

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Labatt Brewing Company Limited		03/13/2009	CORPORATION: CANADA

RECEIVING PARTY DATA

Name:	1793161 Ontario Inc.
Street Address:	199 Bay Street, Commerce Court West
Internal Address:	Suite 2800
City:	Toronto, Ontario
State/Country:	CANADA
Postal Code:	M5L 1A9
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 43

Property Type	Number	Word Mark
Registration Number:	1357076	LABATT'S
Registration Number:	939002	50
Registration Number:	1313759	LABATT'S
Registration Number:	1350920	BLUE LIGHT
Registration Number:	1098297	LABATT BLUE
Registration Number:	1563650	BIG BLUE
Registration Number:	2562705	LABATT SELECT
Registration Number:	3039820	BLUE
Registration Number:	1962977	LABATT'S BLUE LIGHT LIGHT BEER QUALITY FRESHNESS PURITY
Registration Number:	2265166	LABATT ICE BEER
Registration Number:	3111098	LABATT BLUE BOX
Registration Number:	2951349	BLUE LIGHT MOTEL
Registration Number:	2918839	JOHN LABATT PACK

CH \$1090.00 1357076

Registration Number:	2959402	CHEERS. TO FRIENDS.
Registration Number:	2979021	BREAK OUT THE BLUE
Registration Number:	3238795	BLUE SKY. SUN LIGHT. BLUE LIGHT.
Registration Number:	2991150	
Registration Number:	2966015	LABATT BLUE HOCKEY CHALLENGE
Registration Number:	2959677	LABATT BLUE CUP
Registration Number:	2966796	TRUE NORTHERN REFRESHMENT
Registration Number:	3166021	LABATT SELECT
Registration Number:	2981053	0 COMPROMISE
Registration Number:	3095074	LABATT
Registration Number:	3155050	MY FRIENDS. MY GAME. MY BLUE.
Registration Number:	3128893	LABATT BLUE LIGHT FRESH CUTS
Registration Number:	3187228	DROP THE PUCK
Registration Number:	3264494	LABATT. BLUE IMPORTED DAILY FROM CANADA · NO PRESERVATIVES BIEÈRE CANADIAN PILSENER BEER
Registration Number:	3264495	LABATT BLUE LIGHT IMPORTED DAILY FROM CANADA · NO PRESERVATIVES BIÈRE LÉGÈRE CANADIAN PILSENER LIGHT BEER
Registration Number:	3301499	LABATT BLUE LIGHT
Registration Number:	3496528	LABATT 50
Registration Number:	3536257	JOHN LABATT CLASSIC
Registration Number:	3533383	LABATT HONEY
Registration Number:	2786727	LABATT BLUE. PURE CANADA
Registration Number:	2359818	DOUBLE BLUE
Registration Number:	3037003	
Registration Number:	2429734	LABATT ICE BEER
Registration Number:	3037010	BLUELINE
Registration Number:	2270247	LABATT BLUE
Registration Number:	2821422	PURE CANADA
Registration Number:	2889376	LABATT ICE BEER
Serial Number:	78747373	LABATT GENUINE HONEY
Serial Number:	77213615	MAX ICE
Serial Number:	77385135	LABATT BLUE NON-ALCOHOLIC MALT BEVERAGE

CORRESPONDENCE DATA

Fax Number: (312)463-5001

TRADEMARK
REEL: 004013 FRAME: 0737

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 312-463-5000
Email: hminsker@bannerwitcoff.com
Correspondent Name: Helen Hill Minsker
Address Line 1: Ten South Wacker Drive, Suite 3000
Address Line 2: Banner & Witcoff, Ltd.
Address Line 4: Chicago, ILLINOIS 60606

ATTORNEY DOCKET NUMBER:	05007.00194
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DOMESTIC REPRESENTATIVE

Name:
Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER:	Helen Hill Minsker
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Signature:	/helen hill minsker/
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Date:	06/30/2009
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Total Attachments: 10
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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (the "Assignment") dated as of March 13, 2009, is made by and between Labatt Brewing Company Limited, a corporation organized under the laws of Canada ("Assignor"), and 1793161 Ontario Inc., a corporation existing under the laws of Ontario ("Assignee").

W I T N E S S E T H:

WHEREAS, Assignor owns all right, title and interest in and to each trademark registration and application for registration identified on Schedule 1 (collectively, the "Trademarks");

WHEREAS, Assignor and Assignee have entered into a Contribution Agreement (the "Contribution Agreement"), pursuant to which Assignor agreed, among other things, to contribute and Assignee agreed to the contribution of all of Assignor's right, title and interest in and to the Trademarks effective as of the date hereof and subject to the terms and conditions set forth in the Contribution Agreement; and

WHEREAS, Assignor desires to sell, convey, assign and transfer, and Assignee desires to receive, the Trademarks.

NOW, THEREFORE, for good and valuable consideration, including the premises and covenants set forth in the Contribution Agreement, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

Assignor hereby sells, conveys, assigns and transfers to Assignee, and Assignee hereby accepts the sale, assignment and transfer from Assignor of, all of Assignor's right, title and interest in and to the Trademarks for Assignee's own use and enjoyment, as fully and entirely as the same would have been held and enjoyed by the Assignor if this Assignment and sale had not been made, together with all rights of priority and renewals, and all income, royalties or payments due or payable as of the date hereof or thereafter, and all past, present and future claims, counterclaims, credits, causes of action, choses in action, rights of recovery and rights of setoff against third persons for infringement or other violation of the Trademarks, together with the right to sue for and collect any resulting recovery of damages, lost profits, legal fees and costs, including from acts which may have occurred prior to date hereof for Assignee's own use and enjoyment. Assignor requests the Commissioner of Patents and Trademarks to record Assignee as the assignee and owner of the Trademarks.


Except as set forth in the Contribution Agreement, Assignor hereby disclaims all representations and warranties concerning the Trademarks.

This Assignment shall be interpreted in accordance with and governed by the laws of the state of New York without giving effect to the principles of conflicts of law thereof.

This Assignment may be executed in any number of counterparts, each of which shall be deemed to be an original, and all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, Assignor and Assignee each has caused this instrument to be executed by its respective duly authorized representative as of the date first written above.

LABATT BREWING COMPANY LIMITED

By: 

Name: SUSAN M. RASKIN

Title: SECRETARY

By: _____

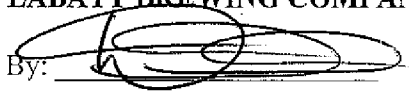
Name: _____

Title: _____

[Notary Seal for Assignor]

IN WITNESS WHEREOF, Assignor and Assignee each has caused this instrument to be executed by its respective duly authorized representative as of the date first written above

LABATT BREWING COMPANY LIMITED

By: 

Name: KEITH G. HUNT

Title: ~~BAR~~ LEGAL COUNSEL

By: _____

Name: _____

Title: _____

[Notary Seal for Assignor]

1793161 ONTARIO INC.

By: 

Name: SUSAN M. RARKIN

Title: PRESIDENT

SIGNATURE PAGE TO TRADEMARK ASSIGNMENT

TRADEMARK
REEL: 004013 FRAME: 0743

CERTIFICATE OF ACKNOWLEDGEMENT

City
STATE OF Toronto

COUNTY OF _____

On this 13th day of March, 2009, before me personally came Susan Marie Rabkin and known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that she is the Secretary and VP General Counsel, respectively, of Labatt Brewing Company Limited, a corporation organized under the laws of Canada, and that she executed the foregoing instrument in the firm name of Labatt Brewing Company Limited, and that she had authority to sign the same, and she acknowledged to me that she executed the same as the act and deed of said firm for the uses and purposes therein mentioned.

Clare Smith
NOTARY PUBLIC - ^{Province} STATE OF Ontario
PRINTED NAME Clare Smith

My Commission Expires:

N/A.

CERTIFICATE OF ACKNOWLEDGEMENT

City
STATE OF Toronto

COUNTY OF _____

On this 13th day of March, 2009, before me personally came Keith Gregory Hunt and known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is the Assistant Secretary, Legal Counsel, respectively, of Labatt Brewing Company Limited, a corporation organized under the laws of Canada, and that he executed the foregoing instrument in the firm name of Labatt Brewing Company Limited, and that he had authority to sign the same, and he acknowledged to me that he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.

Clare Smith
NOTARY PUBLIC – ^{Province} STATE OF Ontario
PRINTED NAME Clare Smith

My Commission Expires:

NA.

Schedule 1: Trademarks

Trademark	Reg. No. (App. No.)	Reg. Date (Filing Date)	Status	Record Owner
LABATT'S (STYLIZED)	1357076	08/27/1985	Registered	Labatt Brewing Company Limited
50	939002	07/25/1972	Registered	Labatt Brewing Company Limited
LABATT'S	1313759	01/08/1985	Registered	Labatt Brewing Company Limited
BLUE LIGHT	1350920	07/23/1985	Registered	Labatt Brewing Company Limited
LABATT BLUE	1098297	08/01/1978	Registered	Labatt Brewing Company Limited
BIG BLUE	1563650	10/31/1989	Registered	Labatt Brewing Company Limited
LABATT SELECT & DESIGN	2562705	04/23/2002	Registered	Labatt Brewing Company Limited
BLUE	3039820	01/10/2006	Registered	Labatt Brewing Company Limited
Labatt's Blue Light Light Beer Quality	1962977	03/19/1996	Registered	Labatt Brewing Company Limited
LABATT ICE BEER & DESIGN	2265166	07/27/1999	Registered	Labatt Brewing Company Limited
LABATT BLUE BOX	3111098	07/04/2006	Registered	Labatt Brewing Company Limited
BLUE LIGHT MOTEL	2951349	05/17/2005	Registered	Labatt Brewing Company Limited
JOHN LABATT PACK	2918839	01/18/2005	Registered	Labatt Brewing Company Limited
CHEERS. TO FRIENDS.	2959402	06/07/2005	Registered	Labatt Brewing Company Limited
BREAK OUT THE BLUE	2979021	07/26/2005	Registered	Labatt Brewing Company Limited
BLUE SKY. SUN LIGHT. BLUE LIGHT.	3238795	05/08/2007	Registered	Labatt Brewing Company Limited
MISC. (TRIANGE) DESIGN	2991150	09/06/2005	Registered	Labatt Brewing Company Limited
LABATT BLUE HOCKEY CHALLENGE	2966015	07/12/2005	Registered	Labatt Brewing Company Limited
LABATT BLUE CUP	2959677	06/07/2005	Registered	Labatt Brewing

Trademark	Reg. No. (App. No.)	Reg. Date (Filing Date)	Status	Record Owner
				Company Limited
TRUE NORTHERN REFRESHMENT	2966796	07/12/2005	Registered	Labatt Brewing Company Limited
LABATT SELECT	3166021	10/31/2006	Registered	Labatt Brewing Company Limited
O COMPROMISE	2981053	08/02/2005	Registered	Labatt Brewing Company Limited
LABATT	3095074	05/23/2006	Registered	Labatt Brewing Company Limited
MY FRIENDS. MY GAME. MY BLUE.	3155050	10/10/2006	Registered	Labatt Brewing Company Limited
LABATT BLUE LIGHT FRESH CUTS	3128893	08/15/2006	Registered	Labatt Brewing Company Limited
LABATT GENUINE HONEY	(78/747373)	(11/04/2005)	Pending	Labatt Brewing Company Limited
DROP THE PUCK	3187228	12/19/2006	Registered	Labatt Brewing Company Limited
LABATT BLUE IMPORTED DAILY FROM CANADA	3264494	07/17/2007	Registered	Labatt Brewing Company Limited
LABATT BLUE LIGHT IMPORTED DAILY FROM CA	3264495	07/17/2007	Registered	Labatt Brewing Company Limited
BLUE LIGHT Label & Design	3301499	10/02/2007	Registered	Labatt Brewing Company Limited
LABATT 50	3496528	09/02/2008	Registered	Labatt Brewing Company Limited
MAX ICE	(77/213615)	(06/22/2007)	Pending	Labatt Brewing Company Limited
JOHN LABATT CLASSIC	3536257	11/25/2008	Registered	Labatt Brewing Company Limited
LABATT HONEY	3533383	11/18/2008	Registered	Labatt Brewing Company Limited
Labatt Blue Non-Alcoholic Beverage & Design - US	(77/385135)	(01/31/2008)	Pending	Labatt Brewing Company Limited
LABATT BLUE. PURE CANADA	2786727	11/25/2003	Registered	Labatt Brewing Company Limited
DOUBLE BLUE	2359818	06/20/2000	Registered	Labatt Brewing Company Limited
LABATT BLUE/Blue Can Tab Design	3037003	01/03/2006	Registered	Labatt Brewing Company Limited

Trademark	Reg. No. (App. No.)	Reg. Date (Filing Date)	Status	Record Owner
LABATT ICE BEER	2429734	02/20/2001	Registered	Labatt Brewing Company Limited
BLUELINE Logo Design	3037010	01/03/2006	Registered	Labatt Brewing Company Limited
LABATT BLUE & Design	2270247	08/17/1999	Registered	Labatt Brewing Company Limited
PURE CANADA	2821422	03/09/2004	Registered	Labatt Brewing Company Limited
LABATT ICE BEER & Design	2889376	09/28/2004	Registered	Labatt Brewing Company Limited