



01-28-2002

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Form PTO-1594

(Rev. 03/01)

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY



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To the Honorable Commissioner of Patents and Trademarks: Please record the attached

1. Name of conveying party(ies):

Ferrari-Carano Vineyards and Winery

1-28-02

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

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

3. Nature of conveyance:

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

Execution Date: April 4, 2001

2. Name and address of receiving party(ies)

Name: Ferrari-Carano Vineyards and Winery LLC

Address: _____

Street Address: 8761 Dry Creek Road

City: Healdsburg State: CA Zip: 95448

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations 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)

76-243311

B. Trademark Registration No.(s)

1,947,162; 1,634,300; 2,239,108; 2,355,474

Additional number(s) attached Yes No

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

Name: Paulette R. Carey, Esq.

Internal Address: Buchman & O'Brien, LLP

Street Address: 510 Thornall Street,

Suite 200

City: Edison State: NJ Zip: 08837

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41).....\$ 140.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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.

Paulette R. Carey

Name of Person Signing

Paulette R. Carey
Signature

01/24/02

Date

Total number of pages including cover sheet, attachments, and document: 2

02/04/2002 GTON11 00000143 76243311

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

01 FC:481
02 FC:482

40.00 OP
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REEL: 002437 FRAME: 0028

SNL



State of California Bill Jones Secretary of State

LIMITED LIABILITY COMPANY ARTICLES OF ORGANIZATION - CONVERSION

IMPORTANT - Read all instructions before completing this form.

File# 200110210046

FILED
In the Office of the Secretary of State
of the State of California

APR - 6 2001

Bill Jones
BILL JONES, Secretary of State

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1. Name of the limited liability company: (end the name with the words "Limited Liability Company," "Ltd. Liability Co.," or the abbreviations "LLC" or "L.L.C.")
Ferrari-Carano Vineyards and Winery, LLC

2. Statement of Conversion:
Ferrari-Carano Vineyards and Winery general partnership CA not applicable
A. Name of the converting entity B. Type of entity C. Jurisdiction D. Secretary of State file number, if any
E. The principal terms of the plan of conversion were approved by a vote of the partners, which equaled or exceeded the vote required under Section 15677.3 or 16903.
F. If a vote was required pursuant to Section 15677.3 or 16903, enter the outstanding interest of each class entitled to vote on the conversion and the percentage of vote required:

Each class entitled to vote	Percentage of vote required
one class	100%

G. Address of the chief executive office of the converted entity:
8761 Dry Creek Road, P.O. Box 1549 Healdsburg CA 95448
Address City State Zip

3. The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the Beverly-Killea Limited Liability Company Act.

4. Name the agent for service of process and check the appropriate provision below:
CT Corporation System which is
 an individual residing in California. Proceed to item 5.
 a corporation which has filed a certificate pursuant to Section 1505. Proceed to item 6.

5. If an individual, California address of the agent for service of process:
Address:
City: State: CA Zip:



6. The limited liability company will be managed by: (check one)
 one manager more than one manager single member limited liability company all limited liability company members

7. Other matters to be included in this certificate may be set forth on separate attached pages and are made a part of this certificate.

8. Number of pages attached, if any: none

9. Type of business of the limited liability company (For informational purposes only):
Operation of vineyards and winery

10. I certify that the statements contained in this document are true and correct to my own knowledge. I declare that I am the person who executed this instrument, which execution is my act and deed.

Donald L. Carano
Signature of Authorized Person of Converting Entity

Donald L. Carano, General Partner 4/4/01
Type or Print Name and Title of Authorized Person Date

Donald L. Carano
Signature of Authorized Person of Converting Entity

Donald L. Carano, President 4/4/01
Type or Print Name and Title of Authorized Person Date