

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	IP SUPPLEMENT

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
THE WINE GROUP LLC		04/14/2011	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Cooperatieve Centrale Raiffeisen - Boerenleenbank B.A., "Rabobank International", New York Branch, as Collateral Agent
Street Address:	245 Park Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10167
Entity Type:	U.S. branch of foreign bank: NEW YORK

PROPERTY NUMBERS Total: 43

Property Type	Number	Word Mark
Serial Number:	85209914	MD 20/20 LUSCIOUS LEMONADE
Serial Number:	85211289	OFFICIAL WINE OF REFRIGERATORS ACROSS AMERICA
Serial Number:	85220329	RED CUP
Serial Number:	85223513	FLIPPIN' GOOD WINES
Serial Number:	85225570	SMOKE SHOW
Serial Number:	85225933	PUMPKIN D'VINE
Serial Number:	85225923	DECADENCE D'VINE
Serial Number:	85227249	BROWNIE POINTS
Serial Number:	85228811	STEW99
Serial Number:	85230092	OCCHIALI
Serial Number:	85231717	DAHLIAS & GLADIOLI
Serial Number:	85231724	ENTHUSIASM
Serial Number:	85231658	MARAVIGLIA

CH \$1090.00 85209914

Serial Number:	85231725	NECTAR & AMBROSIA
Serial Number:	85231726	TOYAMARU
Serial Number:	85231714	AMORINI & PUTTI
Serial Number:	85231719	CLAUDE GLASS
Serial Number:	85232539	COPPER MOON
Serial Number:	85232537	SMALL CAKES
Serial Number:	85233001	PILLOWBOOK
Serial Number:	85233000	OKASHI
Serial Number:	85232997	VIRIDITAS
Serial Number:	85239784	SWEET SHOPPE
Serial Number:	85241749	WINE 2.0
Serial Number:	85241750	TWO DOT OH
Serial Number:	85243765	COATS DE GNOME
Serial Number:	85245347	SPECS AND SHADES
Serial Number:	85249595	LEMON CHIFFON PIE
Serial Number:	85252589	JELLY DONUT
Serial Number:	85254895	BIG HOUSE TUPELO HONEY
Serial Number:	85254898	BIG HOUSE MOONSHINE
Serial Number:	85975030	THE USUAL SUSPECT
Serial Number:	85258262	THE LIST
Serial Number:	85261884	ACHILLES HEEL
Serial Number:	85266129	TWINKY
Serial Number:	85266093	TWINKIE
Serial Number:	85267252	CRIMSON & CLOVER
Serial Number:	85267730	CUPCAKE POPS
Serial Number:	85270778	HOUSEBOAT
Serial Number:	85276754	CHANDELIER
Serial Number:	85278994	SCOOTAROSSA
Serial Number:	85280187	RED VELVET
Serial Number:	85280420	DASHBOARD

CORRESPONDENCE DATA

Fax Number: (213)627-0705

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

Phone: (213) 683-5627

Email: nancychow@paulhastings.com

TRADEMARK
REEL: 004530 FRAME: 0902

Correspondent Name: Nancy Chow
Address Line 1: Paul, Hastings, Janofsky & Walker LLP
Address Line 2: 515 South Flower Street, 25th Floor
Address Line 4: Los Angeles, CALIFORNIA 90071

ATTORNEY DOCKET NUMBER:	74033.00003
NAME OF SUBMITTER:	Nancy Chow
Signature:	/Nancy Chow/
Date:	04/28/2011

Total Attachments: 5
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IP SUPPLEMENT

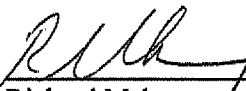
This IP SUPPLEMENT, dated April 14, 2011, is delivered pursuant to and supplements (i) the Amended and Restated Security Agreement, dated as of June 26, 2006 (as it may be from time to time amended, restated, modified or supplemented, the "Security Agreement"), among The Wine Group, Inc., a California corporation ("TWG, Inc."), The Wine Group LLC, a Delaware limited liability company (the "Company", and together with TWG, Inc., the "Co-Issuers"), the other Grantors named therein, and Cooperatieve Centrale Raiffeisen – Boerenleenbank B.A., "Rabobank International", New York Branch ("Rabobank"), as Collateral Agent, and (ii) the Amended and Restated Grant of Trademark Security Interest, dated as of July 10, 2004 (the "Grant"), executed by the Grantors named therein in favor of Secured Party named therein. Capitalized terms used herein not otherwise defined herein shall have the meanings ascribed thereto in the Grant.

The Company grants to Secured Party a security interest in all of the Company's right, title and interest in and to the Trademark Collateral listed on Schedule A attached hereto. All such Trademark Collateral shall be deemed to be part of the Trademark Collateral and shall be hereafter subject to each of the terms and conditions of the Security Agreement and the Grant.

IN WITNESS WHEREOF, the Company has caused this IP Supplement to be duly executed and delivered by its duly authorized officer as of April 14, 2011.

THE WINE GROUP LLC,
a Delaware limited liability company

By: TWG Manager, Inc.,
a California corporation,
its Manager

By: 
Richard Mahoney,
Chief Financial Officer

STATE OF CALIFORNIA)

CITY OF TRACY AND COUNTY OF SAN JOAQUIN) ss.

On _____, 2011 before me, _____, Notary Public, personally appeared _____, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal. *See attached!*

Signature of Notary Public

SCHEDULE A TO IP SUPPLEMENT

GRANTOR	TRADEMARK	COUNTRY	APPLICATION DATE	APPLICATION NUMBER
The Wine Group LLC	BAY BRIDGE	European Union	2/9/2011	009722315
The Wine Group LLC	EIGHT QUID	European Union	3/11/2011	009803966
The Wine Group LLC	FLIP FLOP	Hong Kong	2/17/2011	301836711
The Wine Group LLC	FLIP FLOP	Taiwan	2/22/2011	100008253
The Wine Group LLC	FRANZIA	Russia	1/31/2011	2011702149
The Wine Group LLC	GRAY FOX	Russia	1/31/2011	2011702150
The Wine Group LLC	MACAROON	European Union	1/12/2011	009653338
The Wine Group LLC	Miscellaneous Design - Octagonal equilateral sides ("Octavin")	Taiwan	1/17/2011	100002490
The Wine Group LLC	OCTAVIN and Design	European Union	3/1/2011	009776841
The Wine Group LLC	OKASHI	Japan	2/8/2011	2011-008027
The Wine Group LLC	SMART COOKIE	European Union	1/12/2011	009653321
The Wine Group LLC	TOYAMARU	Japan	2/8/2011	2011-008028
The Wine Group LLC	VISTA POINT	Japan	1/7/2011	2011-000616
The Wine Group LLC	MD 20/20 LUSCIOUS LEMONADE and Design	U.S.A.	04-Jan-2011	85209914
The Wine Group LLC	OFFICIAL WINE OF REFRIGERATORS ACROSS AMERICA	U.S.A.	05-Jan-2011	85211289
The Wine Group LLC	RED CUP	U.S.A.	18-Jan-2011	85220329
The Wine Group LLC	FLIPPIN' GOOD WINES	U.S.A.	21-Jan-2011	85223513
The Wine Group LLC	SMOKE SHOW	U.S.A.	25-Jan-2011	85225570
The Wine Group LLC	PUMPKIN D'VINE	U.S.A.	25-Jan-2011	85225933
The Wine Group LLC	DECADENCE D'VINE	U.S.A.	25-Jan-2011	85225923
The Wine Group LLC	BROWNIE POINTS	U.S.A.	26-Jan-2011	85227249

TRADEMARK

REEL: 004530 FRAME: 0905

The Wine Group LLC	STEW99	U.S.A.	28-Jan-2011	85228811
The Wine Group LLC	OCCHIALI	U.S.A.	31-Jan-2011	85230092
The Wine Group LLC	DAHLIAS & GLADIOLI	U.S.A.	01-Feb-2011	85231717
The Wine Group LLC	ENTHUSIASM	U.S.A.	01-Feb-2011	85231724
The Wine Group LLC	MARAVIGLIA	U.S.A.	01-Feb-2011	85231658
The Wine Group LLC	NECTAR & AMBROSIA	U.S.A.	01-Feb-2011	85231725
The Wine Group LLC	TOYAMARU	U.S.A.	01-Feb-2011	85231726
The Wine Group LLC	AMORINI & PUTTI	U.S.A.	01-Feb-2011	85231714
The Wine Group LLC	CLAUDE GLASS	U.S.A.	01-Feb-2011	85231719
The Wine Group LLC	COPPER MOON	U.S.A.	02-Feb-2011	85232539
The Wine Group LLC	SMALL CAKES	U.S.A.	02-Feb-2011	85232537
The Wine Group LLC	PILLOWBOOK	U.S.A.	03-Feb-2011	85233001
The Wine Group LLC	OKASHI	U.S.A.	03-Feb-2011	85233000
The Wine Group LLC	VIRIDITAS	U.S.A.	03-Feb-2011	85232997
The Wine Group LLC	SWEET SHOPPE	U.S.A.	11-Feb-2011	85239784
The Wine Group LLC	WINE 2.0	U.S.A.	14-Feb-2011	85241749
The Wine Group LLC	TWO DOT OH	U.S.A.	14-Feb-2011	85241750
The Wine Group LLC	COATS DE GNOME	U.S.A.	16-Feb-2011	85243765
The Wine Group LLC	SPECS AND SHADES	U.S.A.	17-Feb-2011	85245347
The Wine Group LLC	LEMON CHIFFON PIE	U.S.A.	23-Feb-2011	85249595
The Wine Group LLC	JELLY DONUT	U.S.A.	26-Feb-2011	85252589
The Wine Group LLC	JELLY DONUT	U.S.A.	26-Feb-2011	85252589
The Wine Group LLC	BIG HOUSE TUPELO HONEY	U.S.A.	01-Mar-2011	85254895
The Wine Group LLC	BIG HOUSE MOONSHINE	U.S.A.	01-Mar-2011	85254898

TRADEMARK

REEL: 004530 FRAME: 0906

The Wine Group LLC	THE USUAL SUSPECT	U.S.A.	03-Mar-2011	85975030
The Wine Group LLC	THE LIST	U.S.A.	04-Mar-2011	85258262
The Wine Group LLC	ACHILLES HEEL	U.S.A.	09-Mar-2011	85261884
The Wine Group LLC	TWINKY	U.S.A.	14-Mar-2011	85266129
The Wine Group LLC	TWINKIE	U.S.A.	14-Mar-2011	85266093
The Wine Group LLC	CRIMSON & CLOVER	U.S.A.	15-Mar-2011	85267252
The Wine Group LLC	CUPCAKE POPS	U.S.A.	15-Mar-2011	85267730
The Wine Group LLC	HOUSEBOAT	U.S.A.	18-Mar-2011	85270778
The Wine Group LLC	CHANDELIER	U.S.A.	25-Mar-2011	85276754
The Wine Group LLC	SCOOTAROSSA	U.S.A.	28-Mar-2011	85278994
The Wine Group LLC	RED VELVET	U.S.A.	29-Mar-2011	85280187
The Wine Group LLC	RED VELVET	U.S.A.	29-Mar-2011	85280187
The Wine Group LLC	DASHBOARD	U.S.A.	29-Mar-2011	85280420

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

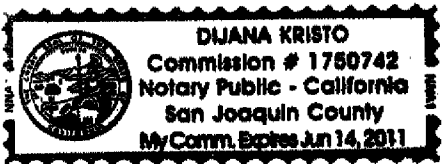
State of California

County of SAN JOAQUIN }

On APRIL 14, 2011 before me, DIJANA KRISTO, NOTARY PUBLIC
Date Here Insert Name and Title of the Officer

personally appeared RICHARD MAHONEY
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature *Dijana Kristo*
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: IP SUPPLEMENT
 Document Date: APRIL 14, 2011 Number of Pages: 4
 Signer(s) Other Than Named Above: NA

Capacity(ies) Claimed by Signer(s)

Signer's Name: RICHARD MAHONEY
 Individual
 Corporate Officer — Title(s): CFO
 Partner — Limited General
 Attorney in Fact
 Trustee
 Guardian or Conservator
 Other: _____



Signer Is Representing: _____
TWEG

Signer's Name: _____
 Individual
 Corporate Officer — Title(s): _____
 Partner — Limited General
 Attorney in Fact
 Trustee
 Guardian or Conservator
 Other: _____



Signer Is Representing: _____