

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
HAMBRECHT VINEYARDS AND WINERIES LP		01/01/2005	LIMITED PARTNERSHIP: CALIFORNIA
RECEIVING PARTY DATA			
Name:	HAMBRECHT WINE GROUP, L.P.		
Composed Of:	COMPOSED OF HAMBRECHT WINE MANAGEMENT, INC., its General Partner		
Street Address:	4035 Westside Road		
City:	Healdsburg		
State/Country:	CALIFORNIA		
Postal Code:	95448		
Entity Type:	LIMITED PARTNERSHIP: CALIFORNIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1563665	BELVEDERE	
Registration Number:	2670702	BELVEDERE	
CORRESPONDENCE DATA			
Fax Number:	(617)443-0004		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(617) 443-9292		
Email:	Trademarks@bromsun.com		
Correspondent Name:	Peter J. Karol		
Address Line 1:	125 Summer Street		
Address Line 4:	Boston, MASSACHUSETTS 02110-1618		
NAME OF SUBMITTER:	Peter J. Karol		
Signature:	/Peter J. Karol/		
Date:	02/01/2005		

CH \$65.00 1563665

Total Attachments: 2

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FIFTH AMENDMENT TO
AMENDED AND RESTATED
LIMITED PARTNERSHIP AGREEMENT

OF

HAMBRECHT VINEYARDS & WINERIES, L.P.

THIS FIFTH AMENDMENT TO THE AMENDED AND RESTATED LIMITED PARTNERSHIP AGREEMENT OF HAMBRECHT VINEYARDS & WINERIES, L.P. is entered into as of January 1, 2005 by and between HAMBRECHT WINE MANAGEMENT, INC., a California corporation (the "General Partner") and THE HAMBRECHT 1980 REVOCABLE TRUST (the "Trust"). The Trust shall be referred to as the "Limited Partner." The General Partner and the Limited Partners shall be referred to collectively as the "Partners" and each individually as a "Partner." HAMBRECHT VINEYARDS & WINERIES, L.P. shall be referred to as the "Partnership."

RECITALS

The Partners entered into an AMENDED AND RESTATED LIMITED PARTNERSHIP AGREEMENT as of December 18, 1989, a FIRST AMENDMENT TO THE AMENDED AND RESTATED LIMITED PARTNERSHIP AGREEMENT as of July 31, 1990, a SECOND AMENDMENT TO THE AMENDED AND RESTATED LIMITED PARTNERSHIP AGREEMENT as of January 1, 1992, a THIRD AMENDMENT TO THE AMENDED AND RESTATED LIMITED PARTNERSHIP AGREEMENT as of September 1, 1993 and a FOURTH AMENDMENT TO THE AMENDED AND RESTATED LIMITED PARTNERSHIP AGREEMENT AS OF April 7, 2000 (collectively, the "Partnership Agreement").

The Partners wish to change the name of the Partnership to Hambrecht Wine Group, L.P.

NOW, THEREFORE, it is agreed as follows:

1. Section 1.02 of the Partnership Agreement shall be amended to read in its entirety as follows:

The name of the Partnership is: HAMBRECHT WINE GROUP, L.P. Its office and principal place of business shall be 4035 Westside Road, Healdsburg, CA 95448, and thereafter, such other place or places as the General Partner may from time to time designate.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment as of the day and year first above-written.

GENERAL PARTNER:


HAMBRECHT WINE MANAGEMENT, INC.

BY:


Tom S. Christensen

ITS: Secretary, COO

LIMITED PARTNER:


THE HAMBRECHT 1980 REVOCABLE TRUST

BY:


WILLIAM R. HAMBRECHT, TRUSTEE

First Amendment to Partnership Agreement

01/24/2005 MON 14:30 LTY/RX NO. 67821 003

TRADEMARK

RECORDED: 02/01/2005

REEL: 003019 FRAME: 0501