TRADEMARK ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/31/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
COMPANHIA BRASILEIRA DE BEBIDAS		05/31/2005	CORPORATION: BRAZIL

RECEIVING PARTY DATA

Name:	COMPANHIA DE BEBIDAS DAS AMERICAS - AMBEV	
Street Address:	RUA DR. RENATO PAES DE BARROS, 1017, 4o. ANDAR	
City:	SAO PAULO	
State/Country:	BRAZIL	
Postal Code:	4530-0001	
Entity Type:	CORPORATION: BRAZIL	

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark	
Registration Number:	2802754	ANTARCTICA GUARANA THE BRAZILIAN ORIGINAL	
Registration Number:	2272294	ANTARCTICA	

CORRESPONDENCE DATA

Fax Number: (202)408-4400

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 202-408-4000

Email: docketing@finnegan.com

Correspondent Name: David M. Kelly

Address Line 1: 901 New York Avenue, N.W.

Address Line 4: Washington, DISTRICT OF COLUMBIA 20001-4413

ATTORNEY DOCKET NUMBER: 01952.0065

DOMESTIC REPRESENTATIVE

TRADEMARK
REEL: 003195 FRAME: 0306

900036155

Name: David M. Kelly Address Line 1: 901 New York Avenue, N.W. Address Line 4: Washington, DISTRICT OF COLUMBIA 20001-4413				
NAME OF SUBMITTER:	David M. Kelly			
Signature:	/David M. Kelly/			
Date:	11/16/2005			
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TRADEMARK REEL: 003195 FRAME: 0307





Mariana Erika Heynemann

Sworn Public Translator

English-Portuguese

Enrolled with the Board of Trade of the State of Rio de Janeiro under # 091

A.BPS Idiomas e Traduções Ltda.

Av. Passos, 115/814

Rio de Janeiro — Centro

Tel: 2213-2985/2213-2986 e 2213-2987 e-mail: abps@abpstraducoes.com.br

IN WITNESS WHEREOF, I set my hand and affix my Official Seal hereunto.

TRADUTORA PUBLICA E INTERPRETE COMERCIAL

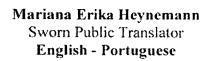
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Translation J2808/05

A . BPS Idiomas e Traduções

TRADEMARK
REEL: 003195 FRAME: 0308







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Tel: 2213-2986 e Fax: 2518-3817
e-mail: abps@abpstraducoes.com.br

Translation N° J2808/05 The document submitted for translation is the Minutes of the Ordinary General Meeting of Companhia Brasileira de Bebidas held on May 31, 2005. -----Docket: Commercial Registry of the State of São Paulo (JUCESP): 428818/05-5 [bar code] -----Companhia Brasileira de Bebidas Corporate Taxpayer's Register 60.522.000/0001-83 NIRE # 35.300.037.324 Minutes of the Ordinary General Meeting of Companhia Brasileira de Bebidas ("Company") held on May 31, 2005, drawn up as a summary: -----1. Date, time and local: on May 31, 2005, at 9 a.m., at Company's registered office at Av. Antarctica, nº 1891 (part), Fazenda Santa Úrsula, in the City of Jaguariúna, State of São 2. Call Notice: Call notice published in the Official Gazette of the State of São Paulo on May 19, 20 and 21, 2005, on pages 5, 22 and 15, respectively, and in the newspaper "O Estado de São Paulo", on May 19, 20 and 21, on pages B11, B7 and B12,

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Translation J2808/05

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TRADEMARK REEL: 003195 FRAME: 0309

ABPS Traduções





Mariana Erika Heynemann Sworn Public Translator English - Portuguese

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3. Attendance: Shareholders representing more than 99% of the
Company's voting capital, as evidenced by the signatures in the
"Shareholders' Attendance Book" and the member of the
Company's Board of Directors, Mr. Marcel Herrmann Telles
4. Presiding Board: Chairman: Mr. Marcel Herrmann Telles and
Secretary: William Fernando Bergamin Motti
5. Resolutions: Shareholders representing more than 99% of the
Company's voting capital attending the meeting have
unanimously approved the following resolutions:
5.1 Authorize the drawing up of the minutes to which this
Extraordinary General Meeting refers to under the form of a
summary, pursuant to the terms of the 1st paragraph of Section
130, Law 6,404/76
5.2 Approve, after being examined and discussed the Company's
Merger Protocol and Justification by its parent company
Companhia de Bebidas das Américas - AmBev, a public
company with registered office in the City of São Paulo, State of
São Paulo, at Rua Dr. Renato Paes de Barros, 1017, 4th floor
(part), conjuntos 41 e 42, Itaim Bibi, enrolled with the Corporate
Taxpayers' Register of the Ministry of Finance (CNPJ/MF)
under number 02:808.708/0001-07 ("AmBev"), entered into on
May 9, 2005 by and between the management of both companies

ABPS Traduções





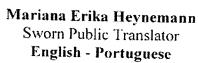
Mariana Erika Heynemann Sworn Public Translator **English - Portuguese**

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("Protocol and Justification") without any amendment or erasure.
The Protocol and Justification, duly certified by the Board, is
attached hereto as Annex I and shall be filed at the Company's
registered office
5.3 Authorize the Company's officers to do all acts required for
the implementation and to formalize the merger operations
mentioned in item 5.2 hereinbefore, including the subscribtion of
the capital stock increase of AmBev to be performed due to the
said merger
6. Approval and Termination. As there was no other matter to
discuss, the minutes herein was drawn up, and after being read, it
was approved and signed by the members of the Presiding Board
and by the shareholders representing the majority required for the
resolutions passed at this Meeting
São Paulo, May 31, 2005
[Signature], William Fernando Bergamin Motti, Secretary
[Stamp]: Secretariat of Justice and Citizenship's Defense.
JUCESP -Commercial Registry of the State of São Paulo. 1
certify the register under number 159.856/05-0. [Signature],
[illegible], General Secretary.
13th Notary Office. Certification. This is a true and correct copy
of the original submitted by the party. June 8, 2005. [stamp]
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Rio de Janeir	ro, August 25	th, 2005		**
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RECORDED: 11/16/2005