

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Subordination of trademark security interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Basso Private Series, LLC on behalf of Basso Series 3 (MHB)		02/27/2009	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Brown Brothers Harriman & Co.
Street Address:	40 Water Street
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02109
Entity Type:	LIMITED PARTNERSHIP: NEW YORK

PROPERTY NUMBERS Total: 33

Property Type	Number	Word Mark
Registration Number:	1893727	MAGIC HAT BREWING COMPANY
Registration Number:	2011128	BLIND FAITH
Registration Number:	2024581	#9
Registration Number:	2064074	FEAST OF FOOLS
Registration Number:	2095739	HOCUS POCUS
Registration Number:	2161029	UN NATURAL THIRST
Registration Number:	2168322	JINX
Registration Number:	2188297	MAGIC HAT
Registration Number:	2203013	HEART OF DARKNESS
Registration Number:	2243891	MISS BLISS
Registration Number:	2363282	FAT ANGEL
Registration Number:	2400355	CHAOTIC CHEMISTRY
Registration Number:	2417781	HUMBLE PATIENCE
Registration Number:	2437328	BLACK MAGIC

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Registration Number:	2445757	MAGIC HAT
Registration Number:	2515629	MAGIC HAT
Registration Number:	2643722	MAGIC HAT
Registration Number:	2747534	CIRCUS BOY
Registration Number:	2748972	HUMDINGER
Registration Number:	2828522	MOTHER
Registration Number:	2849296	EPIC ELIXIR
Registration Number:	2867943	THUMBSUCKER
Registration Number:	2938301	MOTHER LAGER
Registration Number:	2953264	THE ARTIFACTORY
Registration Number:	3151036	HI.P.A.
Registration Number:	3232689	NIGHT OF THE LIVING DEAD
Registration Number:	3473425	ODD NOTION
Registration Number:	3548396	A PERFORMANCE IN EVERY BOTTLE
Serial Number:	77311119	LUCKY KAT
Serial Number:	77534097	BEER KITTY, KITTY!
Serial Number:	77616627	HOWL
Serial Number:	77616641	WACKO
Serial Number:	77645700	SIP CODE LOCATOR

CORRESPONDENCE DATA

Fax Number: (212)480-8421
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Email: trademarks@sewkis.com
Correspondent Name: Beth H. Alter/Seward & Kissel LLP
Address Line 1: One Battery Park Plaza
Address Line 4: New York, NEW YORK 10004

NAME OF SUBMITTER:	Beth H. Alter
Signature:	/Beth H. Alter/
Date:	03/05/2009

Total Attachments: 4
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SUBORDINATION OF TRADEMARK SECURITY INTEREST

This SUBORDINATION OF TRADEMARK SECURITY INTEREST (this "Agreement") is executed as of February 27, 2009, by BASSO PRIVATE SERIES, LLC behalf of BASSO SERIES 3 (MHB) (the "Secured Party"), with reference hereby made to that certain Security Agreement, dated as of February 1, 2009 (the "Security Agreement"), among MAGIC HAT IP, LLC, a Vermont limited liability company, as assignee of INDEPENDENT BREWERS UNITED CORPORATION (successor by merger to MAGIC HAT BREWING COMPANY & PERFORMING ARTS CENTER, INC. (the "Grantor")), and the Secured Party.

WHEREAS, BROWN BROTHERS HARRIMAN & CO. (the "Senior Lender"), has requested that the Secured Party subordinate the liens and security interests granted to it in the right, title and interest in and to the trademarks and trademark applications of the Grantor, together with the goodwill of the business symbolized thereby, set forth on Schedule I attached hereto (the "Trademarks"), pursuant to the Trademark Security Agreement (as defined herein).

For good and valuable consideration, the receipt of which is hereby acknowledged:

The Secured Party does hereby certify that the security interest it holds in the Trademarks, pursuant to that certain Security Agreement which was recorded with the United States Patent and Trademark Office on February 24, 2009 at Reel 3941, Frame 0676 (the "Junior Trademark Security Agreement"), by and between the Grantor and the Secured Party, is junior and subordinate to the security interest of the Senior Lender in the Trademarks pursuant to that certain Trademark Security Agreement of even date herewith by and between the Grantor and the Senior Lender (the "Trademark Security Agreement").

This Agreement shall be governed by the laws of the Commonwealth of Massachusetts and shall relate solely to the Junior Trademark Security Agreement.

IN WITNESS WHEREOF, the undersigned has caused this Agreement to be executed by its duly authorized officer as of the date first written above.

**BASSO PRIVATE SERIES, LLC on behalf
of Basso Series 3 (MHB)**

By: _____

Name: Howard I. Fischer

Title: Authorized Signatory

SCHEDULE I

MAGIC HAT IP, LLC

U.S. Trademark Registrations

	Mark	Reg. No.	Reg. Date
1	MAGIC HAT BREWING COMPANY	1,893,727	May 09, 1995
2	BLIND FAITH	2,011,128	October 22, 1996
3	#9 (Stylized)	2,024,581	December 17, 1996
4	FEAST OF FOOLS	2,064,074	May 20, 1997
5	HOCUS POCUS	2,095,739	September 09, 1997
6	UN NATURAL THIRST	2,161,029	May 26, 1998
7	JINX	2,168,322	June 23, 1998
8	MAGIC HAT	2,188,297	September 08, 1998
9	HEART OF DARKNESS	2,203,013	November 10, 1998
10	MISS BLISS	2,243,891	May 04, 1999
11	FAT ANGEL	2,363,282	June 27, 2000
12	CHAOTIC CHEMISTRY	2,400,355	October 31, 2000
13	HUMBLE PATIENCE	2,417,781	January 02, 2001
14	BLACK MAGIC	2,437,328	March 20, 2001
15	MAGIC HAT	2,445,757	April 24, 2001
16	MAGIC HAT	2,515,629	December 04, 2001

17	MAGIC HAT	2,643,722	October 29, 2002
18	CIRCUS BOY	2,747,534	August 05, 2003
19	HUMDINGER	2,748,972	August 05, 2003
20	MOTHER	2,828,522	March 30, 2004
21	EPIC ELIXIR	2,849,296	June 01, 2004
22	THUMBSUCKER	2,867,943	July 27, 2004
23	MOTHER LAGER	2,938,301	April 05, 2005
24	THE ARTIFACTORY	2,953,264	May 17, 2005
25	HI.P.A.	3,151,036	October 03, 2006
26	NIGHT OF THE LIVING DEAD	3,232,689	April 24, 2007
27	ODD NOTION	3,473,425	July 22, 2008
28	A PERFORMANCE IN EVERY BOTTLE	3,548,396	December 16, 2008

Pending U.S. Trademark Applications

	Mark	Serial No.	Filing Date
29	LUCKY KAT	77/311,119	October 23, 2007
30	BEER KITTY, KITTY!	77/534,097	July 29, 2008
31	HOWL	77/616,627	November 18, 2008
32	WACKO	77/616,641	November 18, 2008
33	SIP CODE LOCATOR	77/645,700	January 08, 2009

CANADIAN Trademark Registrations

Mark	Reg No.	Reg. Date
MAGIC HAT BREWING COMPANY	TMA490772	March 03, 1998
# 9 (Stylized)	TMA496414	June 18, 1998

CTM (European Community) Trademark Applications

Mark	Serial No.	Filing Date
MAGIC HAT	7,345,234	October 27, 2008
# 9 (Stylized)	7,345,267	October 27, 2008

AUSTRALIAN Trademark Applications

Mark	Serial No.	Filing Date
# 9	1270509	November 04, 2008
MAGIC HAT	1270510	November 04, 2008

Domain Name Registration

Mark	Expires	Registrar
magichat.net	Dec 08, 2009	GoDaddy.com, Inc.

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