

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|------------------------------|---|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | Rescission of Erroneous Assignment and Corrective Assignment To Correct Erroneous Assignment Recorded at Reel/Frame 003624/0945 on September 20, 2007 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|------------------------------|----------|----------------|--------------------|
| Davide Campari-Milano S.p.A. | | 12/19/2007 | CORPORATION: ITALY |

RECEIVING PARTY DATA

| | |
|------------------------|--|
| Name: | XR Fusion Holdings II, LLC by its successor-in-interest by merger, Skyy Spirits, LLC |
| Street Address: | 1 Beach Street, Suite 300 |
| City: | San Francisco |
| State/Country: | CALIFORNIA |
| Postal Code: | 94133 |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE |

PROPERTY NUMBERS Total: 6

| Property Type | Number | Word Mark |
|----------------------|----------|------------------------|
| Serial Number: | 78466050 | XO |
| Serial Number: | 77061695 | JEAN-MARC XO VODKA |
| Registration Number: | 3177900 | JEAN-MARC |
| Registration Number: | 3220537 | X-RATED |
| Registration Number: | 3149625 | X-RATED |
| Registration Number: | 3200805 | X-RATED FUSION LIQUEUR |

CORRESPONDENCE DATA

Fax Number: (415)268-7522
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 4152686810
 Email: rtarlton@mofo.com
 Correspondent Name: Rosemary S. Tarlton
 Address Line 1: Morrison & Foerster LLP, 425 Market St
 Address Line 4: San Francisco, CALIFORNIA 94105

CH \$165.00 78466050

| | |
|-------------------------|-----------------------|
| ATTORNEY DOCKET NUMBER: | 99990-234 |
| NAME OF SUBMITTER: | Rosemary S. Tarlton |
| Signature: | /Rosemary S. Tarlton/ |
| Date: | 12/20/2007 |

Total Attachments: 12

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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

RESCISSION OF ERRONEOUS ASSIGNMENT AND CORRECTIVE ASSIGNMENT

WHEREAS, an assignment was recorded on September 20, 2007 at Reel/Frame number 003624/0945, purporting to assign all right, title and interest in the marks listed on Exhibit A attached hereto ("MARKS") from XR Fusion Holdings II, LLC ("XR FUSION II"), a Delaware limited liability company, with offices at 1 Beach Street, Suite 300, San Francisco, California 94133, to Davide Campari-Milano S.p.A. ("CAMPARI"), a corporation incorporated under the laws of the Republic of Italy, with offices at Via Filippo Turati 27, 20121 Milano, Italy (the "Assignment"), a true and correct copy of which is attached hereto as Exhibit B;

WHEREAS, the parties recognize that the Assignment was executed and recorded due to an administrative error;

WHEREAS, it has always been the parties' intention that the ownership of the MARKS be retained by XR FUSION II, which was merged into Skyy Spirits, LLC ("SKYY"), a Delaware limited liability company with offices at 1 Beach Street, Suite 300, San Francisco, California 94133, on August 1, 2007, as verified by the Certificate of Merger as attached hereto as Exhibit C;

WHEREAS, such intention is evidenced by the Flow of Funds and Inventory Payments Memorandum dated August 1, 2007 entered into by the parties, as referenced in the Assignment, which contemplates transfer of only non-US marks from XR FUSION II to CAMPARI;

NOW, THEREFORE,

1. Parties agree that the Assignment was executed in error and, therefore, hereby rescind the Assignment.
2. In the event that for any reason such rescission of the Assignment is not fully effective, and any rights are deemed to have been transferred to CAMPARI as a result of the erroneous Assignment:
 - a. CAMPARI hereby assigns, transfers and conveys unto XR FUSION II all rights, title and interests of any nature in and to the MARKS deemed to have been so transferred to CAMPARI by virtue of the erroneous Assignment, if any (the "Rights").
 - b. CAMPARI hereby further quitclaims any and all Rights, and knowingly and voluntarily waives any and all rights or benefits that CAMPARI may now have, or in the future might have with respect to the MARKS.
 - c. This rescission and corrective assignment shall be retroactively effective as of August 1, 2007, the date the erroneous Assignment was executed.
3. This document may be executed in several counterparts, each of which shall constitute an original and all of which, when taken together, shall constitute one instrument.

IN WITNESS WHEREOF, each party has caused this document to be duly executed by its authorized officer on this 19th day of December, 2007.

Davide Campari-Milano S.p.A.

XR Fusion Holdings II, LLC (signed by SKYY as XR FUSION II's successor-in-interest)

By: [Signature]

By: _____

Name: STEFANO SACCARDI

Name: _____

Title: OFFICER LEGAL AFFAIRS AND BUSINESS DEVELOPMENT

Title: _____

IN WITNESS WHEREOF, each party has caused this document to be duly executed by its authorized officer on this 19th day of December, 2007.

Davide Campari-Milano S.p.A.

By: _____

Name: _____

Title: _____

XR Fusion Holdings II, LLC (signed by SKYY as XR FUSION II's successor-in-interest)

By: 

Name: JAMES MCLACHLAN

Title: CFO

EXHIBIT A

TRADEMARK
REEL: 003682 FRAME: 0972

MARKS



| | | | | | | |
|--|----|------------|------------|-----------|------------|------------|
| JEAN-MARC | 33 | 78/449,457 | 07/12/2004 | 3,177,900 | 11/28/2006 | 11/28/2016 |
| JEAN-MARC XO VODKA | 33 | 77/061,695 | 12/11/2006 | N/A | N/A | N/A |
| XO and Design  | 33 | 78/466,050 | 08/11/2004 | N/A | N/A | N/A |
| X-RATED | 33 | 78/439,451 | 06/22/2004 | 3,220,537 | 03/20/2007 | 03/20/2017 |
| X-RATED and Design  | 33 | 78/452,057 | 07/16/2004 | 3,149,625 | 09/26/2006 | 09/26/2016 |
| X-RATED FUSION LIQUEUR | 33 | 78/687,922 | 08/08/2005 | 3,200,805 | 01/23/2007 | 01/23/2017 |

EXHIBIT B

TRADEMARK
REEL: 003682 FRAME: 0974

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

ASSIGNMENT

WHEREAS, XR Fusion Holdings II, LLC, a Delaware limited liability company, with offices at 1 Beach Street, Suite 300, San Francisco, California 94133 ("ASSIGNOR") owns certain trademarks and/or service marks, and applications and/or registrations for such marks, as listed in Exhibit A attached hereto and incorporated herein by this reference ("MARKS"); and

WHEREAS, Davide Caspari-Milano S.p.A., a corporation incorporated under the laws of the Republic of Italy, with offices at Via Filippo Turati 27, 20121 Milano, Italy ("ASSIGNEE"), desires to acquire all of the right, title and interest of ASSIGNOR in, to and under the MARKS, together with the goodwill of the business symbolized by the MARKS;

WHEREAS, ASSIGNOR and ASSIGNEE have entered into that certain Flow of Funds and Inventory Payments Memorandum dated August 1, 2007, assigning, among other things, all right, title and interest in and to the MARKS and in and to the registrations and/or applications for same from ASSIGNOR to ASSIGNEE;

WHEREAS, ASSIGNEE is a successor to a portion of the business of the ASSIGNOR to which the MARKS pertain;

NOW, THEREFORE, for good and valuable consideration paid by ASSIGNEE to ASSIGNOR under the Flow of Funds and Inventory Payments Memorandum, the receipt and sufficiency of which hereby is acknowledged, ASSIGNOR does hereby sell, assign, transfer and convey unto ASSIGNEE its entire right, title and interest in and to the MARKS, and to the applications and/or registrations for the MARKS, together with the goodwill of the business symbolized by the MARKS and the portion of the business of the ASSIGNOR to which the MARKS pertain, including the right to sue and recover for any past infringement thereof.

In Witness Whereof, ASSIGNOR has caused this Assignment to be duly executed by an authorized officer on this 1 day of August, 2007.

KR Fashion Holdings II, LLC



By: T. MUR

Name: T. McLaughlin

Title: President

[SIGNATURE PAGE TO ASSIGNMENT - NEWCO AND COMPANY - UNITED STATES]

MARKS

| | | | | | | |
|---|----|-----------|------------|-----------|------------|------------|
| JEAN-MARC | 33 | 78449,457 | 07/12/2004 | 3,777,900 | 11/28/2006 | 11/28/2016 |
| JEAN-MARC XO VODKA | 33 | 77061,095 | 12/11/2006 | N/A | N/A | N/A |
| XO and Design  | 33 | 78466,030 | 08/11/2004 | N/A | N/A | N/A |
| X-RATED | 33 | 78439,451 | 06/22/2004 | 3,220,597 | 03/20/2007 | 03/20/2017 |
| X-RATED and Design  | 33 | 78452,057 | 07/16/2004 | 3,149,625 | 06/26/2006 | 09/26/2016 |
| X-RATED FUSION LIQUEUR | 33 | 78467,922 | 08/08/2005 | 3,200,985 | 01/23/2007 | 01/23/2017 |

#-2364441

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EXHIBIT C

**TRADEMARK
REEL: 003682 FRAME: 0978**

Delaware

PAGE 1

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 MERGER, WHICH MERGES:

"XR FUSION HOLDINGS II, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "SKYY SPIRITS, LLC" UNDER THE NAME OF "SKYY SPIRITS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF AUGUST, A.D. 2007, AT 8:54 O'CLOCK P.M.

2973367 8100M

070881938



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5896221

DATE: 08-02-07

TRADEMARK
REEL: 003682 FRAME: 0979

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC LIMITED LIABILITY COMPANIES**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Act, the undersigned limited liability company executed the following Certificate of Merger:

FIRST: The name of the surviving limited liability company is

SKYY Spirits, LLC

and the name of the limited liability company being merged into this surviving limited liability company is XR Fusion Holdings II, LLC

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent limited liability companies.

THIRD: The name of the surviving limited liability company is

SKYY Spirits, LLC

FOURTH: The merger is to become effective on August 1, 2007

FIFTH: The Agreement of Merger is on file at 1 Beach Street, Ste 300
San Francisco, CA 94133

the place of business of the surviving limited liability company.

SIXTH: A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the constituent limited liability companies.

IN WITNESS WHEREOF, said surviving limited liability company has caused this certificate to be signed by an authorized person, the First _____ day of August _____ A.D., 2007

By: /s/ James McLachlan
Authorized Person

Name: James McLachlan
Print or Type
Chief Financial Officer

Title: _____