

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/31/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Beverage Management, Inc.		05/31/2008	CORPORATION: MICHIGAN

RECEIVING PARTY DATA

Name:	The American Bottling Company
Street Address:	5301 Legacy Drive
City:	Plano
State/Country:	TEXAS
Postal Code:	75024
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	0675316	50-50
Registration Number:	0895136	CHERIKEE RED
Registration Number:	0620587	COTTON CLUB QUI-9
Registration Number:	1578003	DANISH CREME

CORRESPONDENCE DATA

Fax Number: (210)226-8395
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 210-554-5450
 Email: ipdocket@coxsmith.com
 Correspondent Name: Pamela B. Huff
 Address Line 1: 112 East Pecan Street, Suite 1800
 Address Line 2: Cox Smith Matthews Incorporated
 Address Line 4: San Antonio, TEXAS 78205

ATTORNEY DOCKET NUMBER: 5338.3339

TRADEMARK

OP \$115.00 0675316

NAME OF SUBMITTER:	Pamela B. Huff
Signature:	/pbhuff35901/
Date:	10/10/2008
Total Attachments: 4 source=BMI Merger ABC 5-31-2008#page1.tif source=BMI Merger ABC 5-31-2008#page2.tif source=BMI Merger ABC 5-31-2008#page3.tif source=BMI Merger ABC 5-31-2008#page4.tif	

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"BEVERAGE MANAGEMENT, INC.", A MICHIGAN CORPORATION,

WITH AND INTO "THE AMERICAN BOTTLING COMPANY" UNDER THE NAME OF "THE AMERICAN BOTTLING COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF MAY, A.D. 2008, AT 11:23 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF MAY, A.D. 2008, AT 11:57 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2880629 8100M

080620551

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6623224

DATE: 05-29-08

TRADEMARK
REEL: 003868 FRAME: 0265

CERTIFICATE OF MERGER

merging

BEVERAGE MANAGEMENT, INC.
(a Michigan corporation)

with and into

THE AMERICAN BOTTLING COMPANY
(a Delaware corporation)

**(PURSUANT TO SECTION 252 OF THE
GENERAL CORPORATION LAW OF THE STATE OF DELAWARE)**

May 28, 2008

THE AMERICAN BOTTLING COMPANY, a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY as follows:

FIRST: The name and state of domicile of each of the constituent corporations (collectively, the "Constituent Corporations") is as follows:

<u>Name</u>	<u>State of Domicile</u>
Beverage Management, Inc.	Michigan
THE AMERICAN BOTTLING COMPANY	Delaware

SECOND: An Agreement and Plan of Merger dated as of May 28, 2008 (the "Agreement and Plan of Merger"), has been approved, adopted, certified, executed and acknowledged by the Corporation and Beverage Management, Inc. in accordance with the requirements of the General Corporation Law of the State of Delaware.

THIRD: The name of the corporation surviving the merger is "THE AMERICAN BOTTLING COMPANY", a Delaware corporation (the "Surviving Corporation").

FOURTH: The Certificate of Incorporation of the Corporation shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: The executed Agreement and Plan of Merger is on file at an office of the Surviving Corporation, the address of which is 5301 Legacy Drive, Plano, Texas 75024.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of the Corporation or Beverage Management, Inc.

SEVENTH: This Certificate of Merger shall be effective as of 11:57 P.M. Eastern Time on May 31, 2008.

[Signature page follows.]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Merger to be executed by its duly authorized officer as of the date first written above.

THE AMERICAN BOTTLING COMPANY

By: W. M. Nelson

Name: William M. Nelson

Title: Senior Vice President & Secretary

[Signature page to Certificate of Merger]