

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		CHANGE OF NAME	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Entrada Inc.		12/31/2005	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Global Beverage Group Ltd.		
Street Address:	919 North Market Street, Suite 600		
City:	Wilmington		
State/Country:	DELAWARE		
Postal Code:	19801		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2157777	D DISTRIBUTION INFORMATION SYSTEMS CORP.	
CORRESPONDENCE DATA			
Fax Number:	(651)736-3783		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	651-736-6989		
Email:	trademarks@mmm.com		
Correspondent Name:	James F. Voegeli		
Address Line 1:	3M Center, 2501 Hudson Road		
Address Line 2:	Bldg. 220-9E-01		
Address Line 4:	St. Paul, MINNESOTA 55144		
ATTORNEY DOCKET NUMBER:	36290		
NAME OF SUBMITTER:	James F. Voegeli		
Signature:	/James F. Voegeli/		
Date:	11/26/2007		

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**Total Attachments: 6**

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# 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 AGREEMENT OF MERGER, WHICH MERGES:

"APPLICATION DESIGN ASSOCIATES, INC.", A DELAWARE CORPORATION,

"BEVERAGE SOLUTIONS, INC.", A CALIFORNIA CORPORATION,

"DIGATEX, INC.", A VERMONT CORPORATION,

"DISTRIBUTION INFORMATION SYSTEMS CORP.", A NORTH CAROLINA CORPORATION,

"GLOBAL FOOD GROUP, INC.", A DELAWARE CORPORATION,

"INFORMED BEVERAGE MANAGEMENT, INC.", A NORTH CAROLINA CORPORATION,

"INTELLIGENT COMPUTER SYSTEMS, INC.", A PENNSYLVANIA CORPORATION,

WITH AND INTO "ENTRADA INC." UNDER THE NAME OF "GLOBAL BEVERAGE GROUP LTD.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2005, AT 8:54 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF

3649355 8100M

061178118



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5302464

DATE: 12-21-06

TRADEMARK  
REEL: 003666 FRAME: 0594

# Delaware

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*The First State*

THE AFORESAID CERTIFICATE OF AGREEMENT OF MERGER IS THE  
THIRTY-FIRST DAY OF DECEMBER, A.D. 2005, AT 11:59 O'CLOCK P.M.

3649355 8100M

061178118



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5302464

DATE: 12-21-06

TRADEMARK  
REEL: 003666 FRAME: 0595

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 08:54 AM 12/29/2005  
FILED 08:54 AM 12/29/2005  
SRV 051069722 - 3649355 FILE

**AGREEMENT AND PLAN OF MERGER  
OF  
DISTRIBUTION INFORMATION SYSTEMS CORP.,  
INFORMED BEVERAGE MANAGEMENT, INC.,  
BEVERAGE SOLUTIONS, INC.,  
DIGATEX, INC.,  
INTELLIGENT COMPUTER SYSTEMS, INC.,  
GLOBAL FOOD GROUP, INC., AND  
APPLICATION DESIGN ASSOCIATES, INC.  
INTO  
ENTRADA INC.**

This Agreement and Plan of Merger ("Plan") is made as of this 27<sup>th</sup> day of December, 2005 by and among Distribution Information Systems Corp., a North Carolina corporation ("DISC"), Informed Beverage Management, Inc., a North Carolina corporation ("IBM"), Beverage Solutions, Inc., a California corporation ("BSI"), Digatex, Inc., a Vermont corporation ("Digatex"), Intelligent Computer Systems, Inc., a Pennsylvania corporation ("ICS"), Global Food Group, Inc., a Delaware corporation ("GFG"), Application Design Associates, Inc., a Delaware corporation ("ADA"), and Entrada Inc., a Delaware corporation ("Entrada" or the "Surviving Corporation").

**WITNESSETH**

WHEREAS, GBG US Holdings, Inc., a Delaware corporation (the "Sole Shareholder"), wholly owns DISC, IBM, BSI, Digatex, ICS, GFG, ADA (each, a "Constituent Corporation" and collectively, the "Constituent Corporations") and Entrada; and

WHEREAS, the Sole Shareholder, the Board of Directors of each of the Constituent Corporations and the Board of Directors of Entrada deem it desirable and in the respective best interests of the Constituent Corporations and Entrada to merge, and have unanimously approved the merger of, the Constituent Corporations into Entrada, as the Surviving Corporation (the "Merger") as provided herein in accordance with the Delaware General Corporation Law, as amended (the "DGL"), the North Carolina Business Corporation Act, as amended (the "NCBCA"), the California General Corporation Law, as amended (the "CGCL"), the Vermont Business Corporation Act, as amended (the "VBCA"), and the Pennsylvania Business Corporation Law, as amended ("PABCL"), as the case may be; and

WHEREAS, the Sole Shareholder, the Board of Directors of each of the Constituent Corporations and the Board of Directors of Entrada intend the Merger to serve as a merger as provided in Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended (the "Code") and as a "D" Reorganization under Section 368(a)(1)(D) of the Code.

NOW, THEREFORE, the parties do hereby agree as follows:

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**TRADEMARK  
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## ARTICLE I

1.1 The Constituent Corporations shall be merged with and into Entrada, as the Surviving Corporation, in the manner and with the effect provided by the DGL, the NCBCA, the CGCL, the VBCA and the PABCL. Upon the effectiveness of the Merger, the separate existence of each of the Constituent Corporations shall cease and the Surviving Corporation shall continue in existence. The Merger shall in all respects be effectuated in accordance with Section 252 of the DGL, Section 55-11-07 of the NCBCA, Section 1108 of the CGCL, Section 11.07 of the VBCA and Section 1921(b) of the PABCL. The Constituent Corporations and Entrada shall merge and Entrada shall become the Surviving Corporation, effective as of 11:59 p.m. on December 31, 2005 (the "Effective Time of Merger").

1.2 At the Effective Time of Merger, the Certificate of Incorporation and the Bylaws of Entrada as in effect immediately prior to the Effective Time of Merger shall be and become the Certificate of Incorporation and the Bylaws of the Surviving Corporation from and after the Effective Time of Merger, until thereafter amended as permitted by law. However, Paragraph FIRST of the Certificate of Incorporation of the Surviving Corporation shall be amended so that, as amended, it shall be and read in its entirety as follows:

"FIRST: The name of the corporation is Global Beverage Group Ltd."

1.3 The officers and directors of Entrada at the Effective Time of Merger shall be and remain the officers and directors of the Surviving Corporation and shall hold office from the Effective Time of Merger until their successors are duly elected and qualified.

## ARTICLE II

2. On the date hereof, immediately prior to the Effective Time of Merger, one hundred percent (100%) of the issued and outstanding capital stock of each of the Constituent Corporations was held by the Sole Shareholder, which also owns 100% of the issued and outstanding capital stock of Entrada. Accordingly, at the Effective Time of Merger, all of the issued and outstanding stock of each of the Constituent Corporations, shall, by virtue of the Merger and without need of any further action, be canceled, without any payment being made in respect thereof or any exchange being made therefor.

## ARTICLE III

3.1 This Plan may be terminated by the Sole Shareholder, any of the Boards of Directors of the Constituent Corporations or the Board of Directors of Entrada at any time prior to the Effective Time of Merger, notwithstanding the prior approval of such Plan.

3.2 This Plan may be amended by the Sole Shareholder, the Boards of Directors of the Constituent Corporations, and the Board of Directors of Entrada at any time prior to the Effective Time of Merger, notwithstanding the prior approval of such Plan.

3.3 Prior to and from and after the Effective Time of Merger, the Constituent Corporations and Entrada shall take all such actions as shall be necessary or appropriate in order to effectuate the Merger. In case at any time after the Effective Time of Merger the Surviving

Corporation shall consider or be advised that any further assignments, conveyances or assurances in law are necessary or desirable to carry out the provisions hereof, the Sole Shareholder, the proper officers and the Board of Directors of Extrada and the proper officers and the Board of Directors of the Constituent Corporations shall execute and deliver any and all proper deeds, assignments, and the assurances in law, and do all things necessary or proper to carry out the provisions hereof.

3.4 If any provision of this Plan, or the application thereof, will for any reason and to the extent be invalid or unenforceable, then the remainder of this Plan and the application of such provision to other persons or circumstances will be interpreted so as reasonably to effect the intent of the parties hereto. The parties further agree to replace such invalid and unenforceable provision of this Plan with a valid and enforceable provision that will achieve, to the extent possible, the economic, business and other purposes of the invalid or unenforceable provision.

3.5 This Plan may be executed in one or more counterparts, each of which shall be deemed an original and all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the parties hereto have caused this Plan to be executed in their respective company names by their respective duly authorized officers as of the date first above written.

DISTRIBUTION INFORMATION SYSTEMS CORP.

By: Ted Hastings  
Name: Ted Hastings  
Title: Chief Executive Officer

INFORMED BEVERAGE MANAGEMENT, INC.

By: Ted Hastings  
Name: Ted Hastings  
Title: President

BEVERAGE SOLUTIONS, INC.

By: Ted Hastings  
Name: Ted Hastings  
Title: President and Secretary

DIGATEX, INC.

By: Ted Hastings  
Name: Ted Hastings  
Title: President

INTELLIGENT COMPUTER SYSTEMS, INC.

By: Ted Hastings  
Name: Ted Hastings  
Title: Secretary and Treasurer

GLOBAL FOOD GROUP, INC.

By: Ted Hastings  
Name: Ted Hastings  
Title: Secretary and Treasurer

APPLICATION DESIGN ASSOCIATES, INC.

By: Ted Hastings  
Name: Ted Hastings  
Title: President

ENTRADA INC.

By: Ted Hastings  
Name: Ted Hastings  
Title: President