

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                                  |  |                       |                         |
|----------------------------------|--|-----------------------|-------------------------|
| <b>SUBMISSION TYPE:</b>          | NEW ASSIGNMENT   |                       |                         |
| <b>NATURE OF CONVEYANCE:</b>     | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL   |                       |                         |
| <b>CONVEYING PARTY DATA</b>      |  |                       |                         |
| <b>Name</b>                      | <b>Formerly</b>  | <b>Execution Date</b> | <b>Entity Type</b>      |
| Winery Exchange, Inc.            |  | 12/20/2005            | CORPORATION: CALIFORNIA |
| <b>RECEIVING PARTY DATA</b>      |  |                       |                         |
| <b>Name:</b>                     | Southern Wine and Spirits of America, Inc.   |                       |                         |
| <b>Street Address:</b>           | 1600 N.W., 163rd Street  |                       |                         |
| <b>City:</b>                     | Miami  |                       |                         |
| <b>State/Country:</b>            | FLORIDA  |                       |                         |
| <b>Postal Code:</b>              | 33169  |                       |                         |
| <b>Entity Type:</b>              | CORPORATION: FLORIDA   |                       |                         |
| <b>PROPERTY NUMBERS Total: 1</b> |  |                       |                         |
| <b>Property Type</b>             | <b>Number</b>  | <b>Word Mark</b>      |                         |
| Serial Number:                   | 78700937   | LA MIRA               |                         |
| <b>CORRESPONDENCE DATA</b>       |  |                       |                         |
| <b>Fax Number:</b>               | (202)393-5350  |                       |                         |
|                                  | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> |                       |                         |
| <b>Phone:</b>                    | 202 638-6666   |                       |                         |
| <b>Email:</b>                    | trademark@jhip.com   |                       |                         |
| <b>Correspondent Name:</b>       | Simor L. Moskowitz   |                       |                         |
| <b>Address Line 1:</b>           | 400 Seventh Street, N.W.   |                       |                         |
| <b>Address Line 4:</b>           | Washington, DISTRICT OF COLUMBIA 20004   |                       |                         |
| <b>ATTORNEY DOCKET NUMBER:</b>   | T35735US0  |                       |                         |
| <b>NAME OF SUBMITTER:</b>        | Simor L. Moskowitz   |                       |                         |
| <b>Signature:</b>                | /Simor L. Moskowitz/   |                       |                         |
| <b>Date:</b>                     | 10/23/2006   |                       |                         |

OP \$40.00 78700937

Total Attachments: 2

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## TRADEMARK ASSIGNMENT

THIS ASSIGNMENT is made this date between WINERY EXCHANGE, INC., a corporation organized under the laws of the State of California, whose address and principal place of business is 35 Leveroni Court, Suite 100, Novato, California 94949 (hereinafter referred to as "Assignor"), and SOUTHERN WINE & SPIRITS OF AMERICA, INC., a corporation organized under the laws of the State of Florida, whose address and principal place of business is 1600 NW 163<sup>rd</sup> Street, Miami, Florida 33169 (hereinafter referred to as "Assignee").

WHEREAS, Assignor has a bona fide intent to use, has adopted, used and/or is using, and is the owner of, the trademark LA MIRA, and the application for federal registration therefor, Serial No. 78/700937 filed August 25, 2005 in the United States (hereinafter referred to as the "ASSIGNED MARK"); and

WHEREAS, Assignee, intending to succeed to the ongoing and existing business of Assignor to which the ASSIGNED MARK pertains, is desirous of acquiring the entire right, title and interest in and to the ASSIGNED MARK, and the application therefor, together with the goodwill of the business pertaining thereto; and

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor does hereby sell, assign, set over and transfer to said Assignee, the entire right, title and interest in and to the ASSIGNED MARK, and the above-identified U.S. application for registration therefor, together with the whole of the goodwill of the business pertaining thereto, the same and the rights of Assignor to be held and enjoyed by Assignee for its own use and enjoyment, and for the use and enjoyment of its successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by the Assignor if this Assignment and sale had not been made; together with all claims for and damages by reason of past infringement of the ASSIGNED MARK, with the right to sue for and collect the same for its own use and benefit, and for the use and on behalf of its successors, assigns or other legal representatives.

IN TESTIMONY WHEREOF, Assignor has caused his name to be signed, this  
20<sup>th</sup> day of December, 2005.

WINERY EXCHANGE, INC.

By: [Signature] Vice President  
Sales + Marketing  
(Name and title)

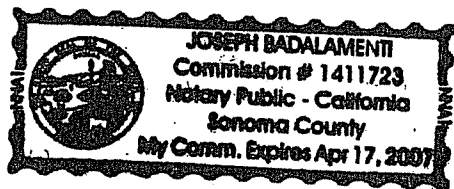
State of CALIFORNIA )  
 ) ss  
County of MARIN )

Subscribed and sworn to before me this 20<sup>th</sup> day of DECEMBER, 2005.

[Signature]  
Notary Public

My commission expires:

[SEAL]



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