

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
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<b>NATURE OF CONVEYANCE:</b>	Limited Liability Company Conversion
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**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Stag's Leap Wine Cellars		09/11/2007	LIMITED PARTNERSHIP: CALIFORNIA

**RECEIVING PARTY DATA**

<b>Name:</b>	Stag's Leap Wine Cellars, LLC
<b>Street Address:</b>	5766 Silverado Trail
<b>City:</b>	Napa
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	94558
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: CALIFORNIA

**PROPERTY NUMBERS Total: 14**

Property Type	Number	Word Mark
Serial Number:	77135273	PARKER HILL
Registration Number:	3455489	KARIA
Registration Number:	3000473	CLUB RED
Registration Number:	2902199	GOLDEN RECTANGLE
Registration Number:	2620918	CLUB 23
Registration Number:	1364812	HAWK CREST
Registration Number:	1795197	
Registration Number:	1562484	SLV
Registration Number:	1389364	
Registration Number:	2091187	FAY
Registration Number:	2270324	CASK 23
Registration Number:	2255768	HAWK CREST
Registration Number:	2675936	ARCADIA
Registration Number:	2845459	ARTEMIS

**TRADEMARK**

**CH \$365.00 77135273**

CORRESPONDENCE DATA

Fax Number: (415)882-3232

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 415-882-3200

Email: tmparalegal@owe.com

Correspondent Name: Melville Owen, Esq.

Address Line 1: 455 Market Street, Suite 1910

Address Line 4: San Francisco, CALIFORNIA 94105

ATTORNEY DOCKET NUMBER:	STAGS 90001
NAME OF SUBMITTER:	Melville Owen
Signature:	/Melville Owen/
Date:	08/29/2008
Total Attachments: 1 source=STAGS 90001#page1.tif	



State of California  
Secretary of State

LLC-1A File # **200725510096**

**ENDORSED - FILED**  
In the office of the Secretary of State  
of the State of California

**SEP 11 2007**

**LIMITED LIABILITY COMPANY  
ARTICLES OF ORGANIZATION - CONVERSION**

**IMPORTANT — Read all instructions before completing this form.**

This Space For Filing Use Only

**CONVERTED ENTITY INFORMATION**

1. NAME OF LIMITED LIABILITY COMPANY (End the name with the words "Limited Liability Company," or the abbreviations "LLC" or "L.L.C." The words "Limited" and "Company" may be abbreviated to "Ltd." and "Co.," respectively.)

STAG'S LEAP WINE CELLARS, LLC

2. THE PURPOSE OF THE LIMITED LIABILITY COMPANY IS TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH A LIMITED LIABILITY COMPANY MAY BE ORGANIZED UNDER THE BEVERLY-KILLEA LIMITED LIABILITY COMPANY ACT.

3. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY (Check only one)

ONE MANAGER

MORE THAN ONE MANAGER

ALL LIMITED LIABILITY COMPANY MEMBER(S)

4. MAILING ADDRESS OF THE CHIEF EXECUTIVE OFFICE

5766 SILVERADO TRAIL

CITY AND STATE

NAPA, CA

ZIP CODE

94558

5. NAME OF AGENT FOR SERVICE OF PROCESS (If the agent is an individual, the agent must reside in California and both items 5 and 6 must be completed. If the agent is a corporation, the agent must have on file with the California Secretary of State a certificate pursuant to Corporations Code section 1505 and item 5 must be completed (leave item 6 blank).)

CT Corporation System

6. IF AN INDIVIDUAL, ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CA

CITY

STATE

ZIP CODE

CA

**CONVERTING ENTITY INFORMATION**

7. NAME OF CONVERTING ENTITY

STAG'S LEAP WINE CELLARS

8. FORM OF ENTITY

Limited Partnership

9. JURISDICTION

California

10. CA SECRETARY OF STATE FILE NUMBER, IF ANY

198416000079

11. THE PRINCIPAL TERMS OF THE PLAN OF CONVERSION WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. IF A VOTE WAS REQUIRED, PROVIDE THE FOLLOWING FOR EACH CLASS:

STATE THE CLASS AND NUMBER OF OUTSTANDING INTERESTS ENTITLED TO VOTE AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS

General Partner - 100 Interest

100%

Limited Partner - 100 Interest

100%

**ADDITIONAL INFORMATION**

12. ADDITIONAL INFORMATION SET FORTH ON THE ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE A PART OF THIS CERTIFICATE.

13. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED,

09/11/07

MICHELLE-ANTINORI, LLC, General Partner

DATE

By: Ste. Michelle Wine Estates Ltd., Managing Member

SIGNATURE OF AUTHORIZED PERSON

SIGNATURE OF AUTHORIZED PERSON

By: Theodor P. Baseler, President & CEO  
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON



NAME AND TITLE OF AUTHORIZED PERSON

LLC-1A (REV 04/2007)

APPROVED BY SECRETARY OF STATE