

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

10-07-1999

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



TRADEMARK

OCT 4

Our Ref: 47630-0001

101163487

FR SHEET

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

MRO
10-4-99

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other _____
- Effective Date
Month Day Year
July 1, 1999

Conveying Party

____ Mark if additional names of conveying parties attached

Name Select-Canfield Enterprises, L.L.C.

Execution Date
Month Day Year

July 1, 1999

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other Indiana Limited Liability Company

____ Citizenship/State of Incorporation/Organization _____

Receiving Party

____ Mark if additional names of receiving parties attached

Name ABC Beverage Corp.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 7955 South Cass Avenue, Suite 201

Address (line 2) Darien, Illinois 60561

Address (line 3) _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization Michigan

10/05/1999 DMSUYEN 00000268 1411874

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 50.00 OP

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 200231

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name _____

Address (line 1) _____

Address (line 2) _____

Address (line 3) _____

Address (line 4) _____

Correspondent Name and Address

Area Code and Telephone Number (212) 309-6764

Name Jessica N. Cohen

Address (line 1) MORGAN, LEWIS & BOCKIUS LLP, Attn: TMSU

Address (line 2) 1800 M Street, N.W.

Address (line 3) Washington, D.C. 20036-5869

Pages Enter the total number of pages of the attached conveyance document including any attachments.

6

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers are attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

1,411,874
1,566,268

1,510,359

Number of Properties Enter the total number of properties involved.

3

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41):

\$ 90.00

Method of Payment: Enclosed X

Deposit Account _____

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: 13-4520

Authorization to charge additional fees: Yes X No _____

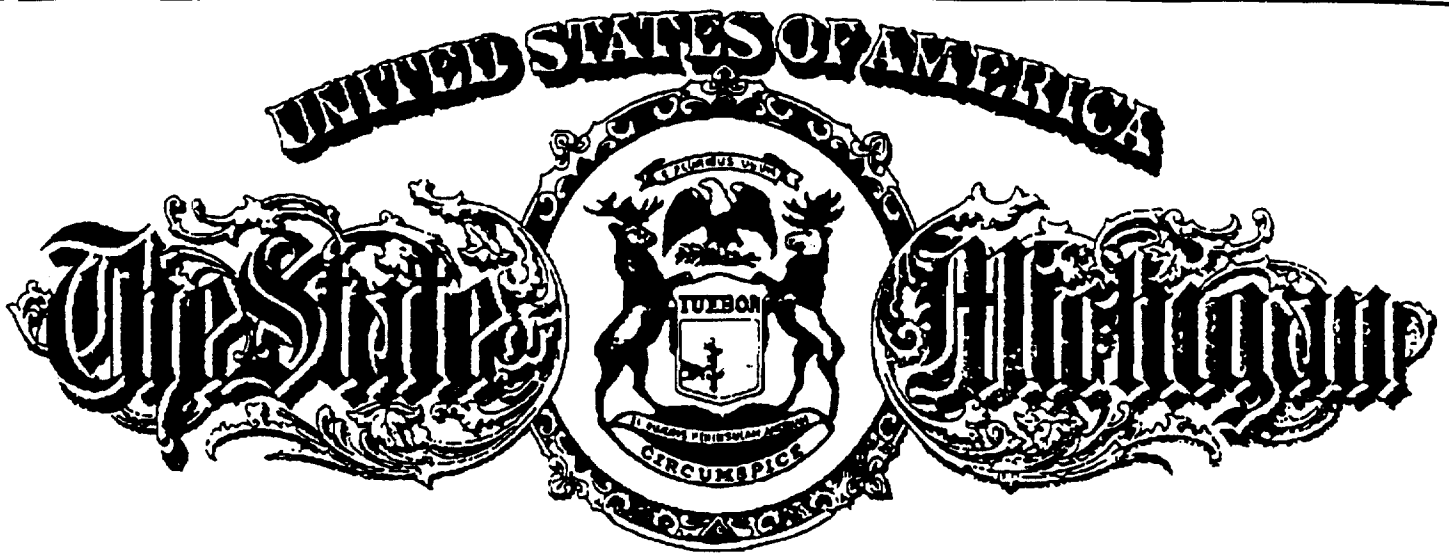
Statement and Signature

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. Charges to deposit account are authorized, as indicated herein.

Jessica N. Cohen
Name of Person Signing

Jessica N. Cohen
Signature

10/1/09
Date Signed



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify that the Annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 1st day of July, 1999.

Julie Croll

, Director

Corporation, Securities and Land Development Bureau

MICHIGAN DEPARTMENT OF CONSUMER AND INDUSTRY SERVICES
CORPORATION, SECURITIES AND LAND DEVELOPMENT BUREAU

Date Received

JUN 30 1999

(FOR BUREAU USE ONLY)

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

FILED

JUN 30 1999

Administrator
CORP. SECURITIES & LAND DEV. BUREAU

517-663-2525 ReE # 94420
Attn: Cheryl J. Bixby
MICHIGAN RUNNER SERVICE
P.O. Box 266
Eaton Rapids, MI 48827

EFFECTIVE DATE:

Expiration date for new assumed names: December 31,

Expiration date for transferred assumed names appear in Item 6

Document will be returned to the name and address you enter above
If left blank document will be mailed to the registered office.

CERTIFICATE OF MERGER

**Cross Entity Merger for use by Profit Corporations, Limited Liability Companies
and Limited Partnerships**

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies) and Act 213, Public Acts of 1982 (limited partnerships), the undersigned entities execute the following Certificate of Merger:

1. The Plan of Merger (Consolidation) is as follows:

a. The name of each constituent entity and its identification number is:

ABC Beverage Corp.

482-371

Select-Canfield Enterprises, LLC

b. The name of the surviving (new) entity and its identification number is:

AEC Beverage Corp.

482-371

Corporations and Limited Liability Companies provide the street address of the survivor's principal place of business:

7955 South Cass Avenue, Suite 201, Darien, Illinois 60561

2. (Complete only if an effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document in this office.)

The merger (consolidation) shall be effective on the _____ day of _____, 19_____.

3. Complete for Profit Corporations only

For each constituent stock corporation, state:

Name of corporation	Designation and number of outstanding shares in each class or series	Indicate class or series of shares entitled to vote	Indicate class or series entitled to vote as a class
ABC Beverage Corp.	2,618,991 Class A Common, \$.01 Par Value	Class A Common	Class A Common
XXXXXXXXXXXXXXXXXXXX	114,074 Class B Common, \$.01 Par Value	Class B Common	Class B Common

If the number of shares is subject to change prior to the effective date of the merger or consolidation, the manner in which the change may occur is as follows: N/A

The manner and basis of converting shares are as follows: See Attachment A

The amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows: N/A

The Plan of Merger will be furnished by the surviving profit corporation, on request and without cost, to any shareholder of any constituent profit corporation.

The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

(Complete either Section (a) or (b) for each corporation)

a) The Plan of Merger was approved by the majority consent of the incorporators of _____, a Michigan corporation which has not commenced business, has not issued any shares, and has not elected a Board of Directors.

_____ (Signature of Incorporator)	_____ (Type or Print Name)	_____ (Signature of Incorporator)	_____ (Type or Print Name)
_____ (Signature of Incorporator)	_____ (Type or Print Name)	_____ (Signature of Incorporator)	_____ (Type or Print Name)

b) The plan of merger was approved by:
 the Board of Directors of _____, the surviving Michigan corporation, without approval of the shareholders in accordance with Section 703a of the Act.

the Board of Directors and the shareholders of the following Michigan corporation(s) in accordance with Section 703a of the Act.

ABC Beverage Corp.

By William H. Nelson
 (Signature of Authorized Officer or Agent)
WILLIAM H. NELSON, V.P.
 (Type or print name)
ABC Beverage Corp.
 (Name of Corporation)

By _____
 (Signature of Authorized Officer or Agent)

 (Type or print name)

 (Name of Corporation)

4. Complete for any Limited Liability Companies only

Check one of the following:

- There are no changes to be made to the Articles of Organization of the surviving limited liability company.
- The amendments to the Articles, or a restatement of the Articles, of the surviving limited liability company to be effected by the merger are as follows:

The manner and basis of converting the membership interests are as follows: Upon the effective date of the merger, all membership interests of Select-Canfield Enterprises, LLC which are issued and outstanding immediately prior to the effective time of the merger shall be canceled. The members of Select-Canfield Enterprises, LLC shall not receive any shares of the surviving corporation in exchange for the cancellation of their membership interests.

The Plan of Merger was approved by the members of each constituent limited liability company in accordance with section 702(1).

The Plan of Merger was approved by the members of each domestic limited liability company in accordance with section 705a(5) and by each constituent business organization in the manner provided by the laws of the jurisdiction in which it is organized.

For each limited liability company involved in the merger, this document is signed in accordance with Section 103 of the Act.

Signed this _____ day of _____, 19 _____

By _____
(Signature of Member or Manager)

(Type or Print Name)

(Name of Limited Liability Company)

Signed this _____ day of _____, 19 _____

By _____
(Signature of Member or Manager)

(Type or Print Name)

(Name of Limited Liability Company)

Attachment A

Upon the effective date of the merger, the issued shares of the surviving corporation shall not be converted or exchanged in any manner, but each said share which is issued at the effective date shall continue to represent one issued share of the surviving corporation. Upon the effective date of the merger, all membership interests of Select-Canfield Enterprises, LLC which are issued and outstanding immediately prior to the effective time of the merger shall be canceled. The members of Select-Canfield Enterprises, LLC shall not receive any shares of the surviving corporation in exchange for the cancellation of their membership interests.

1-NY:994502.1

SELECT-CANFIELD ENTERPRISES, L.L.C.

Mark	Registration/ Application Number	Country/State	Date of Filing
JUICYFUL	1,411,874	U.S.	September 30, 1986
UPTOWN	1,510,359	U.S.	October 25, 1988
WATERTOWE R	1,566,268	U.S.	November 14, 1989
UP-TOWN	475196	Benelux	