

**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

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Brown-Forman Lebanon, Inc	FORMERLY known as Hartmann, Incorporated	06/01/2007	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	HL Operating Corp.
<b>Street Address:</b>	1301 Hartmann Drive
<b>City:</b>	Lebanon
<b>State/Country:</b>	TENNESSEE
<b>Postal Code:</b>	37087
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 16**

Property Type	Number	Word Mark
Registration Number:	1478268	GRIP LOCK SYSTEM
Registration Number:	1426569	THE OVERNIGHT BUSINESS TRAVELER
Registration Number:	1421060	HARTMANN
Registration Number:	2402194	H
Registration Number:	1158094	H
Registration Number:	3034859	HARTMANN
Registration Number:	2357677	HARTMANN SINCE 1877
Registration Number:	2502037	HSTUDIO
Registration Number:	2427050	INTENSITY COLLECTION
Registration Number:	2406477	MT2
Registration Number:	1227543	WINGS
Serial Number:	78955279	ME & MY HARTMANN
Serial Number:	77033199	RHAPSODY

CH \$415.00 1478268

Serial Number:	78941605	SOCIAL-LITE
Serial Number:	78941578	STRATUM
Serial Number:	78888351	WHERE THE JOURNEY BEGINS

**CORRESPONDENCE DATA**

Fax Number: (215)979-1020  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 215-979-1255  
Email: swapicelli@duanemorris.com  
Correspondent Name: Samuel W. Apicelli  
Address Line 1: 30 S. 17th Street  
Address Line 2: Duane Morris LLP  
Address Line 4: Philadelphia, PENNSYLVANIA 19103-4196

ATTORNEY DOCKET NUMBER:	E0769-00002
NAME OF SUBMITTER:	Samuel W. Apicelli
Signature:	/Samuel W. Apicelli/
Date:	06/06/2007

**Total Attachments: 7**

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## CONFIRMATORY ASSIGNMENT OF TRADEMARKS

**WHEREAS**, Hartmann, Incorporated, a Delaware Corporation, having a principal place of business at 1301 Hartmann Drive, Lebanon, TN 37087 (hereinafter referred to as ASSIGNOR), is the owner of record of the entire right, title and interest in and to the trademarks, trademark applications and the U.S. trademark registrations identified on Schedule A attached hereto (the "Trademarks"); and

**WHEREAS**, pursuant to the terms of that certain Asset Purchase Agreement, dated as of April 20, 2007 (hereinafter referred to as the "**Asset Purchase Agreement**"), HL Operating Corp., a Delaware corporation, having a principal place of business at 1301 Hartmann Drive, Lebanon, TN 37087 (hereinafter referred to as ASSIGNEE), has acquired from ASSIGNOR the entire right, title and interest in and to said Trademarks and the assets of the business and the goodwill of the business in connection with which the aforesaid Trademarks have been used; and

**WHEREAS**, on April 30, 2007, closing under the Asset Purchase Agreement took place, and, on such date, ASSIGNOR transferred to ASSIGNEE, pursuant to a good and valid bill of sale, substantially all of its assets, including without limitation the Trademarks and the goodwill associated therewith; and

**WHEREAS**, pursuant to the terms of the Asset Purchase Agreement, ASSIGNOR has agreed to execute such additional instruments as may be necessary or desirable to complete or confirm such acquisition by ASSIGNEE; and

**WHEREAS**, the ASSIGNOR and ASSIGNEE desire to execute another instrument, in a form suitable for recording with the United States Patent and Trademark Office, evidencing the assignment of the Trademarks and the goodwill associated therewith; and

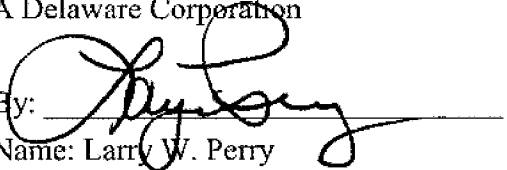
**WHEREAS**, on May 11, 2007, ASSIGNOR filed with the Delaware Secretary of State a Certificate of Amendment to its Certificate of Incorporation (a copy of which is attached hereto as Exhibit A), pursuant to which ASSIGNOR changed its name from "Hartmann, Incorporated" to "Brown-Forman Lebanon, Inc."

**NOW THEREFORE**, in consideration of the foregoing, as well as other good and valuable consideration the receipt and adequacy of which is hereby freely acknowledged, ASSIGNOR hereby sells, assigns, transfers and sets over to ASSIGNEE, its successors, legal representatives and assigns, the entire right, title and interest of ASSIGNOR in and to said Trademarks, together with the business and the goodwill of the business in connection with which the Trademarks have been used or intend to be used, and all claims, if any, which may have arisen thereunder prior to the date of this instrument.

IN WITNESS WHEREOF, ASSIGNOR has caused this instrument to be executed by its duly authorized corporate officer and its corporate seal to be hereunto affixed all effective this \_\_\_\_ day of \_\_\_\_\_, 2007.

Brown-Forman Lebanon, Inc.  
(formerly known as Hartmann, Incorporated),  
A Delaware Corporation

Date: June 1, 2007

By:   
Name: Larry W. Perry  
Title: Vice President

**SCHEDULE A**

<b>REGISTRATION NOS</b>	<b>APPLICATION NOS.</b>	<b>MARK</b>
1478268		GRIP LOCK SYSTEM
1426569		THE OVERNIGHT BUSINESS TRAVELER
1421060		HARTMANN
2402194		H
1158094		H
3034859		HARTMANN
2357677		HARTMANN SINCE 1877
2502037		HSTUDIO
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	78955279	ME & MY HARTMANN
	77033199	RHAPSODY
	78941605	SOCIAL-LITE
	78941578	STRATUM
	78888351	WHERE THE JOURNEY BEGINS

**EXHIBIT A**

DM3516659.2



**State of Delaware**  
The Official Website for the First State

*The Secretary of State of Delaware issued a certificate for **BROWN-FORMAN LEBANON, INC.** whose file number is 2740343 on 05/24/2007 under request number 070605074 for authentication number 5701603.*



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# Delaware

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*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 AMENDMENT OF "HARTMANN, INCORPORATED", CHANGING ITS NAME FROM "HARTMANN, INCORPORATED" TO "BROWN-FORMAN LEBANON, INC.", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF MAY, A.D. 2007, AT 12 O'CLOCK P.M.

2740343 8100

070605074



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5701603

DATE: 05-24-07

TRADEMARK

REEL: 003555 FRAME: 0707



State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:00 PM 05/11/2007  
FILED 12:00 PM 05/11/2007  
SRV 070553608 - 2740343 FILE

**CERTIFICATE OF AMENDMENT  
TO THE  
CERTIFICATE OF INCORPORATION  
OF  
HARTMANN, INCORPORATED**

To the Secretary of State of the State of Delaware:

Hartmann, Incorporated, a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), hereby certifies that an amendment to the Corporation's Certificate of Incorporation, as amended, has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware, as follows:

Article I of the Corporation's Certificate of Incorporation, as amended, is hereby amended to read in its entirety as follows:

The name of the Corporation is Brown-Forman Lebanon, Inc.

IN WITNESS WHEREOF, Hartmann, Incorporated has caused this Certificate of Amendment to be signed by its duly authorized officer, this April 30, 2007.

HARTMANN, INCORPORATED

By: 

David Herman, President