



07-18-2003

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FORM PTO-1094
1-31-92



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

102497346

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.
Box Assignment, Washington, DC 20231

<p>1. Name of conveying party(ies): <u>1/10/02</u> TEQUILA TAPATIO, S.A.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State - MEXICAN CORP. <input type="checkbox"/> Other _____ Additional name(s) of conveying party(ies) attached? <input checked="" type="checkbox"/> Yes No</p>	<p>2. Name and address of receiving party(ies): Name: <u>JIM BEAM BRANDS CO.</u> Internal Address: <u>SUITE 200</u> Street Address: <u>510 LAKE COOK ROAD</u> City <u>DEERFIELD</u> State <u>ILLINOIS</u> ZIP <u>60015</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>DELAWARE CORPORATION</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>JANUARY 5, 2001</u></p>	
<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) _____ B. Trademark registration No.(s) <u>1,817,059</u></p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed: PENNIE & EDMONDS LLP 1155 Avenue of the Americas New York, NY 10036 Attn.: <u>Brian L. Berlandi</u> File No.: <u>6187-1229-999</u></p>	<p>6. Total number of applications and registrations involved: <u>1</u> 7. Total fee (37 CFR 3.41):.....\$ <u>40.00</u> Please charge to the deposit account listed in Section 8. 8. Deposit account number: <u>16-1150</u></p>
<p>01/22/2002 00000036 161150 1617059 01 40.00 CH DO NOT USE THIS SPACE</p>	
<p>9. Statement and signature. <i>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.</i></p> <p><u>Brian L. Berlandi</u> <u>[Signature]</u> <u>Jan. 10, 2002</u> Name of Person Signing Reg. No. Signature Date</p> <p>Total number of pages comprising cover sheet: <u>5</u></p>	

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignment

PTO-1594

1-1-92

RECORDATION

TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

To the Director of the United States Patent and Trademark Office, attached original documents or copy thereof. P.O. Box 1450 Alexandria, VA 22313-1450

1. Name of conveying party(ies):
 ROBERT DENTON AND COMPANY LIMITED

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

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

2. Name and address of receiving party(ies):

Name: JIM BEAM BRANDS CO.
 (co-owner of Reg. No. 1,817,059
 with Tequila Tapatio S.A.)
 Internal Address SUITE 200

Street Address 510 LAKE COOK ROAD

City DEERFIELD State IL ZIP 60015

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State DELAWARE
 Other _____

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name

Other _____

Execution Date: JANUARY 5, 2001

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designation 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) _____
 B. Trademark registration No.(s) 1,817,059

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 PINNIE & EDMONDS LLP
 155 Avenue of the Americas
 New York, New York 10036-2711

Attn: MELANIE BRADLEY

File No.: 006187-1229-999

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$
 Please charge to the deposit account listed in Section 8.

8. Deposit account number:
16-1150

DO NOT USE THIS SPACE

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.

Melanie Bradley Melanie Bradley June 10, 2003
 Name of Person Signing Reg. No. Signature Date

Total number of pages comprising cover sheet: _____

Mail documents to be recorded with required cover sheet information to: Director of the United States Patent and Trademark Office P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK REEL: 002686 FRAME: 0071

ASSIGNMENT OF TRADEMARK

This agreement entered this 5th of January, 2001 between Tequila Tapatio, S.A., of Alvaro Obregon #35, Arandas, Jalisco, Mexico, a Mexican Corporation ("Tequila Tapatio"), and Robert Denton and Company Limited, of 2724 Auburn Road, Auburn Hills, Michigan 48013, a Michigan corporation ("Assignor"), and Jim Beam Brands Co. of Suite 200, 510 Lake Cook Road, Deerfield, Illinois 60015-4964 a Delaware corporation ("Beam").

WHEREAS, Tequila Tapatio and Assignor are joint owners of the Mark EL TESORO DE DON FELIPE for tequila, as acknowledged in the trademark registration application. The joint ownership of the Mark is also acknowledged in that certain agreement between Tequila Tapatio and Assignor dated May 27, 1992.

WHEREAS, Assignor and Tequila Tapatio have adopted and are using trademark EL TESORO DE DON FELIPE which is registered in International Class 33 in the United States Patent and Trademark Office, Registration No. 1,817,059 issued January 18, 1994 (the "Mark").

WHEREAS, Beam wishes to acquire from Assignor all of Assignor's rights to the Mark and the registration therefor, along with all of Assignor's rights to the goodwill associated with the Mark.

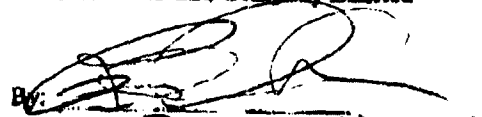
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Beam all rights, title and interest in and to said Mark and the registration therefor, the goodwill of the business symbolized by said Mark, along with the business in connection with which the Mark is used, as well as all of Assignor's rights under the Joint Ownership Agreement.

Additionally, Assignor hereby assigns to Beam the right to bring legal action against and to collect damages from third parties for any past or current infringement of

the Mark or to bring any related claims including but not limited to dilution, unfair competition, etc against such third parties. Any such action will be brought at Beam's and Tequila Tapatio's cost but Assignor agrees to cooperate as may be necessary.

Tequila Tapatio hereby consents to the foregoing assignment and acknowledges Beam's joint ownership of the Mark with Tequila Tapatio.

Robert Denton and Company Limited

By: 
Printed Name ROBERT J. DENTON
Title PRESIDENT

Date: 1/5/01


STATE OF _____)
COUNTY OF _____)

The foregoing instrument was acknowledged before me this Jan 5, 2001 by Robert J. Denton of Robert Denton and Company Limited, on behalf of the corporation. He/she is personally known to me or has produced appropriate Verification.

(Notary Seal) 
(Notary Public)

DEBORAH A. LOMBARDI, NOTARY PUBLIC
Macomb County Acting in Wayne
My Commission Expires 4-7-2002

Tequila Tapatio, S.A.

By: 
Printed Name: Carlos C. Camarena
Title: General Manager

Date: 1/05/01

STATE OF _____)
COUNTY OF _____)

The foregoing instrument was acknowledged before me this _____ by _____

_____ of Tequila Tapatio, S.A., on
behalf of the corporation. He/she is personally known to me or has produced appropriate identification.

(Notarial Seal)

(Notary Public)