

03-23-2007

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2007)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office



103386593

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

3-202-5

1. Name of conveying party(ies):

Tequila Herradura, S.A. De C.V.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation- State: Corporation of Mexico
- Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

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

Execution Date(s) January 18, 2007

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Brown-Forman Corporation

Internal _____

Address: _____

Street Address: 850 Dixie Highway

City: Louisville

State: Kentucky

Country: USA Zip: 40210

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship Delaware
- 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)
78/816,035... Please see Attached Schedule A

B. Trademark Registration No.(s)
3,023,236... Please see attached Schedule B

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):
HERRADURA (Filed on 16 February 2006)... Please refer to Attached Schedule A
TIERRA MOJADA... Please refer to attached Schedule B

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

Name: Stephen G. Janoski

Internal Address: Roylance, Abrams, Berdo & Goodman, LLP
Suite 600

Street Address: 1300 19th Street, N.W.

City: Washington

State: D.C. Zip: 20036

Phone Number: (202) 659-9076

Fax Number: (202) 659-9344

Email Address: sjanoski@roylance.com

6. Total number of applications and registrations involved:

25

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

- 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

February 27, 2007
Date

Stephen G. Janoski

Name of Person Signing

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

5

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

*** Please see attached Document ID No.: 103377479

TRADEMARK
REEL: 003511 FRAME: 0958

SCHEDULE A

<u>COUNTRY</u>	<u>MARK</u>	<u>APPLICATION NO.</u>
UNITED STATES	HERRADURA	78/816,035
UNITED STATES	SAN JOSE DEL REFUGIO	78/850,283
UNITED STATES	SAN JOSE DEL REFUGIO	78/850,294
UNITED STATES	HERRADURA	78/814,633
UNITED STATES	EL JIMADOR	78/816,036
UNITED STATES	EL JIMADOR	78/814,637
UNITED STATES	NEW MIX EL JIMADOR	76/629,462
UNITED STATES	HERRADURA ANTIGUO	78/836,678
UNITED STATES	HERRAJE	78/808,622
UNITED STATES	BRONCO	78/677,799
UNITED STATES	COYOTE	78/676,102
UNITED STATES	CITRICA	78/658,718
UNITED STATES	ANIMO	78/658,715
UNITED STATES	HERRADURA THE FINEST TEQUILA IN THE WORLD.	78/558,950
UNITED STATES	CINCO DE MAYO	76/580,720

SCHEDULE B

<u>COUNTRY</u>	<u>MARK</u>	<u>REGISTRATION NO.</u>
UNITED STATES	TIERRA MOJADA	3,023,236
UNITED STATES	SELECCION SUPREMA LIMITED EDITION TEQUELA AÑEJO 100% DE AGAVE	2,878,149
UNITED STATES	HERRADURA ANTIGUO	2,340,547
UNITED STATES	NEW MIX	2,786,695
UNITED STATES	HACIENDA DEL CRISTERO TEQUILA	2,543,677
UNITED STATES	HACIENDA DEL CRISTERO	2,587,030
UNITED STATES	EL JIMADOR	2,198,430
UNITED STATES	HERRADURA NATURAL TEQUILA IMPORTED	1,208,838
UNITED STATES	TEQUILA HERRADURA DESDE 1870	1,852,438
UNITED STATES	5 DE MAYO	2,492,901

ASSIGNMENT

WHEREAS, Tequila Herradura, S.A. De C.V., a company and/or corporation of Mexico, with its principal address at Col. Mexicaltzingo, Comercio No. 172-1, Guadalajara, Mexico 44180, (hereinafter the "Assignor"), is the owner of all right, title and interest in and to the trademarks and/or service marks, including the corresponding applications and/or registrations thereof, listed in Schedules A and B hereto (hereinafter the "Marks"); and

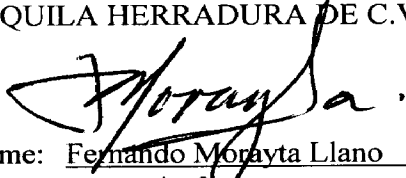
WHEREAS, Brown-Forman Corporation, a Delaware corporation with its principal address at 850 Dixie Highway, Louisville, Kentucky 40210, United States of America (hereinafter the "Assignee"), desires to acquire all right, title and interest in and to the Marks; and

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns, and transfers to Assignee, effective as of the date January 18, 2007, all right, title and interest in and to the Marks, together with the goodwill of the business symbolized thereby and/or associated therewith, and this assignment which includes Marks that are the subjects of applications under §1(b) of the U.S. Trademark Act, 15 U.S.C. Section 1051(b), for which Statements of Use have not yet been filed in the U.S. Patent and Trademark Office, is to a successor to the business of the Assignor or to a successor to the segment and/or portion of the Assignor's business to which any such Marks that are the subjects of applications under §1(b) of the U.S. Trademark Act, 15 U.S.C. Section 1051(b), specifically pertain.

IN WITNESS WHEREOF, the parties have caused this Assignment to be executed by duly authorized officers and effective the day and year above stated.

ASSIGNOR

TEQUILA HERRADURA DE C.V.



Name: Fernando Morayta Llano

Title: Attorney-in-fact

Signed

This 18 day of January, 2007.

ASSIGNEE

BROWN-FORMAN CORPORATION



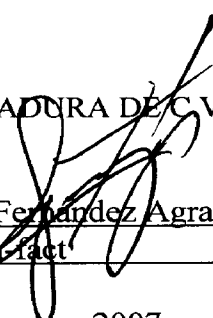
Name: Donald Crowley Berg

Title: Attorney-in-fact

Signed

This 18 day of January, 2007.

TEQUILA HERRADURA DE C.V.



Name: Eduardo Fernandez Agraz Hernandez Davila

Title: Attorney-in-fact

Signed

This 18 day of January, 2007.

TRADEMARK