

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|----------------------------------|--|-----------------------|--------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | CHANGE OF NAME | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Spirits International N.V. | | 03/29/2007 | CORPORATION: NETHERLANDS |
| RECEIVING PARTY DATA | | | |
| Name: | Spirits International B.V. | | |
| Street Address: | 7, rue Nicolas Bove | | |
| City: | Luxembourg | | |
| State/Country: | LUXEMBOURG | | |
| Postal Code: | L-1253 | | |
| Entity Type: | CORPORATION: NETHERLANDS | | |
| PROPERTY NUMBERS Total: 3 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 78153281 | STOLICHNAYA ELIT | |
| Serial Number: | 78177458 | STOLICHNAYA ELIT | |
| Serial Number: | 78179005 | | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (202)220-4201 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 202.220.4200 | | |
| Email: | tmdocketdc@kenyon.com | | |
| Correspondent Name: | William M. Merone / Kenyon & Kenyon LLP | | |
| Address Line 1: | 1500 K Street, NW | | |
| Address Line 2: | Suite 700 | | |
| Address Line 4: | Washington, DISTRICT OF COLUMBIA 20005-1257 | | |
| ATTORNEY DOCKET NUMBER: | 14400-3 | | |
| DOMESTIC REPRESENTATIVE | | | |

CH \$90.00 78153281

Name: William M. Merone / Kenyon & Kenyon LLP
Address Line 1: 1500 K Street, NW
Address Line 2: Suite 700
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005-1257

| | |
|--------------------|---------------------|
| NAME OF SUBMITTER: | William M. Merone |
| Signature: | /William M. Merone/ |
| Date: | 12/15/2008 |

Total Attachments: 3
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N2008-0856

CERTIFICATE

The undersigned:

Jacobus Leonardus Frederik Joseph Verasdonck, civil law notary in Amsterdam, The Netherlands,

hereby certifies the following:

A. as appears from the information of the Trade Register ("Trade Register") of the Chamber of Commerce dated 19 August 2008 of Spirits International B.V., hereinafter referred to as: "Spirits International":

- Spirits International is registered at the Trade Register under number 27178367.
- Spirits International is incorporated in the Netherlands on 2 March 1999.
- Spirits International is a Dutch private company with limited liability, having its statutory seat in Rotterdam, The Netherlands and having its current office address at 7, Rue Nicolas Bové, L-1253 Luxembourg, Grand Duchy of Luxembourg;
- Spirits International's previous addresses were - *inter alia* - at:
 - 1A Rue Thomas Edison, L-1445, Strassen, Luxembourg;
 - World Trade Center tm II 3 A Piscaderabay, Willemstad, Curacao, the Netherlands Antilles;
 - 5 Eugène Ruppert, L-2453 Luxembourg, Grand Duchy of Luxembourg.

B. From a Dutch legal perspective, a company's nationality can be determined by either *residence theory* or the *incorporation theory*.

Under the *incorporation theory* the following applies to a 'company's corporate identity':

- A company's nationality is determined by the place of its incorporation ('statutory seat').
- The location (address) of the head office is irrelevant in determining a company's nationality.
- Consequently, a transfer of the head office to another country, or the change of the effective place of management, will have no consequences for a company's nationality.



- The statutory seat on the other hand can never be transferred; it remains, by definition, in the country of incorporation.

In the Netherlands the *incorporation theory* is adhered to.

- C. Under Dutch corporate law, a legal entity can be converted (i.e. changing its legal form) into another legal entity, such as a conversion from a N.V. into a B.V., after observing the required legal formalities.

A conversion into another legal form does not effect the existence of the original legal entity and based thereon such legal entity will not be liquidated and re-incorporated into the new legal form.

By a notarial deed of amendment of Spirits International's articles of association, executed on 29 March 2007, (i) the name of Spirits International was changed from Spirits International N.V. into Spirits International B.V. and (ii) the legal form of Spirits International was changed from an N.V. in to a B.V.

Based on the foregoing, I, civil law notary, certifies that:

- Spirits International is incorporated in the Netherlands, having its statutory seat in Rotterdam, The Netherlands, and it is a Dutch legal entity as of its incorporation date;
- Spirits International has not ceased to exist to be a Dutch company pursuant to the change of address outside The Netherlands;
- pursuant to the conversion into another legal form, Spirits International is *not* liquidated or re-incorporated into a new company;
- the registration number of Spirits International at the Trade Register did not change as of its incorporation date.

Signed at Amsterdam on 19 August 2008.



(2)

APOSTILLE

Convention de La Haye du 5 octobre 1961

1. Country: THE NETHERLANDS
This public document
2. Has been signed by: mr. J.L.F.J. Verasdonck
3. Acting in the capacity of: notaris te Amsterdam
4. Bears the seal/stamp of
mr. J.L.F.M. Verasdonck
Certified
5. At Amsterdam
6. The 20 Augustus 2008
7. By the registrar of the Court in Amsterdam
8. No:
9. Seal/Stamp

033896

10. Signature
dhr. M. van der Scheer

