

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2003

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Santa Lucia Winery, Inc.		12/19/2003	CORPORATION: CALIFORNIA

**RECEIVING PARTY DATA**

Name:	Peak Wines International, Inc.
Street Address:	510 Lake Cook Road
Internal Address:	Suite 200
City:	Deerfield
State/Country:	ILLINOIS
Postal Code:	60015
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 4**

Property Type	Number	Word Mark
Registration Number:	1483753	WILD HORSE
Registration Number:	2611749	CHEVAL SAUVAGE
Registration Number:	2563060	CHEVAL SAUVAGE
Registration Number:	2496047	EQUUS

**CORRESPONDENCE DATA**

Fax Number: (312)616-5700  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 312-616-5652  
 Email: lsullivan@leydig.com  
 Correspondent Name: Lynn A. Sullivan, Leydig Voit & Mayer  
 Address Line 1: Two Prudential Plaza, 180 N. Stetson  
 Address Line 2: Suite 4900  
 Address Line 4: Chicago, ILLINOIS 60601-6731

CH \$115.00 1483753

NAME OF SUBMITTER:	Lynn A. Sullivan
Signature:	/Lynn A. Sullivan/
Date:	11/17/2006
Total Attachments: 4 source=Santa Lucia Merger#page1.tif source=Santa Lucia Merger#page2.tif source=Santa Lucia Merger#page3.tif source=Santa Lucia Merger#page4.tif	



SECRETARY OF STATE

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

*IN WITNESS WHEREOF*, I execute this certificate and affix the Great Seal of the State of California this day of

DEC 31 2003



*Kevin Shelley*  
Secretary of State

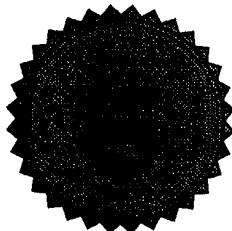
## *The First State*

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:

"SANTA LUCIA WINERY, INC.", A CALIFORNIA CORPORATION, WITH AND INTO "PEAK WINES INTERNATIONAL, INC." UNDER THE NAME OF "PEAK WINES INTERNATIONAL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINETEENTH DAY OF DECEMBER, A.D. 2003, AT 4:14 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2003.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2828898

DATE: 12-22-03

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030823428

**CERTIFICATE OF OWNERSHIP AND MERGER**

**OF**

**SANTA LUCIA WINERY, INC.**

**(a California corporation)**

**into**

**PEAK WINES INTERNATIONAL, INC.**

**(a Delaware corporation)**

**The undersigned certifies that:**

- 1. Peak Wines International, Inc. (the "Corporation") is a corporation of the State of Delaware.**
- 2. The Corporation is the owner of all of the outstanding shares of stock in Santa Lucia Winery, Inc., a business corporation of the State of California.**
- 3. The laws of California permit the merger of a California business corporation with a business corporation of another jurisdiction.**
- 4. The Corporation intends to and does by this certificate merge Santa Lucia Winery, Inc. with and into the Corporation effective as of December 31, 2003.**
- 5. The following resolutions were adopted on December 17, 2003 by the Board of Directors of the Corporation to merge Santa Lucia Winery, Inc. into the Corporation:**

**RESOLVED, that Santa Lucia Winery, Inc. be merged with and into this Corporation, and that all of the estate, property, rights, privileges, powers and franchises of Santa Lucia Winery, Inc. be vested in and held and enjoyed by this Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by Santa Lucia Winery, Inc. in its name effective as of the close of business on December 31, 2003, ending the corporate existence of Santa Lucia Winery, Inc. as of the close of business on December 31, 2003; and further**

*KM*

RESOLVED, that this Corporation assume all of the liabilities and obligations of Santa Lucia Winery, Inc. effective as of the close of business on December 31, 2003; and further

RESOLVED, that the merger will be treated as a liquidation for tax purposes in complete cancellation or redemption of all of the stock of Santa Lucia Winery, Inc. in conformity with the requirements of Internal Revenue Code section 332(b) and the merger and all associated transactions and distributions are to be completed by the close of the third taxable year ending after the taxable year during which the first merger and associated transaction or distribution under the plan is made; and further

RESOLVED, that this Corporation shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware, by the laws of the State of California, and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the State of Delaware, the State of California and in any other appropriate jurisdiction; and further

Executed on December 17, 2003

PEAK WINES INTERNATIONAL, INC.

By: Ronald G. Kapolnek  
Name: Ronald G. Kapolnek  
Title: Senior Vice President and General Manager