

9/2/03

RECORD
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09-04-2003

Docket No.:

PCL-104J



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OFFICE OF

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al documents or copy thereof.

1. Name of conveying party(ies):

Pastene & Co., Inc.

2003 SEP -2 AM 10:02
FINANCE SECTION

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

Name: The Pastene Companies, Ltd.

Internal Address: _____

Street Address: 275 Turnpike Street

City: Canton State: MA ZIP: 02021

- Individual(s)
 - General Partnership
 - Corporation-State Delaware
 - Other _____
- Additional names(s) of conveying party(ies) Yes No

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

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

Execution Date: April 24, 2003

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

166,452

Additional numbers

Yes No

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

Name: Roy J. Coleman

Internal Address: Iandiorio & Teska

Street Address: 260 Bear Hill Road

City: Waltham State: MA ZIP: 02451

6. Total number of applications and registrations involved:..... 1

7. Total fee (37 CFR 3.41):.....\$ \$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

09-0002

09/03/2003 6T011 00000137 166452

01 FC:0521 40.00 DP

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.

Roy J. Coleman

Name of Person Signing

Signature

August 29, 2003

Date

Total number of pages including cover sheet, attachments, and

8

TRADEMARK

REEL: 002815 FRAME: 0356

(b) The total number of shares and the par value, if any, of each class of stock which the ~~existing~~ **surviving** corporation is authorized is as follows:

CLASS OF STOCK	WITHOUT PAR VALUE	WITH PAR VALUE		
	NUMBER OF SHARES	NUMBER OF SHARES	PAR VALUE	AMOUNT
Preferred				\$.
Common				

** (c) If more than one class is authorized, a description of each of the different classes of stock with, if any, the preferences, voting powers, qualifications, special or relative rights or privileges as to each class thereof and any series now established.

** (d) Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, for restrictions upon the transfer of shares of stock of any class, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

4. (This paragraph 4 may be deleted if the ~~existing~~ **surviving** corporation is organized under the laws of a state other than Massachusetts.)

The following information shall not for any purpose be treated as a permanent part of the articles of organization of the ~~existing~~ **surviving** corporation.

(a) The post office address of the principal office of the ~~existing~~ **surviving** corporation in Massachusetts is:
12 First Avenue, Somerville, MA 02143

(b) The name, residence and post office address of each of the directors and President, Treasurer and Clerk of the ~~existing~~ **surviving** corporation is as follows:

Name	Residence	Post Office Address
President Alvaro B. Pirani	26 Kenwin Road Winchester, MA 01890	26 Kenwin Road Winchester, MA 01890
Treasurer Joseph A. Lombardo	6199 Despreaux Montreal, Canada H1S 1E7	6199 Despreaux Montreal, Canada H1S 1E7
Clerk Edward L. LaVine	1800 Beacon Street Waban, MA 02168	1800 Beacon Street Waban, MA 02168
Directors	See attached addendum to Article 4 (b)	

(c) The date adopted on which the fiscal year of the ~~existing~~ **surviving** corporation ends is: June 30.

(d) The date fixed in the by-laws for the Annual Meeting of stockholders of the ~~existing~~ **surviving** corporation is: The third Thursday in September.

*Delete the inapplicable words.

**If there are no provisions state "NONE."

NOTE: If the space provided under article 3 is insufficient, additions shall be set forth on separate 8 1/2 x 11 inch sheets of paper, leaving a left hand margin of at least 1 inch for binding. Additions to more than one article may be continued on a single sheet so long as each article requiring each such addition is clearly indicated.

ADDENDUM TO ARTICLE 3 OF ARTICLES OF MERGER
OF
PASTENE & CO. INC. INTO PASTENE WINE & SPIRITS CO. INC.

- A. The name by which the surviving corporation shall be known is
The Pastene Companies Ltd.
- B. The purposes of the surviving corporation and the nature of the
business to be transacted by it are as follows:

To carry on the business of manufacturing, buying and selling at
wholesale or retail, importing, exporting and dealing in ales,
beers, wines, alcoholic and malt beverages of all kinds and all
products and by-products connected therewith; to brew, can,
cure, cut, distill, refine, bottle, rectify, blend, put into any
kind of container and otherwise prepare for market, ales, beers,
wines, alcoholic and malt beverages of all kinds and such
products and by-products.

To grow, raise, cultivate, catch or otherwise produce, or
acquire, to bake, bottle, can, harvest, manufacture, pack,
preserve, refine, ripen, salt, slaughter, or otherwise prepare
for market, to buy and sell, to export and import and deal in
and carry on business in all varieties of food, food products
and food preparations, and all articles, products and food
preparations, and all articles, animals and things useful as, or
in connection with any variety of food, food products and food
preparations.

To engage in and carry on any other business activities,
permitted to a corporation organized under the laws of the
Commonwealth of Massachusetts, as from time to time amended, and
to exercise any and all powers now or hereafter vested in or
conferred upon business corporations by the common and statutory
laws of the Commonwealth of Massachusetts, as from time to time
amended.

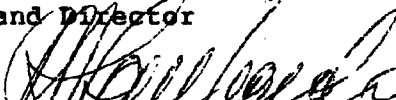
CONSENT TO USE OF CORPORATE NAME


On behalf of PASTENE & CO. INC., the undersigned, being the President and all of the Directors of Pastene & Co. Inc., hereby consent to the use by Pastene Wine & Spirits Co. Inc. of the name "The Pastene Companies Ltd.", including without limitation as Pastene Wine & Spirits Co. Inc.'s corporate name, both now and from any time after the date of this Consent.

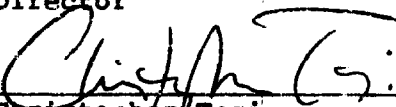
IN WITNESS WHEREOF, the undersigned have signed this document as an instrument under seal this 29th day of June, 1987.

PASTENE & CO. INC.

By 
Alvaro B. Pirani, President
and Director

By 
Joseph A. Lombardo,
Director

By 
Mark G. Tosi,
Director

By 
Christopher Tosi,
Director

ADDENDUM TO ARTICLE 4(b) OF ARTICLES OF MERGER
OF
PASTENE & CO. INC. INTO PASTENE WINE & SPIRITS CO. INC.

	NAME	RESIDENCE	POST OFFICE ADDRESS
Directors:	Alvaro B. Pirani	26 Kenwin Rd. Winchester, MA 01890	26 Kenwin Rd. Winchester, MA 01890
	Joseph A. Lombardo	6199 Despreaux Montreal, Canada H1S 1E7	6199 Despreaux Montreal, Canada H1S 1E7
	Mark G. Tosi	13 Park Street Charlestown, MA 02129	13 Park Street Charlestown, MA 02129
	Christopher Tosi	666 Main Street Winchester, MA 01890	666 Main Street Winchester, MA 01890

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RECEIVED

THE COMMONWEALTH OF MASSACHUSETTS

JUN 29 1987

ARTICLES OF ~~CONSOLIDATION~~ MERGER*

(General Laws, Chapter 156B, Section 79)

SECRETARY OF STATE
CORPORATION DIVISION

I hereby approve the within articles of ~~CONSOLIDATION~~ merger* and, the filing fee in the amount of \$ 200.00 having been paid, said articles are deemed to have been filed with me this 29th day of June, 19 87.

Effective Date

Michael J. Connolly
MICHAEL JOSEPH CONNOLLY
Secretary of State

TO BE FILLED IN BY CORPORATION
Photocopy of Articles of Merger To Be Sent

TO: Edward L. LaVine, Esq.
Goulston & Storrs, P.C.
400 Atlantic Avenue
Boston, MA 02210-2206
Telephone (617) 482-1776

Copy Mailed