

05-28-2004



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

Form TPO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies) Saintsbury LLC RE 5-24-04

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

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

- Nature of conveyance: Assignment Merger Security Agreement Change of Name Other

Execution Date: 10/6/2003

2. Name and address of receiving party(ies) Name: Union Bank of California Internal Address: 4-957-492 Commercial Loan Documentation Center Street Address: 601 Potrero Grande Drive 1st F

City: Monterey State: CA Zip: 91754

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

4. Application number(s) or registration number(s): A. Trademark Application No.(s)

B. Trademark Registration No.(s) Saintsbury - 1,360,943 Garnet - 1,669,670 Additional number(s) attached Yes No REEL 1268FRAME034

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

Name: Paula Henderson - Union Bank Internal Address: 4-957-492 Commercial Loan Documentation Center Street Address: 601 Potrero Grande Drive 1st Floor City: Monterey Park State: CA Zip: 91754

6. Total number of applications and registrations involved: []

7. Total fee (37 CFR 3.41) \$ Enclosed Authorized to be charged to deposit account

8. Deposit account number: []

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

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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.

Paula Henderson, A.V.P. Signature Date 10/6/2003

Total number of pages including cover sheet, attachments, and document: 1

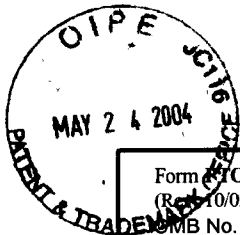
Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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

Form **PTO-1594**
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Saintsbury LLC **10-14-03**

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

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

2. Name and address of receiving party(ies)

Name: Union Bank of California
 Internal Address: 4-957-492
 Commercial Loan Documentation Center
 Street Address: 601 Potrero Grande Drive 1st Fl
 City: Monterey State: CA Zip: 91754
 Park

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

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 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

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Assignment Merger
 Security Agreement Change of Name
 Other _____

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B. Trademark Registration No.(s)
Saintsbury - 1,360,943
Garnet - 1,669,670

Additional number(s) attached Yes No REEL 1268FRAME034-049

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

Name: Paula Henderson - Union Bank
 Internal Address: 4-957-492
 Commercial Loan Documentation Center
 Street Address: 601 Potrero Grande Drive
1st Floor
 City: Monterey State: CA Zip: 91754
 Park

6. Total number of applications and registrations involved:

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

Enclosed
 Authorized to be charged to deposit account

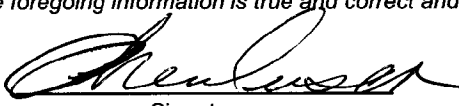
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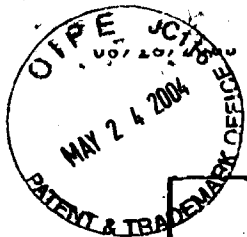
Paula Henderson, A.V.P.  10/6/2003
 Name of Person Signing Signature Date

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State of California
Kevin Shelley
Secretary of State

200322510046
File #

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

AUG 08 2003

KEVIN SHELLEY
Secretary of State

**LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION - CONVERSION**

IMPORTANT — READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM

This Space For Filing Use Only

CONVERTED ENTITY INFORMATION

1. NAME OF LIMITED LIABILITY COMPANY
Sainbury LLC

2. 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.

3. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY (CHECK ONLY ONE)
 ONE MANAGER MORE THAN ONE MANAGER ALL LIMITED LIABILITY COMPANY MEMBER(S)

4. TYPE OF BUSINESS OF THE LIMITED LIABILITY COMPANY (FOR INFORMATIONAL PURPOSES ONLY)
Vineyard and Winery Operations

5. MAILING ADDRESS OF THE CHIEF EXECUTIVE OFFICE CITY AND STATE ZIP CODE
1500 Los Cameros Napa, California 94558

6. CHECK THE APPROPRIATE PROVISION BELOW AND NAME THE AGENT FOR SERVICE OF PROCESS
 AN INDIVIDUAL RESIDING IN CALIFORNIA.
 A CORPORATION WHICH HAS FILED A CERTIFICATE PURSUANT TO CALIFORNIA CORPORATIONS CODE SECTION 1505.
 AGENT'S NAME David Graves

7. ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CA, IF AN INDIVIDUAL CITY STATE ZIP CODE
1500 Los Cameros Napa, CA 94558

CONVERTING ENTITY INFORMATION

8. NAME OF CONVERTING ENTITY
Whette & Company

9. FORM OF ENTITY 10. JURISDICTION 11. CA SECRETARY OF STATE FILE NUMBER, IF ANY
Limited Partnership California 18419300727

12. THE PRINCIPAL TERMS OF THE PLAN OF CONVERSION WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. IF A VOTE WAS REQUIRED, PROVIDE THE FOLLOWING:

<u>NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE</u>	<u>PERCENTAGE VOTE REQUIRED</u>
<u>ALL PARTNERS</u>	<u>MAJORITY OF THE LIMITED PARTNERS AND 100% OF THE GENERAL PARTNERS</u>

ADDITIONAL INFORMATION

13. NUMBER OF PAGES ATTACHED, IF ANY: W/A THE ATTACHED PAGES ARE INCORPORATED HEREIN BY THIS REFERENCE.

14. I DECLARE THAT I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

SIGNATURE OF AUTHORIZED PERSON

SIGNATURE OF AUTHORIZED PERSON

Richard A. Ward, General Partner
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

David W. Graves, General Partner
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON



LL04A (REV 04/2003)