

Form PTO 1594 (Rev 07/05)  
 Attorney Docket: DEN652US01 (3)

U.S. Department of Commerce  
 U.S. Patent and Trademark Office

**RECORDATION FORM COVER SHEET  
 TRADEMARKS ONLY**

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

<p><b>1. Name of Conveying Party(ies):</b>                  Fronsac Investment S.A.   <input type="checkbox"/> Individual(s)      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership      <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State  <input type="checkbox"/> Other _____                   Citizenship (see guidelines) <u>Luxembourg</u>                  Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p><b>2. Name and Address of Receiving Party(ies):</b>                  Additional names(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                  Name: Upcoming TM S.A.                  Address: 29, avenue Monterey                  City: Luxembourg                  State: _____                  Country: Luxembourg Zip: L-2163  <input type="checkbox"/> Association, Citizenship _____  <input type="checkbox"/> General Partnership, Citizenship _____  <input type="checkbox"/> Limited Partnership, Citizenship _____  <input checked="" type="checkbox"/> Corporation, Citizenship <u>Luxembourg</u>  <input type="checkbox"/> Other, Citizenship _____                  If assignee is not domiciled in the United States, a domestic representative designation is attached: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No                  (Designations must be a separate document from assignment)</p>
<p><b>3. Nature of Conveyance/Execution Date(s):</b>                  Execution Date: <u>December 30, 2005</u>   <input checked="" type="checkbox"/> Assignment      <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement      <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p>	

**4. Application Number(s) or Registration Number(s) and Identification or Description of the Trademark:**  
 A. Trademark Application Number(s): \_\_\_\_\_ B. Trademark Registration Number(s): \_\_\_\_\_  
 \_\_\_\_\_ See Attached List of 7 Trademarks \_\_\_\_\_  
 \_\_\_\_\_ Additional sheet(s) attached?  Yes  No  
 C. Identification or Description of Trademark(s) (and Filing Date if Applicable or Registration Number if unknown):  
 See attached list of 7 trademark registrations

<p><b>5. Name &amp; Address of Party to Whom Correspondence Concerning Document Should Be Mailed:</b>                  Name: Thomas S. Baker, Jr.                  Address: Thomas S. Baker, Jr., Attorney at Law, LLC.                  1371 West 3<sup>rd</sup> Avenue                  City: Columbus                  State: Ohio Zip: 43212                  Phone Number: (614) 488-2202                  Fax Number: (614) 488-2232                  Email Address:</p>	<p><b>6. Total Number of Applications and Registrations Involved:</b> 7  <b>7. Total Fee (37 CFR 2.6(b)(6) &amp; 3.41):</b> \$190.00  <input type="checkbox"/> Authorized to be Charged to by Credit Card  <input checked="" type="checkbox"/> Authorized to be Charged to Deposit Account  <input type="checkbox"/> Enclosed  <b>8. Payment Information</b>                  A. Credit Card: Last 4 Numbers _____ Expiration Date _____                  B. Deposit Account Number: <u>020413</u>                  Authorized User Name: <u>Thomas S. Baker, Jr.</u></p>
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**9. Signature:**  
Thomas S. Baker, Jr.  
 Name of Person Signing *[Signature]* Signature 10/1/05 Date

Total number of pages including cover sheet, attachments and documents: \_\_\_\_\_  
 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

CH \$190.00 020413 75838842

**Trademarks to be transferred to UPCOMING TM S.A.**

Country	Trademark	Registered Owner	Class	Appl. No.	Reg. No.	TM Status
USA	KILLAH (disegno di ragazza)	UPCOMING TM S.A.	25	75-838842	2584309	Not yet filed
USA	KILLAH (disegno di ragazza)	UPCOMING TM S.A.	25	SN75-838841	2454128	Registered
USA	KILLAH + asso	UPCOMING TM S.A.	25	SN75-601468	2574094	Registered
USA	KILLAH BABE +asso	UPCOMING TM S.A.	18	76/122886	2589662	Registered
USA	KILLAH BABE +asso	UPCOMING TM S.A.	25	SN75-861467	2500928	Registered
USA	KILLAH BABE +asso	UPCOMING TM S.A.	25	75-861468	2440528	Registered
USA	SIXTY BY SIXTY	UPCOMING TM S.A.	25	74/348657	1870600	Registered

**DECLARATION**

I, the undersigned, J. SECKLER, notary, having its place of business  
~~Luxembourg~~, in JUNZIGMSTER, S.D. of LUXEMBOURG

certify that according to the Commercial Register of Luxembourg Fronsac Investment S.A.,  
29 avenue Monterrey, 2163 Luxembourg, Grand-Duchy of Luxembourg, owner of the  
trademark(s) listed on the attached in **United States of America**:


has been split into four new companies on December 30, 2005, namely:

- The joint stock company Fronsac TM S.A., having its seat at 29 avenue Monterrey,  
2163 Luxembourg, Grand-Duchy of Luxembourg
- The joint stock company Usted RE S.A., having its seat at 29 avenue Monterrey, 2163  
Luxembourg, Grand-Duchy of Luxembourg
- The joint stock company Fronsac SW S.A., having its seat at 29 avenue Monterrey,  
2163 Luxembourg, Grand-Duchy of Luxembourg
- The joint stock company Upcoming TM S.A., having its seat at 29 avenue Monterrey,  
2163 Luxembourg, Grand-Duchy of Luxembourg

*In accordance with the Act of Fission, the trademark portfolio of Fronsac Investment S.A. is  
divided among the succeeding companies as per the attached listing.*

*In testimony thereof, I put my stamp this 28.04.2006*

*Signature of the notary*



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USA	KILLAH BABE +asso	UPCOMING TM S.A.	25	SN75-861467	2500928	Registered
USA	KILLAH BABE +asso	UPCOMING TM S.A.	25	75-861468	2440528	Registered
USA	SIXTY BY SIXTY	UPCOMING TM S.A.	25	74/348657	1870600	Registered

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In re Trademark

Mark: KILLAH, KILLAH, KILLAH, KILLAH BABE, KILLAH BABE, KILLAH BABE  
SIXTY BY SIXTY

Registrations: 2,584,309; 2,454,128; 2,574,094; 2,589,662; 2,500,928  
2,440,528; 1,870,600

Applicant: Upcoming TM S.A., 29 avenue Monterey, 2163 Luxembourg, Grand-Duchy of Luxembourg

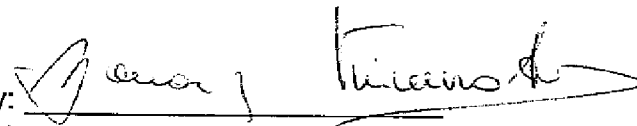
**APPOINTMENT OF DOMESTIC REPRESENTATIVE**

Thomas S. Baker, Jr., Attorney at Law, Registration Number 25,662, whose postal address is 1371 West 3<sup>rd</sup> Avenue, Columbus, Ohio 43212, U.S.A., Phone: 614/488-2202; Fax: 614/488-2232, is hereby designated Applicant's domestic representative upon whom notice of process in proceedings affecting the mark may be served and to receive the Certificate of Registration and to record assignment, change of name, address, merger or similar changes.

Date:

May 10, 2006

By:



Title:

DIRECTOR DIRECTOR