	04-17-2003 Atty. Dkt. No. 58937/1
ORM FTO-1595 (modified)	U.S. DEPARTMENT OF COMMERC
Rev 6-93 RECORD,	Patent and Trademark Off
4-14-03 1	102421922
	demark Office: Please record the attached original documents or copies there
1. Name of conveying party(ies):	2. Name and address of receiving party(ies):
Eass PLC	
	Bass Machine Holdings Limited 20 North Audley Street London W1Y 1WE ENGLAND
Au ditional conveying party(ies) NO	
3. Nature of conveyance: ASSIGNMENT	
Execution Date:	
March 30, 2000	Additional name(s) & address(es) at cheer NO
4. Application number(s) or patent number(s)	
If this is being filed together with a new a	oplication, the execution date of the application is:
A. Patent Application Number(s):	B. Patent Number(s):
۵	5,683,732 6,141,970 6,103,280 6,151,911 dditional numbers attached? NO
5. Name and address of party to whom corre	spondence
$\operatorname{concerning}$ document should be mailed:	
Michael D. Rechtin	7. Total fee (37 C.F.R. § 3.41): \$160.00
FOLEY & LARDNER	Check Enclosed
One IBM Plaza 330 North Wabash Avenue, Su	Lite 3300 X Charge to deposit account
Chicago, Illinois 60611-36	
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	ef, the foregoing information is true and correct and any attached cop Commissioner is hereby authorized to charge any additional recordation he above-identified deposit account.
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Name of person signing (6/20: 3 TDIAZ1 00000126 061450 5683732	Signature Date
<u>C:80/1 160.00 CH</u> Total num	ber of pages including cover sheet, attachments, and document: 10

30 March 2000

BASS PLC

BASS MACHINE HOLDINGS LIMITED

DEED OF ASSIGNMENT OF INTELLECTUAL PROPERTY RIGHTS



THIS DEED is made on 30 March 2000

BETWEEN

BASS PLC (company no. 913450), a company incorporated in England whose registered office is at 20 North Audley Street, London, W1Y 1WE (*Assignor*)

BASS MACHINE HOLDINGS LIMITED (company no. 3211009), a company incorporated in England whose registered office is at 20 North Audley Street, London, W1Y 1WE (*Assignee*)

WHEREAS:

- (A) The Assignor is the owner of the Intellectual Property Rights (as defined below).
- (B) The Assignor has agreed to assign the Intellectual Property Rights to the Assignee on the terms set out in this Deed.

IT IS AGREED AS FOLLOWS:

DEFINITIONS

1. Words and expressions used in this Deed shall have the following meanings, unless the context requires otherwise:

Assignor's Group means the Assignor and any company which is for the time being a subsidiary of the Assignor;

Business means:

- the entire business of brewing and/or distribution and wholesaling of beers, ciders, wines, spirits, flavoured alcoholic beverages and other alcoholic beverages and the wholesaling of soft drinks in Great Britain hitherto carried on directly or indirectly by Bass Brewers Limited (company no. 26018) and certain of its subsidiaries (BBL);
- (ii) the entire business of brewing and/or production and/or distribution and wholesaling of Products and soft drinks in Northern Ireland and the Republic of Ireland hitherto carried on directly or indirectly by Bass Ireland Limited (company no. NI6164) and certain of its subsidiaries (BIR); and
- (iii) the entire business of brewing, manufacture, bottling and/or distribution and wholesaling of Products in the world (excluding the United Kingdom of Great Britain and Northern Ireland and the Republic of Ireland but for the avoidance of doubt including the Isle of Man and the Channel Islands) hitherto carried on directly or indirectly by Bass Beers

LQ003684.575/14+

Page 1

Worldwide Limited (company no. 75597) and certain of its subsidiaries (BBW);

Designs means the registered designs and applications for registered designs set out in Schedule 1;

Domain Names means such internet domain names as are owned by the Assignor and used in the Business;

Intellectual Property means and includes trade and service marks whether registered or not, trade and business names, patents, inventions, registered designs whether registered or not (and all applications for any of the foregoing), copyrights, design rights, designs, logos, drawing, know-how, secret formulae and processes, yeast strains, lists of suppliers and customers and other confidential or proprietary knowledge and information;

Intellectual Property Rights means all right, title and interest in Intellectual Property subsisting in any part of the world which is owned by the Assignor or those of its subsidiaries listed in Schedule 4 and used in the Business, including for the avoidance of doubt the Trade Marks, Domain Names, Patents, Designs and Know How; excluding any Intellectual Property Rights used in connection with the Chateau Lascombes wine business which forms part of the Assignor's Group;

Know How means rights in product formulae, specifications, manufacturing techniques and other know how relating to Products which are owned by the Assignor;

Patents means the patents and patent applications set out in Schedule 2;

Products means:

- (i) in the case of the Business of BBL and BIR, beers, ciders, wines, spirits, alcoholic carbonates and other alcoholic beverages; and
- (ii) in the case of the Business of BBW, beers, ciders, wines, spirits, flavoured alcoholic beverages, other alcoholic beverages and including low-alcohol and non-alcoholic beer and also soft and carbonated drinks;

subsidiary shall have the meaning given in section 736 of the Companies Act 1985;

Trade Marks means the trade marks and trade mark applications set out in Schedule 3.

Page 2

ASSIGNMENT

2. The Assignor hereby assigns to the Assignee, and shall procure at the written request of the Assignee that each of its subsidiaries listed in Schedule 4 shall assign, subject to any licences of the Intellectual Property Rights granted to third parties, all its right, title and interest in and to the Intellectual Property Rights, together with any goodwill and all statutory and common law rights attaching thereto including the right to sue for damages and other remedies in respect of any infringement or misuse of any of the Intellectual Property Rights which may have occurred prior to the date of this Deed and to retain any damages obtained as a result of any such action.

DECLARATION OF TRUST

3. To the extent that clause 2 does not effect the transfer of full legal title to any of the Intellectual Property Rights to the Assignee, then the Assignor declares, and shall procure at the written request of the Assignee that any relevant subsidiary shall declare, that such Intellectual Property Rights are held by the Assignor or the relevant subsidiary (as the case may be) in trust for the Assignee and that the Assignor or relevant subsidiary has no beneficial interest in them.

NO WARRANTIES

4. Nothing in this Deed shall be construed as a warranty or representation by the Assignor that any of the Intellectual Property Rights is valid or enforceable.

5. The Assignee acknowledges that in entering into this Deed, it does not do so on the basis of or rely on any representation, warranty or other provision except as expressly provided in this Agreement, and accordingly all conditions, warranties or other terms implied by statute or common law are hereby excluded to the fullest extent permitted by law.

FURTHER ASSURANCE

6. The Assignor shall execute such further documents and do such further acts as may be required by law or as the Assignee may reasonably request from time to time (including executing as soon as reasonably practicable after the date of this Deed such deeds, agreements or other documents as may be required by the Assignee to effect the registration or recordal of the assignment of any of the Intellectual Property Rights to the Assignee in any relevant jurisdiction) by way of further assurance of the rights assigned under this Deed.

7. The parties certify that this instrument falls within category L in the Schedule to the Stamp Duty (Exempt Instruments) Regulations 1987, as it is a conveyance or transfer of property operating as a voluntary disposition inter

Page 3

vivos for no consideration in money or money's worth nor any consideration referred to in Section 57 of the Stamp Act 1891.

GOVERNING LAW AND JURISDICTION

This Deed is governed by and shall be construed in accordance with 8. English law. The parties irrevocably submit to the exclusive jurisdiction of the English courts in relation to any dispute arising out of this Deed.

COUNTERPARTS

This Deed may be executed in counterparts, each of which shall be 9. considered an original, with the same effect as if the parties or their representatives signed the same instrument.

IN WITNESS WHEREOF this Deed has been executed by the duly authorised representatives of the parties the day and year first above written.

EXECUTED as a **DEED**) Director and delivered by **BASS PLC**) Director/Secretary acting by two Directors/a Director and Secretary:) Director EXECUTED as a DEED and delivered by) Director/Secretary Mlubily **BASS MACHINE HOLDINGS**

LIMITED acting by two Directors/a Director and Secretary:

Page 4

SCHEDULE 2

Patents

PATENT REEL: 013949 FRAME: 0836

Page 6

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BARKER BRETTELL & DUNCAN								
Add-One to Riffat Concept	GB	9901171.0	20th Jan 1999	Bass pic	2333586	2333586 28th July 1989		
Add-Ons to Riffat Concept	Europe•	99300383,9	99300383.9 20th Jan 1999	Bass plo			9801436.8	9801436.8(24th Jan 1998
Add-Ons to Riffat Concept	USA	236847.0	22nd Jan 1999	Bass pic			9801436.8	9801436.8 24th Jan 1998
Adjustable Orifice Plate	GB	9612029	8th June 1996 Bass plc	Bass pic				
Adsorption - No Riffat	GB	9801435	24th Jan 1998 Bass plc	Bass pic	2329461A	24th Mar 1999		
Adsorption - No Riffat	USA	156959		Base plo				
Alton Propogator	GB	9604902.9	Ē	Bass Dic	2298651	22nd July 1898		
Bottle & Crown Opener	X	9911747.6	1	Bass olc				ŕ
Bottle-in-a-Bottle	UK	9911416.7		Bass plo				
Can Cooling - Mixture	GB .	9720008.7	<u> </u>	Bass plc	2329469A	24th Mar 1998		
Can Cooling/Evolution Combined	USA	157048	L	Bess pic				20th Sept 1987
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Evolution of Dissolved Gas	GB	972009.1		Bass pic	2329392A	24th Mar 1999		
Exocet: Bottle & Crowning Machine	GB	9724114.6		Bess plc	2331511	26th May 1999		
Execet: Plastic & Crown	B	9723733.3	•	Bass pic				
Flash Conditioning	GB	9521911.9		Bass plc	2294944	19th Nov 1997		
Flavour Vieges	GB	9808022.9		Bass plc				
Gas Fire	Europa	85303174.7	11th May 1995 Bass plo	Bass plo				
Gas Fire	GB	9509671.7		Bass plo	2289425	2nd Sept 1998		
Headmaster	(GB ·	9800904.6	17th Jan 1998 Bass plo	Bass plo	2333282			
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Improving Head with Proteins	GB			Bass pic	2148322	20th Aug 1984		
improving Head with Proteins	Hang Kong			Bass pic	109 of 1989	28th Aug 1984		
improving Head with Proteins	NSA			Bass pic	4880643	14th May 1986		
Kesk II	Europe	95303173.9	11th May 1995	Bass plc				
Kesk Ij	89	9509570.9	11th May 1995	Bass plc	2289477	6th March 1996		
Kesk II	NSA	441448		Bass pic				
Manometer	CB		<i>67</i>	Bass plc	2192989	21st July 1987		
Oxygenated Yeast	B			Bass pic	2197341	18th Sept 1987		
Pektron Dispanse Tap	GB	•		Bass pic and Pektron Ltd	2128166	1st Oct 1982		
Phermaceutical Uses	GB	9914681.3	24th June 1999	John Lawrence				
Post-Nottingham Can Cooling	ž	9917670,6	28th July 1989 Bass plc	Bass plc			PCT/GB/ 99/00266	26th Jan 1900
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PATENT 4

REEL: 013949 FRAME: 0837

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