

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/17/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Pittsburgh Brewing Company		09/17/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Iron City Brewing, LLC
Street Address:	3340 Liberty Avenue
City:	Pittsburgh
State/Country:	PENNSYLVANIA
Postal Code:	15201
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 27

Property Type	Number	Word Mark
Registration Number:	0582833	IRON CITY
Registration Number:	0643376	AMERICAN
Registration Number:	1358351	I.C. LIGHT
Registration Number:	1416875	OLD FROTHINGSLOSH
Registration Number:	1421367	IRON CITY DARK
Registration Number:	1441389	MUSTANG
Registration Number:	1451189	MUSTANG MALT LIQUOR
Registration Number:	1482628	AMERICAN LIGHT MADE IN THE USA
Registration Number:	1799580	J.J. WAINWRIGHT'S
Registration Number:	1809461	IRON CITY
Registration Number:	1811001	PITTSBURGH BREWING CO.
Registration Number:	1920059	AMERICAN MADE IN THE USA
Registration Number:	2091023	IRON CITY BEER PITTSBURGH BREWING CO.

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Registration Number:	2094751	OLD GERMAN
Registration Number:	2211888	
Registration Number:	2204537	I.C. LIGHT TWIST
Registration Number:	2206232	I-C-LIGHT
Registration Number:	2128307	AMERICAN LIGHT
Registration Number:	2478537	AUGUSTINER
Registration Number:	2575139	IRON CITY BEER
Registration Number:	2947803	IRON CITY BEER
Registration Number:	2965003	IRON CITY BEER PITTSBURGH BREWING CO. SINCE 1861
Registration Number:	2966482	IRON CITY BEER
Registration Number:	0503629	FALLS CITY
Registration Number:	0600470	STERLING
Registration Number:	1710305	DRUMMOND BROS.
Registration Number:	1746548	THE EAGLE PREMIUM

CORRESPONDENCE DATA

Fax Number: (312)609-5005
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (312) 609-7838
Email: podonoghue@vedderprice.com
Correspondent Name: Patricia O'Donoghue, Vedder Price
Address Line 1: 222 North LaSalle Street
Address Line 2: Suite 2500
Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:	27804.00.0045
NAME OF SUBMITTER:	Patricia O'Donoghue
Signature:	/Patricia O'Donoghue/
Date:	11/16/2007

Total Attachments: 7
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AGREEMENT AND PLAN OF MERGER

of

PITTSBURGH BREWING COMPANY,
a Delaware corporation

with and into

IRON CITY BREWING, LLC,
a Delaware limited liability company

September 17, 2007

THIS AGREEMENT AND PLAN OF MERGER (the "*Agreement*"), is entered into by and among Pittsburgh Brewing Company, a Delaware corporation ("*Pittsburgh*") and Iron City Brewing, LLC, a Delaware limited liability company ("*Iron City*").

RECITALS

WHI REAS, pursuant to the Second Amended Joint Plan of Reorganization filed May 1, 2007 (the "*Second Amended Plan*") and the United States Bankruptcy Court's Order Confirming Second Amended Joint Plan of Reorganization of Pittsburgh and Keystone Brewers Holding Company, a Delaware corporation entered June 1, 2007 (the "*Confirmation Order*"), Pittsburgh shall be merged with and into Iron City;

WHI REAS, pursuant to the Confirmation Order, the Plan Proponents (as defined therein), including Pittsburgh, are hereby authorized, directed, and empowered to take all actions necessary or appropriate to implement the Second Amended Plan in accordance with its terms, including, without limitation, to enter into, implement, consummate, execute, and/or deliver the contracts, instruments, and other agreements or documents contemplated therein, consistent with the terms of this Confirmation Order and the Second Amended Plan;

WHI REAS, Pittsburgh Brewing Acquisition, LLC ("*PBA*") is the sole member of Iron City;

WHI REAS, PBA desires to merge Pittsburgh with and into Iron City; and

WHI REAS, PBA and Pittsburgh desire to consummate the business combination transaction provided for herein in which Pittsburgh will merge with and into Iron City (the "*Merger*"), with Iron City surviving the Merger, on the terms and subject to the conditions set forth in this Agreement.

AGREEMENT OF MERGER

NOW, THEREFORE, in consideration of the premises and of the mutual covenants contained herein, the parties hereby agree as follows:

ARTICLE I - DEFINITIONS

Capitalized terms used in this Agreement are used as defined in this Article I or elsewhere in this Agreement.

"*Closing*" has the meaning set forth in Section 2.03.

“*Closing Date*” has the meaning set forth in Section 2.03.

“*Delaware Law*” means the General Corporation Law and the Limited Liability Company Act of the State of Delaware.

“*Effective Time*” has the meaning set forth in Section 2.04.

“*Pittsburgh Shares*” means any shares of stock in Pittsburgh.

“*Iron City Membership Interest*” means any interest as a member in Iron City.

ARTICLE II - THE MERGER

2.01 *Approval.*

(a) The Second Amended Plan and the Confirmation Order provide that Pittsburgh shall be merged with and into Iron City.

(b) PBA, the sole member of Iron City, approved the Merger by written consent on September 11, 2007.

2.02 *The Merger.* Upon the terms and subject to the conditions set forth in this Agreement, Pittsburgh shall be merged with and into Iron City at the Effective Time of the Merger. Following the Merger, the separate existence of Pittsburgh shall cease, and Iron City shall continue as the surviving entity and shall succeed to and assume all the rights and obligations of Pittsburgh in accordance with Delaware Law. Iron City, the surviving entity, will be responsible for, and obligated to pay, all applicable Delaware taxes and/or any related fees of Pittsburgh if the same are not timely paid.

2.03 *Closing.* The Closing of the Merger (the “*Closing*”) will take place at Iron City’s principal office on September 18, 2007 (the date of the Closing being referred to herein as the “*Closing Date*”). At the Closing, (i) the Certificate of Merger shall be executed and acknowledged by the President of Pittsburgh, (ii) the Certificate of Merger shall be executed and acknowledged by PBA as the sole member of Iron City and (iii) the parties shall take such further action as is required to consummate the transactions described in this Agreement and the Certificate of Merger.

2.04 *Effective Time.* On September 18, 2007, the parties shall file the Certificate of Merger with the Delaware Secretary of State, executed in accordance with the relevant provisions of Delaware Law, as applicable, and shall make all other filings or recordings required under the provisions of Delaware Law. The Merger will be effective upon filing (the “*Effective Time*” of the Merger).

2.05 *Effects of the Merger.* The Merger shall have the effects set forth in the provisions of Delaware Law.

2.06 *Certificate of Formation and Company Agreement.*

(a) The Certificate of Formation of Iron City, as in effect at the Effective Time of the Merger, shall be the Certificate of Formation of Iron City, the surviving entity, until thereafter changed or amended as provided therein or by applicable law.

(b) The Limited Liability Company Agreement of Iron City, as in effect at the Effective Time of the Merger, shall be the Limited Liability Company Agreement of Iron City, the surviving entity, until thereafter changed or amended as provided therein or by applicable law.


2.07 *Copy of the Agreement.* An executed copy of this Agreement will be kept on file at the offices of Iron City, the surviving entity. A copy of the Agreement will be furnished by Iron City, on written request and without cost, to any member of Iron City (or former stockholder of Pittsburgh) and to any creditor or obligee of Pittsburgh at the time of the Merger if such obligation is then outstanding.

ARTICLE III - EFFECT OF MERGER ON CORPORATE SHARES

3.01 *Cancellation of Pittsburgh Shares.* As of the Effective Time of the Merger, by virtue of the Merger and without any action on the part of Iron City or the holder of any Pittsburgh Shares, the issued and outstanding Pittsburgh Shares shall no longer be outstanding and shall automatically be canceled and retired and shall cease to exist, and the holder of such Pittsburgh Shares shall cease to have any rights with respect thereto, and no Iron City Membership Interest or other consideration shall be delivered in exchange therefor.


IN WITNESS WHEREOF, the undersigned entities have executed this Agreement on the date set forth above.

PITTSBURGH BREWING COMPANY,
a Delaware corporation

By: 
Name: Joseph Piccinelli
Title: President

IRON CITY BREWING, LLC,
a Delaware limited liability company

By: Pittsburgh Brewing Acquisition, LLC
a Delaware limited liability company,
its sole member

By: 
Name: Timothy Hickman
Title: President

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"PITTSBURGH BREWING COMPANY", A DELAWARE CORPORATION,
WITH AND INTO "IRON CITY BREWING, LLC" UNDER THE NAME OF
"IRON CITY BREWING, LLC", A LIMITED LIABILITY COMPANY ORGANIZED
AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS
RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF
SEPTEMBER, A.D. 2007, AT 1:40 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
KENT COUNTY RECORDER OF DEEDS.

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0710.6068



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6007759

DATE: 09-18-07

TRADEMARK
REEL: 003662 FRAME: 0414

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC CORPORATION INTO
DOMESTIC LIMITED LIABILITY COMPANY**

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law and Title 6, Section 18-209 of the Limited Liability Company Act, the undersigned limited liability company executed the following Certificate of Merger:

FIRST: The name of the surviving limited liability company is Iron City Brewing, LLC and the name of the corporation being merged into this surviving limited liability company is Pittsburgh Brewing Company.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the surviving limited liability company and the merging corporation.


THIRD: The name of the surviving limited liability company is Iron City Brewing, LLC.

FOURTH: The merger is to become effective on September 18, 2007.

FIFTH: The Agreement of Merger is on file at Two Greenwich Office Park, Greenwich, Connecticut 06831, the place of business of the surviving limited liability company.

SIXTH: A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of any constituent limited liability company or stockholder of any constituent corporation.

IN WITNESS WHEREOF, said limited liability company has caused this certificate to be signed by an authorized person, the 17th day of September, A.D., 2007.

By: 
Authorized Person

Name: Timothy Hickman
Print or Type

Title: President of the Sole Member of Iron City Brewing, L.L.C.