

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion to a Delaware limited liability company

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Pernod Ricard USA, LLC		08/31/2009	LIMITED LIABILITY COMPANY: INDIANA

RECEIVING PARTY DATA

Name:	Pernod Ricard USA, LLC
Street Address:	100 Manhattanville Road
City:	Purchase
State/Country:	NEW YORK
Postal Code:	10577
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	3643414	BARSMARTS
Registration Number:	3643320	BAR SMARTS
Registration Number:	3222285	HIRAM WALKER
Registration Number:	1136967	HIRAM WALKERW EST'D 1858
Registration Number:	1668743	WALKER'S DELUXE
Registration Number:	1716297	BARCLAY'S
Registration Number:	1781660	CAFE' AZTEC
Registration Number:	1780491	COCORHUM
Registration Number:	0397118	CORBY'S
Registration Number:	1303020	CRYSTAL PALACE
Registration Number:	0320004	CRYSTAL PALACE
Registration Number:	0303289	IMPERIAL
Registration Number:	0879610	NORTHERN LIGHT
Registration Number:	0961663	NORTHERN LIGHT

CH \$390.00 3643414

Registration Number:	0339939	TEN HIGH
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CORRESPONDENCE DATA

Fax Number: (212)813-5901
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (212) 813-5900
Email: jferraro@frosszelnick.com
Correspondent Name: Joyce M. Ferraro
Address Line 1: 866 United Nations Plaza
Address Line 2: Fross Zelnick Lehrman & Zissu, P.C.
Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER:	PRUS 1004566
NAME OF SUBMITTER:	Joyce M. Ferraro
Signature:	/jmf/
Date:	07/01/2010

Total Attachments: 4
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Delaware

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The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF AN INDIANA LIMITED LIABILITY COMPANY UNDER THE NAME OF "PERNOD RICARD USA, LLC" TO A DELAWARE LIMITED LIABILITY COMPANY, FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF AUGUST, A.D. 2009, AT 12:25 O'CLOCK P.M.



4725736 8100V

090820768

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7502778

DATE: 08-31-09

TRADEMARK
REEL: 004235 FRAME: 0103

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "PERNOD RICARD USA, LLC" FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF AUGUST, A.D. 2009, AT 12:25 O'CLOCK P.M.



4725736 8100V

090820768

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7502778

DATE: 08-31-09

TRADEMARK
REEL: 004235 FRAME: 0104

**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A NON-DELAWARE LIMITED LIABILITY COMPANY TO
A DELAWARE LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT**

ARTICLE I

The jurisdiction where the Non-Delaware Limited Liability Company first formed is Indiana.

ARTICLE II

The jurisdiction immediately prior to filing this Certificate is Indiana.

ARTICLE III

The date the Non-Delaware Limited Liability Company first formed is April 27, 2001.

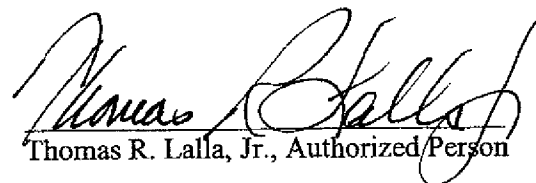
ARTICLE IV

The name of the Non-Delaware Limited Liability Company immediately prior to filing this Certificate is Pernod Ricard USA, LLC.

ARTICLE V

The name of the Limited Liability Company as set forth in the Certificate of Formation is Pernod Ricard USA, LLC.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 26th day of August, 2009.


Thomas R. Lalla, Jr., Authorized Person

**STATE OF DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE OF FORMATION**

On this 26th day of August, 2009, the undersigned authorized person, being authorized to form a limited liability company pursuant to the provisions of the Delaware Limited Liability Company Act, as amended (the "Act"), executes this Certificate of Formation, as follows:

FIRST. The name of the limited liability company is Pernod Ricard USA, LLC (the "Company").


SECOND. The address of the registered office of the Company in the State of Delaware is 2711 Centreville Road, Suite 400, Wilmington, Delaware 19808. The registered agent of the Company located at such address is Corporation Service Company.

THIRD. The period of existence of the Company is perpetual until dissolution of the Company in accordance with the provisions of its Limited Liability Company Agreement (the "Operating Agreement") or the Act.

FOURTH. Any Operating Agreement of the Company shall be in writing.

FIFTH. The business and affairs of the Company shall be conducted and managed by the Managers of the Company in accordance with the Operating Agreement.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation this 26th day of August, 2009.


Thomas R. Lalla, Jr., Authorized Person