

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	08/01/2007		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
XR Fusion Holdings II, LLC		08/01/2007	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Skyy Spirits, LLC		
Street Address:	One Beach Street, Suite 300		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94133		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	77061695	JEAN-MARC XO VODKA	
CORRESPONDENCE DATA			
Fax Number:	(415)268-7522		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	415 268 6810		
Email:	rlal@mofo.com		
Correspondent Name:	Rosemary S. Tarlton		
Address Line 1:	Morrison & Foerster LLP, 425 Market St.		
Address Line 4:	San Francisco, CALIFORNIA 94105-2482		
ATTORNEY DOCKET NUMBER:	99990-234		
NAME OF SUBMITTER:	Rosemary S. Tarlton		
Signature:	/Rosemary S. Tarlton/		

CH \$40.00 77061695

Date:

12/28/2007

Total Attachments: 2

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Delaware

PAGE 1

The First State

I, **MARRIET 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:

"ER 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



Mariet Smith Windsor

Mariet Smith Windsor, Secretary of State

AUTHENTICATION: 5896221

DATE: 08-02-07

TRADEMARK
REEL: 003686 FRAME: 0354

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:42 AM 08/01/2007
FILED 08:54 AM 08/01/2007
BY 07081938 - 2973967 EILE

**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

Esxy Spirits, LLC

and the name of the limited liability company being merged into this surviving limited liability company is JK 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

Esxy 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: _____