

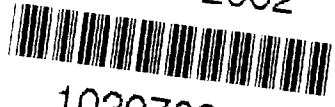
4/16/02

05-06-2002

Attorney Docket Nos. 017089-000100 & 014792-000200

Form PTO-1594  
(Rev. 03-01)  
OMB No. 06-1-0027 (exp. 5/31/2002)

at U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office



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Tab settings

To the Honorable Commissioner of Patents and Trademarks. Please attach original documents or copy thereof.

1. Name of conveying party(ies):  
 G.F.A. du Chateau Raymond-Lafon

Individual(s)                       Association

General Partnership               Limited Partnership

Corporation-State

Other: French private land-based agricultural association with limited liability

Additional name(s) of conveying parties attached?  Yes  No

2. Name and address of receiving party(ies)

Name: Societe du Chateau Raymond-Lafon Famille Meslier

Internal Address:

Street Address: Chateau Raymond-Lafon

City: Sauternes, 33210 Langon              Country: France

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State:

Other: French private limited liability company

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designation must be a separate document from assignment)

Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

Assignment                               Merger

Security Agreement                       Change of Name

Other: Contract of Transfer of Ownership of Brand Name Registrations

Execution Date:: November 9, 1998

4. Application Number(s) or Registration Number(s).

A. Trademark Application No(s):

Additional numbers attached?  Yes  No

B. Trademark Registration No(s):

1,683,934  
2,288,080

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

Name: Paul W. Vapnek, Esq.  
TOWNSEND AND TOWNSEND AND CREW LLP  
Two Embarcadero Center, 8<sup>th</sup> Floor  
San Francisco, California 94111-3834  
(415) 576-0200

04-16-2002

U.S. Patent & TMO/TM Mail Rcpt Dt. #11

6. Total number of applications and registrations involved ..... 2

7. Total fee (37 CFR 3.41): ..... \$65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: 20-1430

(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 is true and correct and any attached copy is a true copy of the original document.*

Paul W. Vapnek \_\_\_\_\_ April 2, 2002  
 Name of Person Signing                              Signature                              Date

Total number of pages including cover sheet, attachments and document: 10

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

SF 1332448 v1

05/06/2002 GT0N11 00000073 201430 1683934

01 FC:481 40.00 CH

02 FC:482 25.00 CH

TRADEMARK  
REEL: 2499 FRAME: 0319

Attorney Docket Nos. 017089-000100 & 014792-000200

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re registrations of:

SOCIETE DU CHATEAU RAYMOND-LAFON FAMILLE MESLIER

Registration No.: 1,683,934  
Mark: CHATEAU RAYMOND-LAFON & Design  
Registered: April 21, 1992

Registration No.: 2,288,080  
Mark: CHATEAU LAFON-LAROZE  
Registered: October 19, 1999

DESIGNATION OF DOMESTIC REPRESENTATIVE

Commissioner for Trademarks  
2900 Crystal Drive  
Arlington, Virginia 22202-3513

Registrant hereby appoints Paul W. Vapnek and each member of TOWNSEND and TOWNSEND and CREW LLP, Two Embarcadero Center, 8th Floor, San Francisco, California 94111, as its representative upon whom notice or process in proceedings affecting this registration may be served.

Correspondence Address

Please direct any communications pertaining to this Declaration to:

Paul W. Vapnek  
Townsend and Townsend and Crew LLP  
Two Embarcadero Center, 8th Floor  
San Francisco, CA 94111-3834  
Phone: 415-576-0200  
Fax: 415-576-0300

SOCIETE DU CHATEAU RAYMOND-LAFON FAMILLE MESLIER

Dated: April 12, 2002

By: *M. Meslier*  
Marie-Francois Meslier

Title: Manager

SF 1332479 v1

I, Brian Jackson, of Longmont, Colorado, do declare and certify that I am fluent in both the English and French languages and that the attached translation is a true and faithful translation of the French original that I have personally made. I certify that the foregoing is true and correct.

A handwritten signature in black ink, reading "Brian C. Jackson". The signature is written in a cursive style with a large, prominent initial "B".

Brian C. Jackson

# CONTRACT OF TRANSFER OF OWNERSHIP OF BRAND NAME

## REGISTRATIONS

Between the undersigned:

- The Groupement Foncier Agricole (GFA) (agricultural land group) du Château Raymond-Lafon

**Agricultural land group** capitalized at 7,181,480 French francs of which the head office is located at (33210) Sauternes, and registered at the RCS (registry of companies) of Bordeaux under number D 353 466 634, represented by its manager, Mr. Charles-Henri Meslier hereinafter referred to as:

"The Assignor"

on the one side,

AND

The Société du Château Raymond-Lafon Famille Meslier

**Private limited liability company** capitalized at 60,000 French francs of which the head office is located at (33210) Sauternes, and registered at the RCS of Bordeaux under number B 353 633 316, represented by its manager, Miss Marie-Françoise Meslier hereinafter referred to as:

"The Assignee" (payee of the transaction)

on the other, having previously established that:

1 - the GFA of Château Raymond-Lafon is holder and owner of the following brand names:

Château Raymond-Lafon, registered trademark in France and in the USA,

Château Lafon-Laroze, registered trademark in France and in the USA,

Opulentia, registered trademark in France only

hereinafter referred to as:

"The brand names"

2 - the GFA of Château Raymond-Lafon by deed executed and authenticated by a notary on 9 November 1998 transferred its land to the Château Raymond-Lafon Famille Meslier private limited liability company. The Château Raymond-Lafon Famille Meslier private limited liability company has marketed these brand names since they were first registered; moreover, the brand names must remain linked to the land now owned by the Château Raymond-Lafon Famille Meslier private limited liability company.

3 - The Château Raymond-Lafon Famille Meslier private limited liability company thus wishes that the transfer of ownership of the brand names be executed in order that it recover all of the rights that are attached to them.

4 - The members of the Château Raymond-Lafon Famille Meslier private limited liability company also are partners in the GFA.

As a result of which, the following has been agreed upon and the settled:

#### Article 1 - Subject

1 - The Assignor transfers by the presents to the Assignee who accepts, the full and total ownership of the brand names referenced above in paragraph 1 of the preamble.

2 - The present transfer of ownership of the brand names is agreed upon and accepted without any guarantee other than that of the material existence of the brand names and those referenced in Article 2 below.

3 - It will become operative as of the date of the signing of the contract of sale of the GFA's land to the Château Raymond-Lafon Famille Meslier private limited liability company, that is to say 9 November 1998.

#### Article 2 - Guarantees

The Assignor expressly declares that the aforementioned brand names are not the subject of any transfer, security collateral or lien whatsoever and that he has informed the Assignee of the existence of an operating license, for the Château Raymond-Lafon and Château Lafon-Laroze brand names, in the United States of America for the firm French Prestige Wines, Inc.

### Article 3 - Cost of the transfer of ownership

Being a matter of a simple transfer described previously, it is agreed upon and accepted that in return for the price of one symbolic French franc, payable by the Assignee on the day of the signing of the present deed, the Assignor will hold him quit by the presents.

### Article 4 - Consequences of the transfer of ownership

1 - As a result of the aforementioned transfer of ownership consisting purely and simply of the exchange of the names of the owners, the Assignee is subrogated in all of the rights of the Assignor concerning the brand names, in such a way that as of 9 November 1998 he (assignee) will have the complete ownership and use of the them.

2 - The present transfer carries with it the right of the Assignee to take action for infringements regarding all forged deeds prior to or following the aforementioned transfer.

Prepared in four copies

at Sauternes, 9 November 1998.

# CONTRAT DE TRANSFERT DE PROPRIETE DE DEPOTS DE MARQUES

Entre les soussignés :

- Le GFA du Château Raymond-Lafon  
Groupement foncier agricole au capital de 7 181 480 F dont le siège social est situé à  
(33210) Sauternes immatriculé au RCS de Bordeaux sous le n° D 353 466 634,

représenté par son gérant, Monsieur Charles-Henri Meslier

Ci-après désigné :  
« Le Cédant »  
d'une part,

ET

- La Société du Château Raymond-Lafon Famille Meslier  
S.A.R.L. au capital de 60 000 F dont le siège social est situé à (33210) Sauternes  
immatriculée au RCS de Bordeaux sous le N° B 353 633 316,

Représentée par son gérant, Mademoiselle Marie-Françoise Meslier

Ci-après désignée :  
« Le Cessionnaire »  
d'autre part,

## **Etant préalablement rappelé que :**

1- Le GFA du Château Raymond-Lafon se trouve titulaire et propriétaire des  
marques :

Château Raymond-Lafon  
Marque déposée en France et aux USA.

Château Lafon-Laroze  
Marque déposée en France et aux USA.

Opulentia  
Marque déposée en France uniquement.

Ci-après désignées :  
« les marques »

FFD  
CHH



2- Le GFA du Château Raymond-Lafon par acte notarié du 09/11/1998 a cédé ses terres à la SARL du Château Raymond-Lafon Famille Meslier.  
La SARL du Château Raymond-Lafon Famille Meslier commercialise ces marques depuis leur premier enregistrement, d'autre part les marques doivent rester attachées aux terres dont la SARL du Château Raymond-Lafon Famille Meslier est la nouvelle propriétaire.

3- La SARL du Château Raymond-Lafon Famille Meslier désire donc que soit effectué le transfert de propriété des marques afin de rentrer dans tous les droits qui y sont rattachées.

4- Les membres associés de la SARL sont également associés dans le GFA.

**En conséquence de quoi il a été convenu et arrêté ce qui suit :**

Article 1 – Objet

1- Le Cédant transfère par les présentes au Cessionnaire qui accepte, la propriété pleine et entière des marques ci-dessus visées à l'alinéa 1 du préambule.

2- Le présent transfert de propriété des marques est consenti et accepté sans autre garantie que celle de l'existence matérielle des marques et celles visées à l'article 2 ci-dessous.

3- Il prendra effet à la date de la signature du contrat de vente des terres du GFA à la SARL, soit le 09/11/1998.

Article 2 – Garanties

Le Cédant déclare expressément que lesdites marques n'ont fait l'objet d'aucune cession, ni d'un quelconque gage ou nantissement et qu'il a informé le Cessionnaire de l'existence d'une licence d'exploitation, des marques château Raymond-Lafon et château Lafon-Laroze sur le territoire américain au profit de la société French Prestige Wines, Inc.

Article 3 – Coût du transfert de propriété

S'agissant d'un simple transfert décrit préalablement, il est consenti et accepté moyennant le prix d'un franc symbolique, payable par le Cessionnaire au jour de la signature du présent acte, ce dont le cédant lui donne quittance par les présentes.

RFN  
CHM

Article 4 – Conséquences du transfert de propriété

1– En conséquence dudit transfert de propriété consistant purement et simplement dans l'échange du nom du propriétaire, le Cessionnaire est subrogé dans tous les droits du Cédant sur les marques, de sorte qu'à compter du 09/11/1998 il en aura la propriété et la jouissance entières.

2– Le présent transfert emporte le droit pour le Cessionnaire d'agir en contrefaçon à l'égard de tous actes de contrefaçon antérieurs ou postérieurs au dit transfert.

Fait en quatre exemplaires  
à Sauternes le 09/11/1998.

Société du Château Raymond-Lafon  
Famille Meslier  
Gérant :  
Marie-Françoise Meslier

MF Meslier

GFA du Château Raymond-Lafon  
Gérant :  
Charles-Henri Meslier

C. H. Meslier