

REC 01-24-2000

01-24-2000



SHEET

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

Tab settings

To the Honorable Commissioner of P.

101253422

Attached original documents or copy thereof.

1. Name of conveying party(ies):

SOUTH AFRICAN BREWERIES INTERNATIONAL HOLDINGS, INC.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other British Virgin Islands

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

8-23-99

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: January 5, 1999

2. Name and address of receiving party(ies)

SOUTH AFRICAN BREWERIES Name: INTERNATIONAL (FINANCE) B.V. trading as SABMARK INTERNATIONAL Internal Address:

Street Address: Hofplein 19 3032 AC Rotterdam, The Netherlands City: State: ZIP:

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, Other The Netherlands

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

(See Attached Schedule)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Lanning G. Bryer Internal Address: Ladas & Parry

Street Address: 26 West 61st Street

City: New York State: NY ZIP: 10023

6. Total number of applications and registrations involved:

8

7. Total fee (37 CFR 3.41).....\$ 215.00

- Enclosed (Covering both steps), Authorized to be charged to deposit account

8. Deposit account number:

N/A

(Attach duplicate copy of this page if paying by deposit account)

01/21/2000 TTON11 00000091 1601252

DO NOT USE THIS SPACE

01 FC:481 40.00 OP 02 FC:482 175.00 OP

9. 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.

Lanning G. Bryer

Name of Person Signing 99 1 03-31-24

Signature

Date 8/20/99

Total number of pages including cover sheet, attachments, and document:

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

TRADEMARK REEL: 002015 FRAME: 0053

Trademark **GRAPEMIST**

Registration No.: **1874807**

Dated: **January 17, 1995**

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Ladas & Parry, whose postal address is 26 West 61st Street, New York, New York 10023, United States of America, is hereby designated applicant's representative upon whom notices or process in proceedings affecting the mark may be served.

POWER OF ATTORNEY

Applicant hereby revokes all previous Powers of Attorney and hereby appoints jointly and severally, with full power of substitution, the power of appointment of an associate attorney and the power of revocation:

STEPHEN A. GOLDSMITH

ALLAN S. PILSON

IAN JAY KAUFMAN

FREDERICK REICHWALD

ROBERT ALPERT

DANIEL F. ZENDEL

LANNING G. BRYER

JOSEPH J. VILLAPOL

MARY A. MOY

members of the Bar of the State of New York, c/o Ladas & Parry, 26 West 61st Street, New York, New York 10023, United States of America, to transact all business in the Patent Office in connection with the subject registration.

SABMARK INTERNATIONAL INC.

BY _____

M. Lazarus
Mark Lazarus
Assistant Secretary
Sabmark International Inc.

[Title]

25 MAY 1995

S C H E D U L E

In the name of AVALON INTERNATIONAL INCORPORATED

APPLETISE & Design

No. 1601252
Dated: June 12, 1990

~~APPLETISE~~

~~No. 1768816~~
~~Dated: May 4, 1993~~

GRAPEMIST

No. 1874807
Dated: January 17, 1995

LION O.C.B. LTD. and Design

No. 1885638
Dated: March 21, 1995

CASTLE BREWED WITH THE SAME
CARE SINCE 1895 THE TASTE THAT'S
STOOD THE TEST OF TIME FINEST
INGREDIENTS CONSISTENT QUALITY
CHARLES GLASS FOUNDER BREWER
and Design

No. 1894677
Dated: May 16, 1995

APPLETISER

No. 1895243
Dated: May 23, 1995

GRAPETISER

No. 1922321
Dated: September 26, 1995

GRAPETISE

Application No. 75-108302
Filed: May 22, 1996

In the name of SABMARK INTERNATIONAL INC.

~~SERENGETI~~

~~Application No. 75-397781~~
~~Filed: December 1, 1997~~

SABMARK JUST JUICE

Application No. 75-423338
Filed: January 26, 1998

REC
8-28-99
8-23-99

08-26-1999



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HEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Pat.

ched original documents or copy thereof.

1. Name of conveying party(ies):

SABMARK INTERNATIONAL INC.

- Individual(s)
- General Partnership
- Corporation-State
- Other British Virgin Islands

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

SOUTH AFRICAN BREWERIES

Name: INTERNATIONAL HOLDINGS, INC.

Internal Address: _____
 Cutlass Building, Wickham's Cay, Road
 Street Address: _____ Town
Tortola, British Virgin Islands
 City: _____ State: _____ ZIP: _____

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other British Virgin Islands

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: February 22, 1999

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

(See Attached Schedule)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Lanning G. Bryer

Name: _____

Internal Address: Ladas & Parry

Street Address: 26 West 61st Street

City: New York State: NY ZIP: 10023

6. Total number of applications and registrations involved: _____

8

7. Total fee (37 CFR 3.41).....\$ 215.00
(Covering both steps)

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

N/A

(Attach duplicate copy of this page if paying by deposit account)

08/26/1999 MTHAI1 00000098 1768816

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 ~~FC:481~~ Statement and signature. 175.00 OP

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.

Lanning G. Bryer

Name of Person Signing

[Signature]
Signature

8/20/99
Date

99 T 03-31-24

Total number of pages including cover sheet, attachments, and document: _____

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

TRADEMARK
REEL: 002015 FRAME: 0056

S C H E D U L E

APPLETISE & Design	No. 1601252 Dated: June 12, 1990
APPLETISE	No. 1768816 Dated: May 4, 1993
GRAPEMIST	No. 1874807 Dated: January 17, 1995
LION O.C.B. LTD. and Design	No. 1885638 Dated: March 21, 1995
CASTLE BREWED WITH THE SAME CARE SINCE 1895 THE TASTE THAT'S STOOD THE TEST OF TIME FINEST INGREDIENTS CONSISTENT QUALITY CHARLES GLASS FOUNDER BREWER and Design	No. 1894677 Dated: May 16, 1995
APPLETISER	No. 1895243 Dated: May 23, 1995
GRAPETISER	No. 1922321 Dated: September 26, 1995
GRAPETISE	Application No. 75-108302 Filed: May 22, 1996
SERENGETI	Application No. 75-397781 Filed: December 1, 1997
SABMARK JUST JUICE	Application No. 75-423338 Filed: January 26, 1998

DEED OF ASSIGNMENT

UNITED STATES OF AMERICA

THIS DEED entered into BETWEEN :-

SABMARK INTERNATIONAL INC. (formerly known as AVALON INTERNATIONAL INCORPORATED)

**a British Virgin Islands corporation of Cutlass Building, Wickham's Cay, Road Town, Tortola, British Virgin Islands
("the ASSIGNOR")**

and

SOUTH AFRICAN BREWERIES INTERNATIONAL HOLDINGS, INC.

**a British Virgin Islands corporation of Cutlass Building, Wickham's Cay, Road Town, Tortola, British Virgin Islands
("the ASSIGNEE")**

WHEREAS :-

- a) The ASSIGNOR is the registered proprietor and applicant for registration of the trade marks ("the said trade marks") identified in the attached Schedule 'A'; and**
- b) The ASSIGNOR and the ASSIGNEE have agreed that the said trade marks shall be assigned and transferred to the ASSIGNEE.**

NOW, THEREFORE, THIS DEED WITNESSETH THAT:-

- 1 -

For good and sufficient consideration in the amount of US\$ 100.00, the ASSIGNOR hereby assigns and transfers to the ASSIGNEE all its right, title and interest in and to the said trade marks, with the goodwill of the business concerned in the goods for which each of the said trade marks is or becomes registered with effect from the 31st day of December 1997.

TRADEMARK

REEL: 002015 FRAME: 0058



The **ASSIGNEE** hereby confirms acceptance of the assignment and transfer as aforesaid.

IN WITNESS WHEREOF the parties hereto have executed this Deed as follows:-

EXECUTED at *Johannesburg*
this *22* day of *February* *1999*
on behalf of the **ASSIGNOR** by the
undersigned authorised officer
thereof in the presence of the
undersigned competent witness:-

M Lazarus
Name: Mark Lazarus
Title: Assistant Secretary
Sabmark International Inc.

AS WITNESS:-

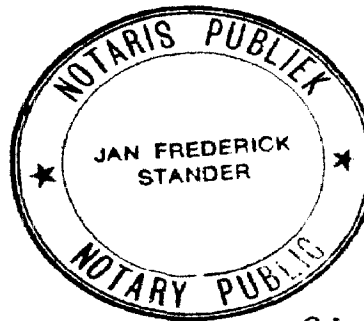
[Signature]

EXECUTED at *Johannesburg*
this *22* day of *February* *1999*
on behalf of the **ASSIGNEE** by the
undersigned authorised officer
thereof in the presence of the
undersigned competent witness:-

M Lazarus
Name: MARK LAZARUS
Title: AUTHORIZED REPRESENTATIVE.

AS WITNESS:-

[Signature]



[Signature]

MARK NO.	MARK	CLASS
1,768,816	APPLETISE	32
1,885,638	LION O.C.B.LTD. body label	32
75/423338	SABMARK JUST JUICE	32
75/108302	GRAPETISE	32
1,895,243	APPLETISER	32
1,601,252	APPLETISE logo	32
1,874,804	GRAPEMIST	32
1,922,321	GRAPETISER	32
	SERENGETI	32
1,894,677	CASTLE CHARLES GLASS body label	32

TERRITORY OF THE BRITISH VIRGIN ISLANDS
THE INTERNATIONAL BUSINESS COMPANIES ACT
(CAP.291)

CERTIFICATE OF INCORPORATION (SECTION 11)

No. 41990

The Registrar of Companies of the British Virgin Islands HEREBY CERTIFIES
pursuant to the International Business Companies Act, (Cap.291) that

SABMARK INTERNATIONAL INC.

is incorporated in the British Virgin Islands as an International Business
Company, and that the former name of the said company was

AVALON INTERNATIONAL INC.

which name has been changed this 6th day of June, 1996 to

SABMARK INTERNATIONAL INC.

Given under my hand and seal at

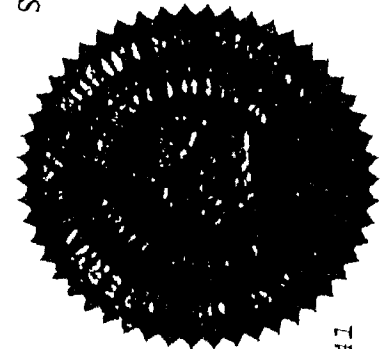
Road Town in the Island of Tortola

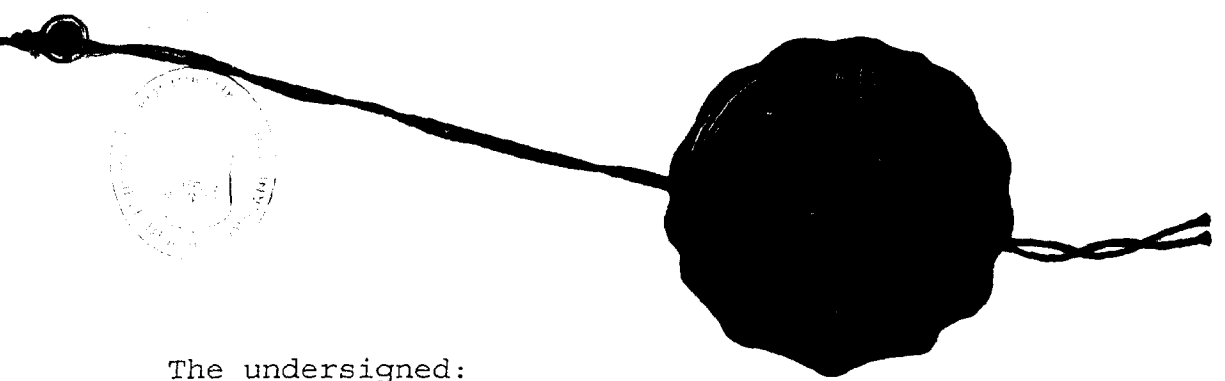
[Signature]
REGISTRAR OF COMPANIES

CRTI0141

Certified a true copy.

[Signature]
HOWARD STUBBS ROGERS
Barrister at Law
Practising Attorney, n.s.a.





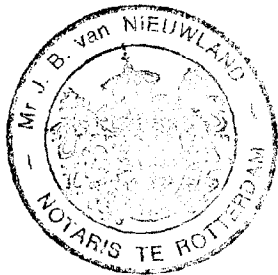
The undersigned:

Jan Bernard van Nieuwland, civil law notary at Rotterdam, the Netherlands, herewith confirms:

- that the attached document has been validly signed by Mr Mr N.M. O'Hagan and Mr J. Romein;
- that Mr N.M. O'Hagan and Mr J. Romein are fully authorized to represent jointly as managing directors the company: South African Breweries International (Finance) B.V., trading as Sabmark International, with statutory seat in Rotterdam (the Netherlands).

This confirmation only certifies the signatures of Mr N.M. O'Hagan and Mr J. Romein but does not give any opinion about the contents of the attached document.

Signed in Rotterdam, this twentieth day of January 1999.



A handwritten signature in dark ink, appearing to read "J. Romein". The signature is written in a cursive style and is enclosed within a simple rectangular box.

DEED OF ASSIGNMENT

UNITED STATES OF AMERICA

THIS DEED entered into BETWEEN :-

SOUTH AFRICAN BREWERIES INTERNATIONAL HOLDINGS, INC.

a British Virgin Island corporation of Cutlass Building, Wickham's Cay, Road Town, Tortola, British Virgin Islands

("the **ASSIGNOR**")

and

SOUTH AFRICAN BREWERIES INTERNATIONAL (FINANCE) B.V. trading as SABMARK INTERNATIONAL

a Dutch company of Hofplein 19, 3032 AC Rotterdam, The Netherlands

("the **ASSIGNEE**")

WHEREAS :-

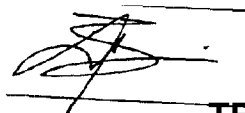
- a) The **ASSIGNOR** is the registered proprietor and applicant for registration of the trade marks ("the said trade marks"), listed on the attached Schedule marked "A"; and
- b) The **ASSIGNOR** and the **ASSIGNEE** have agreed that the said trade marks shall be assigned and transferred to the **ASSIGNEE**.

NOW, THEREFORE, THIS DEED WITNESSETH THAT:-

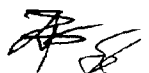
- 1 -

For good and sufficient consideration in the amount of US\$100.00, the **ASSIGNOR** hereby assigns and transfers to the **ASSIGNEE** all its right, title and interest in and to the said trade marks, with the goodwill of the business concerned in the goods for which each of the said trade marks is or becomes registered with effect from the 31st day of December 1997.

Title: Trade Mark Manager
South African Breweries International
(Finance) B.V.



TRADEMARK
REEL: 002015 FRAME: 0063

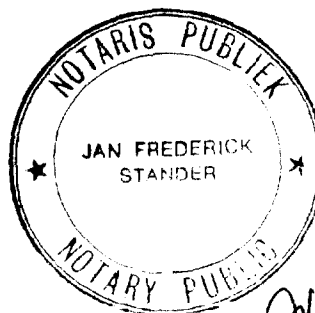


The **ASSIGNEE** hereby confirms acceptance of the assignment and transfer as aforesaid.

IN WITNESS WHEREOF the parties hereto have executed this Deed as follows:-

EXECUTED at *Johannesburg*
this *22* day of *February* 19*99*
on behalf of the **ASSIGNOR** by the undersigned authorised officer thereof in the presence of the undersigned competent witness:-

M. Lazarus
Name: *MARK LAZARUS*
Title: *AUTHORISED REPRESENTATIVE*



JFS

AS WITNESS:-

[Signature]

EXECUTED at *Rotterdam*
this *5th* day of *January* 19*99*
on behalf of the **ASSIGNEE** by the undersigned authorised officer thereof in the presence of the undersigned competent witness:-

Name: *Mrs L van der Spiegel*
Title: *Trade Mark Manager*
South African Breweries International
(Finance) B.V.

NM O'Hagan
Director

[Signature]

South African Breweries International
(Finance) B.V.

J Romein
Director

[Signature]

South African Breweries International
(Finance) B.V.

AS WITNESS:-

[Signature]

MARK NO.	MARK	CLASS
1,768,816 ✓	APPLETISE	32
1,885,638 ✓	LION O.C.B.LTD. body label	32
75/423338 ✓†	SABMARK JUST JUICE	32
75/108302 ✓‡	GRAPETISE	32
1,895,243 ✓	APPLETISER	32
1,601,252 ✓	APPLETISE logo	32
1,874,804 ✓	GRAPEMIST	32
1,922,321 ✓	GRAPETISER	32
✓	SERENGETI	32
1,894,677 ✓	CASTLE CHARLES GLASS body label	32