



12-03-2002



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RECORD TRA

DEPARTMENT OF COMMERCE Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Beer.com Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other a Canadian corporation

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 10-31-02

2. Name and address of receiving party(ies)

Name: Universal Beverage Operating Ltd. Internal Address: Suite 537 Street Address: 48 Par la Ville Road Bermuda City: Hamilton State: Zip: HM11

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State a Barbados corporation Other

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 registration number(s):

A. Trademark Application No.(s) 76/122,566; 76/122,567 and 76/019,930

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Helen Hill Minsker Internal Address: Banner & Witcoff, Ltd. Street Address: 1001 G Street, NW City: Washington State: DC Zip: 20001

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41) \$ 90.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

19-0733

DO NOT USE THIS SPACE

9. Signature.

Helen Hill Minsker Name of Person Signing

Signature

11/22/2002 Date

Total number of pages including cover sheet, attachments, and document: 8

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

12/03/2002 TDIAZ1 00000044 190733 76122566 01 FC:8521 40.00 CH 02 FC:8522 50.00 CH

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Application of:)
)
Universal Beverage Operating Ltd.) Examining Attorney
) Cynthia E. Crockett
Mark: OFFICIAL BEER)
OF THE INTERNET)
)
Serial No.: 76/122,566) Law Office: 111
)
Filed: September 5, 2000)

To the Honorable Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3513

Sir:

SUBSTITUTE POWER OF ATTORNEY

The above Applicant, Universal Beverage Operating Ltd., by way of an assignment being filed concurrently at the Assignment Division of the U.S. Patent and Trademark Office, hereby withdraws all previous powers of attorney and appoints Helen H. Minsker, Brian E. Banner, Holly M. Ford, William F. Rauchholz, and Joseph M. Potenza, all members of the Bar of the highest court of the District of Columbia, and Joseph J. Berghammer, Marc S. Cooperman and Christopher J. Renk, members of the Bar of the highest court of Illinois, and each of them c/o Banner & Witcoff, Ltd., Eleventh Floor, 1001 G Street, N.W., Washington, D.C. 20001-4597, telephone number (202) 508-9100, its attorneys, with full power of substitution and revocation, to prosecute this application to register, to transact all business in the Patent and Trademark Office in connection therewith, and to receive the Certificate of Registration.

Please direct all correspondence and telephone inquiries regarding this matter to Helen H. Minsker at the above address and telephone number.

DECLARATION AND DESIGNATION OF DOMESTIC REPRESENTATIVE

Applicant hereby withdraws all previous appointments of Domestic Representatives in this case and designates Banner & Witcoff, Ltd., whose postal address, 1001 G. Street, N.W., Eleventh Floor, Washington, D.C. 20001-4597 as Applicant's domestic representative upon whom notice or process in proceedings affecting the mark may be served.

The undersigned, being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. §1001, and that such willful false statements may jeopardize the validity of the application or any resulting registration, declares that he/she is properly authorized to execute this Substitute Power of Attorney and Designation of Domestic Representative on behalf of the Applicant; he/she believes the Applicant to be the owner of the Trademark sought to be registered, or, if the application is being filed under 15 U.S.C. §1051(b), he/she believes Applicant to be entitled to use such mark in commerce; to the best of his/her knowledge and belief no other person, firm, corporation, or association has the right to use the mark in commerce, either in the identical form thereof or in such near resemblance thereto as to be likely, when used on or in connection with the Goods of such other person, to cause confusion, or to cause mistake, or to deceive; and that all statements made of his/her own knowledge are true; and that all statements made on information and belief are believed to be true.

Universal Beverage Operating Ltd.

Date: October 31, 2002

By: 

Name: Paven R. Bretel

Title: First Vice-President

TRADEMARK ASSIGNMENT

WHEREAS, Beer.com Inc., a corporation of Ontario, Canada, with its principal place of business at 207 Queen's Quay West, Toronto, Ontario Canada M5J 1A7 (hereinafter "ASSIGNOR") owns and has a *bona fide* intention to use the Marks, OFFICIAL BEER OF THE INTERNET and SPIN THE BOTTLE (listed below and hereinafter "the Marks") in:

SERIAL NUMBER 76/122,566 for the mark OFFICIAL BEER OF THE INTERNET
SERIAL NUMBER 76/122,567 for the mark OFFICIAL BEER OF THE INTERNET
SERIAL NUMBER 76/019,930 for the mark SPIN THE BOTTLE

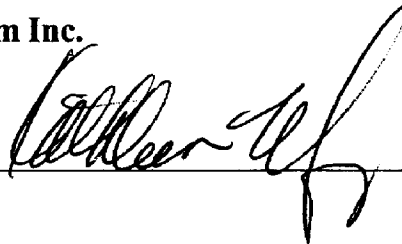
WHEREAS, ASSIGNOR has applied to register the Marks on the Principal Register of the United States Patent and Trademark office based on ASSIGNOR'S *bona fide* intent to use the Marks in commerce in connection with all of the goods and services listed in the applications;

WHEREAS, Universal Beverage Operating Ltd., a corporation of Barbados, with its principal place of business at 48 Par la Ville Road, Suite 537 Hamilton HM11, Bermuda (hereinafter "ASSIGNEE"), desires to acquire the business of ASSIGNOR in connection with which ASSIGNOR has a *bona fide* intention to use the Marks and the pending applications;

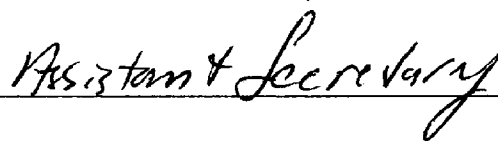
NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby mutually acknowledged, ASSIGNOR hereby sells, assigns and transfers to ASSIGNEE all right, title and interest in and to the Marks and the pending Applications therefor, together with that portion of ASSIGNOR'S business in connection with which it has a *bona fide* intent to use the Marks, and together with the goodwill of said business for which ASSIGNOR has a *bona fide* intent to use the Marks.

Beer.com Inc.

By: _____



Title: _____



Date: October 31 2002