Milan, registered with the Notarial Guild of Milan

personally appeared

- Dott. STEFANO SACCARDI, born in Milan on 12 May 1959, domiciled for the purpose of office in Milan, Via Filippo Turati 27, director, in his capacity as Managing Director of the company

“DAVIDE CAMPARI-MILANO S.p.A.”

or, abbreviated to “D.C.M. S.p.A.”, “DCM S.p.A.”, or “Campari S.p.A.”, whose registered office is in Milan, Via Filippo Turati 27, CAP 20121, with fully paid-in share capital worth Euro 29,040,000.00 (twenty-nine million forty thousand/00), tax code, VAT registration and registration in Milan Register of Companies no. 06672120158 – R.E.A. of Milan no. 1112227, Italian nationality.

- Ing. FRANCO PERONI, born in Rome on 10 October 1966, director, domiciled for the purpose of office in Milan, Via Filippo Turati 27, director, in his capacity as Chairman and Managing Director of the company

“CAMPARI - CRODO S.p.A.”

or abbreviated to “C & C S.p.A.”, whose registered office is in Milan, Via Filippo Turati 27, CAP 20121, - with secondary offices in Crodo (VB), locality Molinetto, in Sulmona (AQ), Strada Statale 17, Km 96, Nucleo Industrializzazione Valle del Biferno, Agglomerato di Termoli, and in Novi Ligure (AL), Strada del Turchino - with fully paid-in share capital worth Euro 61,000,000.00 (sixty-one million/00), tax code and registration in the Milan Register of Companies no. 00889130159 – R.E.A. of Milan no. 156117, Italian nationality.

These are persons of whose identity I Notary am certain and they have declared that, jointly and with my consent, they waive the presence of witnesses to this deed.

The aforesaid appearing parties, in their stated capacities, affirm that

whereas

- the aforesaid companies, in the respective resolutions passed by the shareholders' meetings,
 - a) of “Campari – Crodo S.p.A.”, dated 19 April 2004, as recorded in the minutes of the same date, item no. 57.711/8105 under my hand and seal,
 - b) of “Davide Campari – Milano S.p.A.”, dated 29 April 2004, as recorded in the minutes of the same date, item no. 57.728/8109 under my hand and seal,

have resolved to merge through the incorporation of the former in the latter, on the basis of their respective financial statements at 31 December 2003, approved by the ordinary shareholders' meetings on the same date as the respective merger resolutions;

- the minutes including the merger resolutions, with all the documentation prescribed by law, were registered in the Milan Register of Companies, both dated 25 May 2004 (ref. No. 871117/1 of 27 April 2004 for “Campari – Crodo S.p.A.”, and ref. No. 109576/2 of 19 May 2004 for “Davide Campari – Milano S.p.A.”);
- no opposition has been lodged since the resolution mergers were registered, after the lapse of the deadline set by Article 2503 of the Civil Code, as stated in the certificates issued by the Clerk of Court's office at the Register of Companies held by the Court of Milan on 10 September 2004, an original copy of which is attached under A) and B);
- pursuant to the provisions of Article 2112 of the Civil Code (amended by Legislative Decree no.18 of 2 February 2001) the merging company has fulfilled the procedure specified by Article 47 of Law no. 428 of 1990;
- the anti-trust regulations set out in Law no.287 of 10 October 1990 are not applicable given that this is a merger through incorporation of companies within the same group;

this said

wishing to proceed now with the merger in the modalities and forms indicated in the Project, which is formulated identically for both companies taking part, registered in the Milan Register of Companies on 25 March 2004,
the said appearing parties

herein agree and stipulate as follows:

the company "DAVIDE CAMPARI-MILANO S.p.A." and the company "CAMPARI-CRODO S.p.A." hereby declare themselves merged through the incorporation of the latter in the former, based on their respective financial statements at 31 December 2003.

The merger results in the closure of the merged company "CAMPARI – CRODO S.p.A." and the annulment of all the shares forming its share capital, all of which belong to the merging company "DAVIDE CAMPARI-MILANO S.p.A.", which need therefore not increase its share capital nor proceed with consolidations of any kind.

The parties hereby acknowledged that, through the aforesaid merger resolution, the merging company has approved the new Articles of Incorporation, which comply to the regulations of Legislative Decree no.6 of 17 January 2003, using the text proposed in the Merger project and attached to the minutes with the merger resolution, lodged with the Milan Register of Companies on 25 May 2004 as item no. 109576/3.

In terms of the accounting effects, as indicated in Article 2501-ter no. 6) of the Civil Code, the merger shall come into force on 1 January of the year current at the date when the last registration resulting from this deed of merger is made, pursuant to Article 2504 of the Civil Code; the tax effects in terms of income tax shall also come into force on the same date, pursuant to Article 172 of Legislative Decree no. 344 of 12 December 2003.

On the contrary, in accordance with sub-section 2 of Article 2504-bis of the Civil Code, the parties now agree that the effects of the merger shall come into force from 1 October 2004 with regard to third parties.

The parties confirm that no special treatment will be given to particular types of shareholders, or any special advantage to the directors of the companies. As a result of the merger, the merging company "Davide Campari-Milano S.p.A." intends to take over all the assets and liabilities of the merged company, with full legal rights, assuming to its own advantage and to its own charge all rights, obligations, assets and liabilities of any kind, and also taking over all situations, also de facto, in the name of the merged company, even if these postdate the date of reference.

The merging company "Davide Campari-Milano S.p.A." therefore intends to take over all the real rights and credits, as in the applications for the recognition of the rights themselves; all concessions, licences and authorisations of any kind, including the applications still being prepared; all existing deposits, current accounts, bank guarantees and fidejussions; all participations, credits and guarantees; all contracts and agreements of any kind, and all obligations, commitments and passive burdens of any type; all rights, claims, shares and expectations forming part of the merged company "Campari-Crodo S.p.A.", with no exceptions whatsoever.

They also acknowledge that from the date when the merger becomes effective, pursuant Article 2504 of Civil Code, all corporate positions in the merged company will cease to exist, and a specific announcement will be made to this effect and sent to the persons concerned and to the administrative and tax offices involved; on the other hand, the existing employment relations with the employees of the merged company shall continue with the merging company, without prejudice to the seniority and qualifications of each employee.

The representatives of the two companies taking part in the merger hereby declare that the following properties are included in the assets of the merged company "Campari – Crodo S.p.A.":

- 1) REAL ESTATE: the land and buildings, both residential and industrial, as indicated in the list signed by the parties that is attached to this deed under letter C);
- 2) TRADEMARKS AND PATENTS: as shown in the list attached to this deed under the letter D);
- 3) CONCESSIONS: a photocopy of minutes no. 344 of the Regional Council of Piedmont dated 5 May 1995 is attached to this deed under the letter E), showing the renewal of the mineral water concession in the Municipality of Crodo (NO) held by the company "Terme di Crodo S.p.A.", hereinafter "Campari – Crodo S.p.A." in accordance with the minutes drawn up under my hand and seal on 29 September 1995, item no. 49.729/5854.

Those present declare and acknowledge that the list of the assets belonging to the merged company, as described in the aforesaid lists, are deemed to be indicative and that, in spite of possible omissions or inaccuracies in the list, all the assets and liabilities of any nature belonging to the merged company, dating from before and after the date of the merger resolution, shall be transferred to the merging company; the parties intend and wish that, irrespective of the inclusion of an explicit or implicit

reference, every object, claim or right held by the merged company must be deemed to be wholly included and forming part of the merger stipulated herein.

In their stated capacities, the parties present agree to appoint and irrevocably recognise the merging company as their special authorised representative, and its directors (or persons delegated by them) on its behalf, should any supplementary or rectifying deeds need to be stipulated, either in relation to the properties indicated in the attached lists or to any others that may be recognised as belonging to the merged company.

Lastly, the parties exempt me, Notary, from the need to read the attached schedules.

Having been requested, I Notary have received this deed typed by a trustworthy person and completed by hand, covering eight sides and this much of two sheets, which I have read in a clear voice to the parties present who have approved it, with exemption of reading the attached schedules following the express dispensation given by the said parties.

Signed on the original: Stefano Saccardi

Franco Peroni

MARIA LUISA DONNINI, Notary Public

Annex "D" Index No. 57.877/8189

Trademarks owned by Campari – Crodo S.p.A.

(omissis)

This is a certified copy of the original deed covering several sheets complete with the prescribed signatures in the margin of each sheet, registered among my deeds, with the omission of the schedules, with the express dispensation granted by the parties:

A-B certificates from the Court of Milan

C – list of properties

E – photocopy of Minutes of the Regional Council of Piedmont.

No stamp duty for authorised uses.

Milan, October 25, 2004

Signature (illegible)

Notary rubber stamp

Marchi di proprietà Campari - Crodo S.p.A.

Nazione	Parte Verbale	Parte Figurativa	Domanda N.	Reg. N.	Prossimo Rinnovo	Classi Int.	Status	Titolare Registrato	Rif. J&P
TURCHIA	CINZANO	RETTANGOLO ROSSO/BLU	984786	173764/98	03072008	33	Registrato	FRANCESCO CINZANO & C.I.A S.P.A., VIA FILIPPO TURATI 27, 20121 MILANO, ITA LIA	F901181
TURCHIA	CINZANO EXTRA DRY VERMOUTH	RETTANGOLO ROSSO/BLU, FOGLIE INTRECCiate, GRAPPOLI D'UVA	4194	105088	21022007	33	Registrato	FRANCESCO CINZANO & C.I.A S.P.A., VIA FILIPPO TURATI 27, 20121 MILANO, ITA LIA	F900092
TURKMINISTAN	CIN CIN	CINZANO IN CARATTERI CIRILLICI	1(2055)	1847	08042008	32 33	Registrato	FRANCESCO CINZANO & C.I.A S.P.A., VIA PRINCIPISSA FELICITA DI SAVOIA 8/12, 10131 TORINO, ITALY	F052985
TURKMINISTAN	CINZANO	RETTANGOLO ROSSO/BLU	3(1445)	5143	25092010	33	Registrato	FRANCESCO CINZANO & C.I.A S.P.A., VIA PRINCIPISSA FELICITA DI SAVOIA 8/12, 10131 TORINO, ITALY	F054253
TURKMINISTAN	CINZANO	RETTANGOLO ROSSO/BLU	1(2056)	1881	13042008	33	Registrato	FRANCESCO CINZANO & C.I.A S.P.A., VIA PRINCIPISSA FELICITA DI SAVOIA 8/12, 10131 TORINO, ITALY	F052984
TURKMINISTAN	CINZANO	RETTANGOLO ROSSO/BLU	1(2057)	1882	13042008	32 33	Registrato	FRANCESCO CINZANO & C.I.A S.P.A., VIA PRINCIPISSA FELICITA DI SAVOIA 8/12, 10131 TORINO, ITALY	F052986
TURKMINISTAN	CINZANO VERMOUTH FRANCESCO CINZANO E COMP. TORINO	RETTANGOLO, STEMMI, MEDAGLIE	1(2058)	1768	11052008	33	Registrato	FRANCESCO CINZANO & C.I.A S.P.A., VIA PRINCIPISSA FELICITA DI SAVOIA 8/12, 10131 TORINO, ITALY	F052987
TUVALU	CINZANO	RETTANGOLO ROSSO/BLU	724	724	24012008	32	Registrato	FRANCESCO CINZANO & C.I.A S.P.A., VIA ANTONIO GRAMSCI, 7, 10121 TOTTINO, ITALIA	F048652
TUVALU	CINZANO	RETTANGOLO ROSSO/BLU	723	723	24012008	33	Registrato	FRANCESCO CINZANO & C.I.A S.P.A., VIA ANTONIO GRAMSCI, 7, 10121 TORINO, ITA LY	F049868
TUVALU	CINZANO	RETTANGOLO ROSSO/BLU	725	725	28092005	33	Registrato	FRANCESCO CINZANO & C.I.A S.P.A., VIA ANTONIO GRAMSCI, 7, 10121 TORINO, ITALIA	F049645
U.S.A.	CRODINO	RETTANGOLO ROSSO/BLU	1145215	1145215	30122010	32	Registrato	CAMPARI - CRODO S.P.A., VIA FILIPPO TURATI 27, 20121 MILANO, ITALY	F061033
U.S.A.	CYNAR	RETTANGOLO ROSSO/BLU	1073757	1073757	20092007	33	Registrato	CAMPARI - CRODO S.P.A., VIA FILIPPO TURATI 27, 20121 MILANO, ITALY	F057145
U.S.A.	CYNAR	RETTANGOLO ROSSO/BLU	587130		18032014	33	Registrato	CAMPARI - CRODO S.P.A., VIA FILIPPO TURATI 27, 20121 MILANO, ITALIA	F061020
U.S.A.	CYNAR	CARCIOFO, SIGILLO, CORNICE	501897	2348121	09052010	33	Registrato	CAMPARI - CRODO S.P.A., VIA FILIPPO TURATI 27, 20121 MILANO, ITALY	F063304
U.S.A.	SAMBUCA SARTI	RETTANGOLO ROSSO/BLU	589800	1486977	18072008	33	Registrato	PEZZIOL B.V., SPAARNDAMSEWEG 120, HAARLEM, NETHERLANDS	F061030
U.S.A.	CIN	RETTANGOLO ROSSO/BLU	636929	639928	06112006	33	Registrato	MARQINT S.A., RUE DE LA COULOUVRENIERE 29, 1204 GENEVA, SWITZERLAND	F900044
U.S.A.	CIN CIN	RETTANGOLO ROSSO/BLU	683853	1507452	04102008	33	Registrato	MARQINT S.A., RUE DE LA COULOUVRENIERE 29, 1204 GENEVA, SWITZERLAND	F900045
U.S.A.	CINZANO	RETTANGOLO ROSSO/BLU	1849488	1849498	02072011	L18L24L25L28	Registrato	FRANCESCO CINZANO & C.I.A S.P.A., VIA FILIPPO TURATI 27, 20121 MILANO, ITALY	FD43030
U.S.A.	CINZANO	RETTANGOLO ROSSO/BLU	1058874	1058874	08022007	33	Registrato	MARQINT S.A., RUE DE LA COULOUVRENIERE 29, 1204 GENEVA, SWITZERLAND	F900046
U.S.A.	CINZANO	RETTANGOLO ROSSO/BLU	1648882	1648882	25062011	L18L24L25L28	Registrato	MARQINT S.A., RUE DE LA COULOUVRENIERE 29, 1204 GENEVA, SWITZERLAND	FD43027
U.S.A.	CINZANO	RETTANGOLO ROSSO/BLU	1084983	1084983	03052007	33	Registrato	FRANCESCO CINZANO & C.I.A S.P.A., VIA FILIPPO TURATI 27, 20121 MILANO, ITALY	F900047
U.S.A.	CINZANO	RETTANGOLO ROSSO/BLU	1084984	1084984	03052007	33	Registrato	MARQINT S.A., RUE DE LA COULOUVRENIERE 29, 1204 GENEVA, SWITZERLAND	F900048
U.S.A.	CINZANO DRY VERMOUTH	FOGLIE INTRECCiate, GRAPPOLI D'UVA	350165	350165	03052007	33	Registrato	MARQINT S.A., RUE DE LA COULOUVRENIERE 29, 1204 GENEVA, SWITZERLAND	F900049
U.S.A.	CINZANO EXTRA DRY VERMOUTH	RETTANGOLO ROSSO/BLU, FOGLIE INTRECCiate, GRAPPOLI D'UVA	1075848	1075848	18102007	33	Registrato	MARQINT S.A., RUE DE LA COULOUVRENIERE 29, 1204 GENEVA, SWITZERLAND	F900051
U.S.A.	CINZANO FRANCESCO CINZANO CASA FONDATA NEL 1757	RETTANGOLO ROSSO/BLU, MEDAGLIE, STEMMI, RAGGI, FIRMA (NUOVA VERSIONE)	425208	2835917	27042014	33	Registrato	MARQINT S.A., RUE DE LA COULOUVRENIERE 29, 1204 GENEVA, SWITZERLAND	F900049
U.S.A.	CINZANO	CINZANO IN CARATTERI CIRILLICI	6251	6251	02102006	32 33	Registrato	FRANCESCO CINZANO & C.I.A S.P.A., VIA FILIPPO TURATI 27, 20121 MILANO, ITALY	F084870
U.S.A.	CINZANO	CINZANO IN CARATTERI CIRILLICI	6251	6251	02102006	32 33	Registrato	FRANCESCO CINZANO & C.I.A S.P.A., VIA FILIPPO TURATI 27, 20121 MILANO, ITALY	FD42149

