

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Amalgamation

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
1666986 Ontario Inc.		01/27/2006	CORPORATION: CANADA

RECEIVING PARTY DATA

Name:	1687318 Ontario Inc.
Street Address:	466 Speers Road
Internal Address:	3rd floor
City:	Oakville, Ontario
State/Country:	CANADA
Postal Code:	L6K 3W9
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	0102661	CANADIAN CLUB
Registration Number:	0311039	CLASSIC
Registration Number:	0709141	C.C.
Registration Number:	0743540	"THE BEST IN THE HOUSE"
Registration Number:	1331655	CANADIAN CLUB
Registration Number:	2466102	CANADIAN CLUB SHERRY CASK
Registration Number:	2658256	CAN YOU HANDLE A WHISKY DRINKING WOMAN?
Registration Number:	3003860	CANADIAN CLUB

CORRESPONDENCE DATA

Fax Number: (312)616-5700
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 312-616-5652
 Email: lsullivan@leydig.com
 Correspondent Name: Lynn A. Sullivan

CH \$215.00 0102661

Address Line 1: Two Prudential Plaza, 180 N. Stetson
Address Line 2: Suite 4900
Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:

260759

DOMESTIC REPRESENTATIVE

Name: Lynn A. Sullivan, Leydig Voit & Mayer
Address Line 1: Two Prudential Plaza, 180 N. Stetson
Address Line 2: Suite 4900
Address Line 4: Chicago, ILLINOIS 60601

NAME OF SUBMITTER:

Lynn A. Sullivan

Signature:

/Lynn A. Sullivan/

Date:

09/10/2008

Total Attachments: 10

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5. Check A or B
Cocher A ou B

A) The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176 (4) of the *Business Corporations Act* on the date set out below.

A) *Les actionnaires de chaque société qui fusionne ont dûment adopté la convention de fusion conformément au paragraphe 176(4) de la Loi sur les sociétés par actions à la date mentionnée ci-dessous.*

or
ou

B) The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the *Business Corporations Act* on the date set out below.

B) *Les administrateurs de chaque société qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la Loi sur les sociétés par actions à la date mentionnée ci-dessous.*

The articles of amalgamation in substance contain the provisions of the articles of incorporation of
Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de

2090981 ONTARIO INC.

and are more particularly set out in these articles.
et sont énoncés textuellement aux présents statuts.

Names of amalgamating corporations <i>Dénomination sociale des sociétés qui fusionnent</i>	Ontario Corporation Number <i>Numéro de la société en Ontario</i>	Date of Adoption/Approval <i>Date d'adoption ou d'approbation</i> Year / année Month / mois Day / jour
2090981 Ontario Inc.	2090981	2006-Jan-26
1666986 Ontario Inc.	1666986	2006-Jan-26

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.
Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la société.

None.

7. The classes and any maximum number of shares that the corporation is authorized to issue:
Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre :

The corporation is authorized to issue an unlimited number of one class of shares designated as common shares.

8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:
Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série :

Not applicable.

9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:
L'émission, le transfert ou la propriété d'actions est/n'est pas restreint. Les restrictions, s'il y a lieu, sont les suivantes :

No share or shares in the capital of the Corporation shall be transferred without the consent of either (a) a majority of the directors of the Corporation expressed by a resolution passed at a meeting of the board of directors or by an instrument or instruments in writing signed by a majority of the directors; or (b) the holders of at least 51% of the outstanding common shares of the Corporation expressed by a resolution passed at a meeting of such shareholders or by an instrument or instruments in writing signed by the holders of at least 51% of the outstanding common shares of the Corporation.

10. Other provisions, (if any):
Autres dispositions, s'il y a lieu :

Limitation on Number of Shareholders

The number of shareholders of the Corporation, exclusive of persons who are in its employment and exclusive of persons who, having been formerly in the employment of the Corporation, were, while in that employment, and have continued after the termination of that employment to be, shareholders of the Corporation, is limited to 50, two or more persons who are the joint registered owners of one or more shares being counted as one shareholder.

No Public Distribution


Any invitation to the public to subscribe for securities of the Corporation is prohibited.

11. The statements required by subsection 178(2) of the *Business Corporations Act* are attached as Schedule "A".
Les déclarations exigées aux termes du paragraphe 178(2) de la Loi sur les sociétés par actions constituent l'annexe A.
12. A copy of the amalgamation agreement or directors' resolutions (as the case may be) is/are attached as Schedule "B".
Une copie de la convention de fusion ou les résolutions des administrateurs (selon le cas) constitue(nt) l'annexe B.

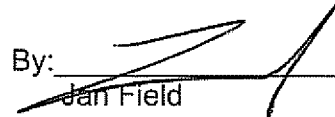
These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

Names of the amalgamating corporations and signatures and descriptions of office of their proper officers.
Dénomination sociale des sociétés qui fusionnent, signature et fonction de leurs dirigeants régulièrement désignés.

2090981 ONTARIO INC.

By: 
Jan Field
Director

1666986 ONTARIO INC.

By: 
Jan Field
Director

SCHEDULE "A"

STATEMENT OF DIRECTOR OF

1666986 ONTARIO INC.

1. I, Jan Field, am the sole director of 1666986 Ontario Inc. (the "Corporation"), one of the amalgamating corporations listed in the Articles of Amalgamation to which this statement is attached.

2. Having conducted such examinations of the books and records of the Corporation and having made such inquiries and investigations as are necessary to enable me to make this statement, I hereby state that there are reasonable grounds for believing that:

- (a) the Corporation is and the amalgamated corporation will be able to pay its liabilities as they become due;
- (b) the realizable value of the assets of the amalgamated corporation will not be less than the aggregate of its liabilities and stated capital of all classes; and
- (c) no creditor will be prejudiced by the amalgamation.

DATED: January 26, 2006

Jan Field



SCHEDULE "A"

STATEMENT OF DIRECTOR OF


2090918 ONTARIO INC.

1. I, Jan Field, am the sole director of 2090981 Ontario Inc. (the "Corporation"), one of the amalgamating corporations listed in the Articles of Amalgamation to which this statement is attached.

2. Having conducted such examinations of the books and records of the Corporation and having made such inquiries and investigations as are necessary to enable me to make this statement, I hereby state that there are reasonable grounds for believing that:

- (a) the Corporation is and the amalgamated corporation will be able to pay its liabilities as they become due;
- (b) the realizable value of the assets of the amalgamated corporation will not be less than the aggregate of its liabilities and stated capital of all classes; and
- (c) no creditor will be prejudiced by the amalgamation.

DATED: January 26, 2006



Jan Field

SCHEDULE "B"

RESOLUTION OF THE SOLE DIRECTOR

OF

1666986 ONTARIO INC.
(the "Corporation")

Amalgamation with 2090981 Ontario Inc.


WHEREAS the Corporation is a wholly-owned subsidiary of 2090981 Ontario Inc. and it is desirable that the Corporation amalgamate with 2090981 Ontario Inc. pursuant to subsection 177(1) of the *Business Corporations Act* (the "Act");

RESOLVED THAT:

1. the amalgamation of the Corporation and 2090981 Ontario Inc. under the Act, pursuant to subsection 177(1) thereof, is approved;
2. upon the endorsement of a certificate on the articles of amalgamation pursuant to section 178 of the Act, all shares in the capital of the Corporation, including all shares which have been issued and are outstanding at the date hereof, shall be cancelled without any repayment of capital in respect thereof;
3. the articles of amalgamation and the by-laws of the amalgamated corporation shall be the same as the articles and by-laws of 2090981 Ontario Inc. ;
4. no securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation; and
5. any director or officer of the Corporation is hereby authorized to do all things and execute all instruments and documents necessary or desirable to carry out and give effect to the foregoing, including the execution and filing of articles of amalgamation.

* * * * *

The foregoing resolution is hereby consented to by the sole director of the Corporation pursuant to the *Business Corporations Act* this 26th day of January, 2006.



Jan Field

SCHEDULE "B"

RESOLUTION OF THE SOLE DIRECTOR

OF

2090981 ONTARIO INC.
(the "Corporation")

Amalgamation with 1666986 Ontario Inc.

WHEREAS 1666986 Ontario Inc. is a wholly-owned subsidiary of the Corporation and it is desirable that the Corporation amalgamate with 1666986 Ontario Inc. pursuant to subsection 177(1) of the *Business Corporations Act* (the "Act");

RESOLVED THAT:

1. the amalgamation of the Corporation and 1666986 Ontario Inc. under the Act, pursuant to subsection 177(1) thereof, is approved;
2. upon the endorsement of a certificate on the articles of amalgamation pursuant to section 178 of the Act, all shares in the capital of 1666986 Ontario Inc., including all shares which have been issued and are outstanding at the date hereof, shall be cancelled without any repayment of capital in respect thereof;
3. the articles of amalgamation and the by-laws of the amalgamated corporation shall be the same as the articles and by-laws of the Corporation;
4. no securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation; and
5. any director or officer of the Corporation is hereby authorized to do all things and execute all instruments and documents necessary or desirable to carry out and give effect to the foregoing, including the execution and filing of articles of amalgamation.

* * * * *

The foregoing resolution is hereby consented to by the sole director of the Corporation pursuant to the *Business Corporations Act* this 26th day of January, 2006.


Jan Field