

5-5-03TF



Tab settings

To the Honorable Commissioner of Patents

102467407

attached original documents or copy thereof.

1. Name of conveying party(ies):

Ravenswood Winery, Inc.

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

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

2. Name and address of receiving party(ies):

Name: Franciscan Vineyards, Inc.

Internal Address: _____

Street Address: 1178 Galleron Road

City: St. Helena State: CA ZIP: 94574

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

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

3. Nature of conveyance:

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

Execution Date: June 27, 2002

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

781072,328
761158,875

B. Trademark registration No.(s)

2,296,970 2,118,152
2,132,719 2,172,557
2,118,153 2,130,453

Additional numbers attached? Yes No

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

Name: Stephen L. Baker

Internal Address: _____

Street Address: 6216 North Thompson
Street

City: Raritan State: NJ ZIP: 08869

6. Total number of applications and registrations involved: _____

7

7. Total fee (37 CFR 3.41):..... \$ 215.-

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

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

06/06/2003 DBYRNE 00000139 78072328

DO NOT USE THIS SPACE

01 FC:8521 40.00 DP
02 FC:8522 175.00 DP

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.

Stephen L. Baker

Name of Person Signing

Signature

5-2-2003

Date

Total number of pages of this document: 1

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 04:30 PM 06/27/2002
 020422328 - 0876252

CERTIFICATE OF OWNERSHIP AND MERGER

OF

RAVENSWOOD WINERY, INC.

WITH AND INTO

FRANCISCAN VINEYARDS, INC.

The undersigned, for the purpose of merging a foreign corporation with and into a domestic corporation under the General Corporation Law of the State of Delaware, does hereby certify that:

FIRST: The name and state of incorporation of each of the constituent corporations of the merger is as follows:

- (a) Ravenswood Winery, Inc., a California corporation; and
- (b) Franciscan Vineyards, Inc., a Delaware corporation.

SECOND: Franciscan Vineyards, Inc. owns all of the issued and outstanding shares of its subsidiary, Ravenswood Winery, Inc.

THIRD: An Agreement and Plan of Merger has been approved and adopted by the board of directors of Franciscan Vineyards, Inc. on June 27, 2002 and Ravenswood Winery, Inc. on June 27, 2002, as set forth on Exhibit A, in accordance with the requirements of Section 253 of the General Corporation Law of the State of Delaware and Section 1110 of the General Corporation Law of the State of California.

FOURTH: The name of the surviving corporation is Franciscan Vineyards, Inc.

FIFTH: The Restated Certificate of Incorporation, as amended, of Franciscan Vineyards, Inc. shall be the Certificate of Incorporation of the surviving corporation, with no amendments or changes.

SIXTH: The executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation, the address of which is 1178 Galleron Road, St. Helena, California 94574.

SEVENTH: A copy of the executed Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of either of the constituent corporations.

REC-111

412 281 5212 P.02/13

TRADEMARK SYSTEM CORPORATION 2002-07-27

REEL: 002748 FRAME: 0665

EIGHTH: Ravenswood Winery, Inc. has authority to issue 20,000,000 shares of common stock, no par value per share and 1,000,000 shares of preferred stock, no par value per share. 1,000 shares of common stock are issued and outstanding.

NINTH: That this Certificate of Ownership and Merger shall be effective on the 30th day of June, 2002.

JUN-27-2002 14:57

NINON PERBODY LLP

716 253 1600 P.04/13

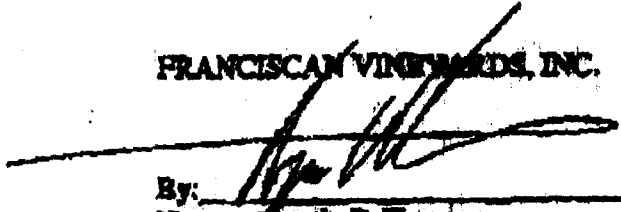
JUN-27-2002 14:01

CANANDAIGUA BRANDS

716 218 2165 P.05/15

IN WITNESS WHEREOF, Franciscan Vineyards, Inc. has caused this Certificate to be signed by its President this 27th day of June, 2002.

FRANCISCAN VINEYARDS, INC.



By: _____
Name: Joseph P. Hunsberger
Title: President

00679683

Delaware

The First State

ENDORSED - FILED
In the office of the Secretary of State
of the State of Delaware

PAGE 1

JUL - 9 2002

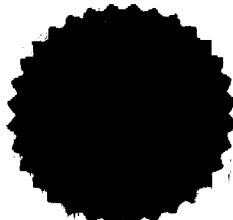
DELL JONES, Secretary of State

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 OWNERSHIP, WHICH MERGES:

"RAVENSWOOD WINERY, INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "FRANCISCAN VINEYARDS, INC." UNDER THE NAME OF "FRANCISCAN VINEYARDS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF JUNE, A.D. 2002, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTIETH DAY OF JUNE, A.D. 2002.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

0576252 8100M

AUTHENTICATION: 1862998

000026305

DATE - TRADEMARK

RECORDED: 05/05/2003

REEL: 002748 FRAME: 0668