

9/13/99

FORM PTO-1618A  
Expires 06/30/99  
OMB 0651-0027

09-15-1999

U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK



101146452

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID #
- Correction of PTO Error  
Reel #  Frame #
- Corrective Document  
Reel #  Frame #

Conveyance Type

- Assignment  License
- Security Agreement  Nunc Pro Tunc Assignment
- Merger  Effective Date  
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name

Formerly

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual  General Partnership  Limited Partnership  If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization

09/14/1999 RTN:11 00000349 130206 1578003

FOR OFFICE USE ONLY

01 FC:481 40.00 CH

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Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

REEL: 001957 FRAME: 0808

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

**Trademark Application Number(s)**

**Registration Number(s)**

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1578003"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

**Statement and Signature**

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

John G. Bisbikis

Name of Person Signing

John G. Bisbikis

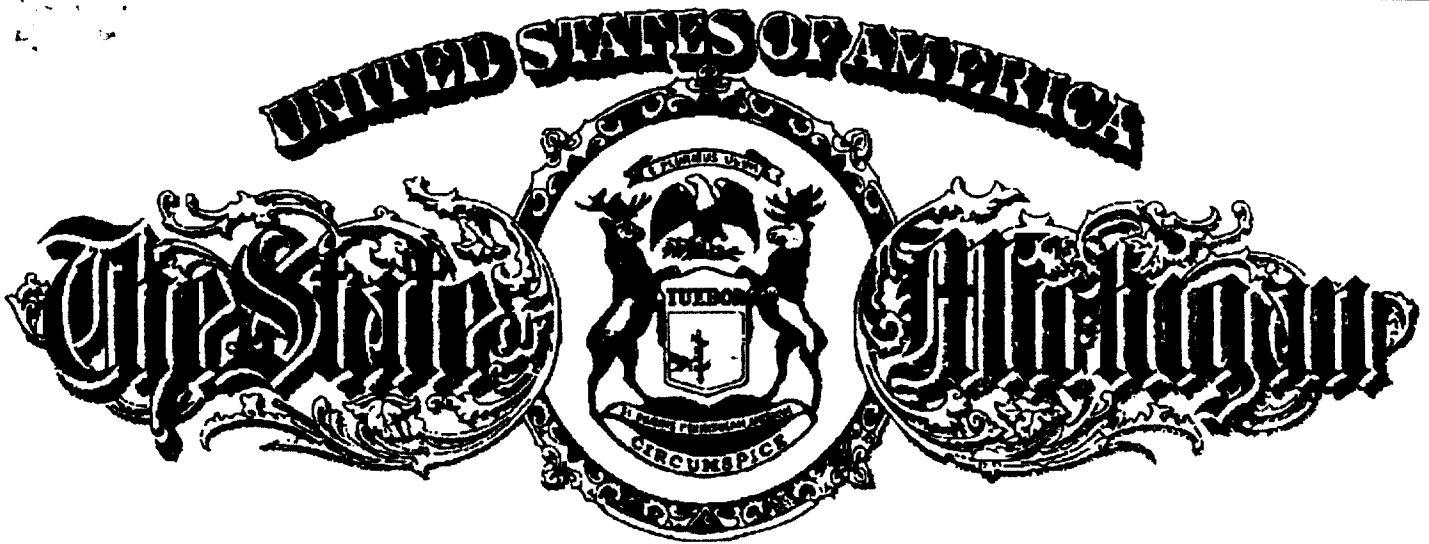
Signature

9/9/99

Date Signed

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-4302.

DATE OF DEPOSIT: 9/9/99  
SIGNATURE: [Signature]  
DATE OF SIGNATURE: [Signature]



Michigan Department of Consumer and Industry Services

Lansing, Michigan

*This is to Certify that the Annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.*

*In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 30th day of June, 1999.*

*Julie Croll*

, Director

Corporation, Securities and Land Development Bureau

**MICHIGAN DEPARTMENT OF CONSUMER AND INDUSTRY SERVICES  
CORPORATION, SECURITIES AND LAND DEVELOPMENT BUREAU**

Date Received: JUN 30 1999

(FOR BUREAU USE ONLY)

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

**FILED**

**JUN 30 1999**

Administrator  
CORP, SECURITIES & LAND DEV. BUREAU

**Name**

517-663-2525 Ref # 94420  
Attn: Cheryl J. Bixby  
MICHIGAN RUNNER SERVICE  
P.O. Box 266  
Eaton Rapids, MI 48827

**EFFECTIVE DATE:**

Expiration date for new assumed names: December 31,

Expiration date for transferred assumed names appear in Item 6

Document will be returned to the name and address you enter above. If left blank document will be mailed to the registered office.

**CERTIFICATE OF MERGER**

**Cross Entity Merger for use by Profit Corporations, Limited Liability Companies  
and Limited Partnerships**

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies) and Act 213, Public Acts of 1982 (limited partnerships), the undersigned entities execute the following Certificate of Merger:

1. The Plan of Merger (Consolidation) is as follows:

a. The name of each constituent entity and its identification number is:

Beverage Management, Inc.	285-095
Beverage America Corporate Services, Inc.	016-864
Universal Logistics, Ltd.	545-746
Ace Ginger Beer, Inc.	
Cotton Club Bottling Company	

b. The name of the surviving (new) entity and its identification number is:

Beverage Management, Inc.	285-095
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Corporations and Limited Liability Companies provide the street address of the survivor's principal place of business:

7955 South Cass Avenue, Suite 201, Darien, Illinois 60561

2. (Complete only if an effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document in this office.)

The merger (consolidation) shall be effective on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_\_.

GOLD SEAL APPEARS ONLY ON ORIGINAL

37,500 22,000 127,500 CL 12/6/98 110 6121106

3. Complete for Profit Corporations only

For each constituent stock corporation, state:

Name of corporation	Designation and number of outstanding shares in each class or series	Indicate class or series of shares entitled to vote	Indicate class or series entitled to vote as a class
See Attachment A			

If the number of shares is subject to change prior to the effective date of the merger or consolidation, the manner in which the change may occur is as follows: N/A

The manner and basis of converting shares are as follows: See Attachment B

The amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows:

N/A

The Plan of Merger will be furnished by the surviving profit corporation, on request and without cost, to any shareholder of any constituent profit corporation.

The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

(Complete either Section (a) or (b) for each corporation)

a) The Plan of Merger was approved by the majority consent of the incorporators of \_\_\_\_\_, a Michigan corporation which has not commenced business, has not issued any shares, and has not elected a Board of Directors.

_____ (Signature of Incorporator)	_____ (Type or Print Name)	_____ (Signature of Incorporator)	_____ (Type or Print Name)
_____ (Signature of Incorporator)	_____ (Type or Print Name)	_____ (Signature of Incorporator)	_____ (Type or Print Name)

b) The plan of merger was approved by:  
 the Board of Directors of \_\_\_\_\_, the surviving Michigan corporation, without approval of the shareholders in accordance with Section 703a of the Act.

the Board of Directors and the shareholders of the following Michigan corporation(s) in accordance with Section 703a of the Act.

Beverage Management, Inc.

Beverage America Corporate Services, Inc.

Universal Logistics, Ltd.

By William M. Nelson  
 (Signature of Authorized Officer or Agent)  
WILLIAM M. NELSON  
 (Type or print name)  
 Beverage Management, Inc.  
 (Name of Corporation)

By William M. Nelson  
 (Signature of Authorized Officer or Agent)  
WILLIAM M. NELSON  
 (Type or print name)  
 Beverage America Corporate Services, Inc.  
 (Name of Corporation)

GOLD SEAL APPEARS ONLY ON ORIGINAL

By W.M. Nelson  
(Signature of Authorized Officer or Agent)

WILLIAM M. NELSON V.P.  
(Type or print name)

Universal Logistics, Ltd.  
(Name of corporation)

Attachment A

<u>Name of Corporation</u>	<u>Designation and Number of Outstanding Shares in Each Class or Series</u>	<u>Class or Series of Shares Entitled to Vote</u>	<u>Class or Series Entitled to Vote as a Class</u>
Beverage Management, Inc.	20,000 Class A Common, \$1.00 Par Value  0 Class B Common, \$0.10 Par Value	Class A Common	N/A
Beverage America Corporate Services, Inc.	10,000 Common, \$1.00 Par Value	Common	N/A
Universal Logistics, Ltd.	1,000 Common, \$1.00 Par Value	Common	N/A
Ace Ginger Beer, Inc.	702.13 Common, No Par Value	Common	N/A
Cotton Club Bottling Company	4,022 Common, No Par Value	Common	N/A

1-NY-987008.1

Attachment B

The manner and basis of converting shares are as follows:

Upon the effective date of the merger, all shares of capital stock of Beverage America Corporate Services, Inc., Universal Logistics, Ltd., Ace Ginger Beer, Inc., and Cotton Club Bottling Company which are issued and outstanding immediately prior to the effective time of the merger shall be canceled. The issued shares of the surviving corporation shall not be converted or exchanged in any manner, but each said share which is issued at the effective date shall continue to represent one issued share of the surviving corporation.



CS-1000 Michigan Department of Consumer and Industry Services  
Corporation, Securities and Land Development Bureau  
6546 Mercantile Way  
P.O. Box 30054  
Lansing, Michigan 48909  
Telephone: 1-900-555-0031

RECEIPT

Receipt: 083627  
Date: 06/30/1999  
Paid By: Check  
Amount: \$37.50

Received of: MRS

Purpose: MERGER: BEVERAGE MANAGEMENT, INC.

DOCUMENT FILED 6/30/1999 BY ADMINISTRATOR

Receipt Issued By: HYDEN

----Distribution of Revenue----

Org & Filing:	\$37.50	Certs. & Copying:	\$0.00
Profit MAR:	\$0.00	Nonprofit MAR:	\$0.00
Other Fees:	\$0.00	for:	
Total:	\$37.50		