

11-02-2005



RECORD,
TRADEMARKS OFFICE

103112242

10-31-05

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):

KALAMAZOO BREWING CO., INC.

- Individual(s)
- General Partnership
- Corporation- State: MICHIGAN
- Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: BELL'S BREWERY, INC.

Internal

Address: _____

Street Address: 8938 Krum Avenue

City: Galesburg

State: Michigan

Country: USA Zip: 49053

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship Michigan
- 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)

3. Nature of conveyance (Execution Date(s) :

Execution Date(s) August 7, 2005

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

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

A. Trademark Application No. (s)
76593153 (OBERON) 76621787 (EXPEDITION)
76638946 (INSPIRED BREWING)

B. Trademark Registration No. (s)
1925758 (THIRD COAST) 2749090 (BELL'S and Design)
2963844 (TWO HEARTED ALE)

Additional sheet(s) attached? Yes No

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

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

Name: HUESCHEN & SAGE PLLC

Internal Address: Seventh Floor, Kalamazoo Building

Street Address: 107 West Michigan Avenue

City: Kalamazoo

State: Michigan Zip: 49007

Phone Number: 269-382-0030

Fax Number: 269-382-2030

Email Address: _____

6. Total number of applications and registrations involved:

6

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 165.00

- 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 083220
Authorized User Name G. Patrick SAGE

RECORDS SECTION
OCT 31 AM 8:43

9. Signature:

G. Patrick Sage
Signature

27 October 2005
Date

G. PATRICK SAGE
Name of Person Signing

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

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

11/01/2005 ECOOPER 00000032 76593153

01 FC:8521
02 FC:8522

40.00 DP
125.00 DP

BCS/CQ-515 (Rev. 12/03)

COMPLETE ONLY ONE OF THE FOLLOWING:

4. (For amendments adopted by unanimous consent of incorporators before the first meeting of the board of directors or trustees.)

The foregoing amendment to the Articles of Incorporation was duly adopted on the _____ day of _____, in accordance with the provisions of the Act by the unanimous consent of the incorporator(s) before the first meeting of the Board of Directors or Trustees.

Signed this _____ day of _____

_____ (Signature)	_____ (Signature)
_____ (Type or Print Name)	_____ (Type or Print Name)
_____ (Signature)	_____ (Signature)
_____ (Type or Print Name)	_____ (Type or Print Name)

5. (For profit and nonprofit corporations whose Articles state the corporation is organized on a stock or on a membership basis.)

The foregoing amendment to the Articles of Incorporation was duly adopted on the _____ 5th day of August, 2005, by the shareholders if a profit corporation, or by the shareholders or members if a nonprofit corporation (check one of the following)

- at a meeting the necessary votes were cast in favor of the amendment.
- by written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act if a nonprofit corporation, or Section 407(1) of the Act if a profit corporation. Written notice to shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)
- by written consent of all the shareholders or members entitled to vote in accordance with section 407(3) of the Act if a nonprofit corporation, or Section 407(2) of the Act if a profit corporation.
- by consents given by electronic transmission in accordance with Section 407(3) if a profit corporation.
- by the board of a profit corporation pursuant to section 611(2).

Profit Corporations and Professional Service Corporations

Signed this 7th day of August, 2005

By Larry J. Bell
(Signature of an authorized officer or agent)

Larry J. Bell, President

(Type or Print Name)

Nonprofit Corporations

Signed this _____ day of _____

By _____
(Signature President, Vice-President, Chairperson or Vice-Chairperson)

(Type or Print Name)

Michigan Department of Labor & Economic Growth

Filing Endorsement

This is to Certify that the CERTIFICATE OF AMENDMENT - CORPORATION

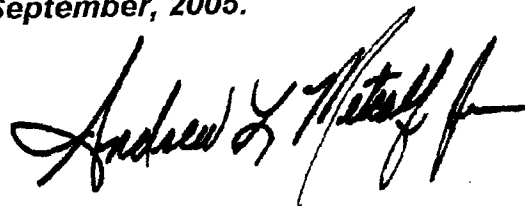
for

BELL'S BREWERY, INC.

ID NUMBER: 144082

received by facsimile transmission on September 20, 2005 is hereby endorsed filed on September 21, 2005 by the Administrator. The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 21st day of September, 2005.



, Director

Bureau of Commercial Services



Sent by Facsimile Transmission 05264

**TRADEMARK
REEL: 003244 FRAME: 0613**

809/CD-515 (Rev. 12/03)

MICHIGAN DEPARTMENT OF LABOR & ECONOMIC GROWTH BUREAU OF COMMERCIAL SERVICES	
Date Received	(FOR BUREAU USE ONLY)
	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.
Name Lake, Stover & Schau PLC	
Address 141 East Michigan Avenue, Suite 600	
City Kalamazoo, MI 49007	State MI ZIP Code 49007
EFFECTIVE DATE:	

Document will be returned to the name and address you enter above. If left blank document will be mailed to the registered office.

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

For use by Domestic Profit and Nonprofit Corporations
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The present name of the corporation is:	THE KALAMAZOO BREWING CO., INC.
2. The identification number assigned by the Bureau is:	144-082

3. Article 1 of the Articles of Incorporation is hereby amended to read as follows:

The name of the corporation is Bell's Brewery, Inc.

09/19/2005 04:27PM