

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
White Rock Distilleries, Inc.		08/01/2011	CORPORATION: MAINE
RECEIVING PARTY DATA			
Name:	M. S. Walker, Inc.		
Street Address:	20 Third Avenue		
City:	Somerville		
State/Country:	MASSACHUSETTS		
Postal Code:	02143		
Entity Type:	CORPORATION: MASSACHUSETTS		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	3507316	BAROCA	
Registration Number:	1747347	CHYMES	
Registration Number:	1067836	JENKINS	
Registration Number:	1061348	ZHENKA	
CORRESPONDENCE DATA			
Fax Number:	(617)742-2355		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	617-742-4200		
Email:	trademark@riw.com		
Correspondent Name:	Stacey C. Friends, Esq.		
Address Line 1:	Ruberto, Israel & Weiner, P.C.		
Address Line 2:	255 State Street, 7th Floor		
Address Line 4:	Boston, MASSACHUSETTS 02109		
ATTORNEY DOCKET NUMBER:	06172-126		
NAME OF SUBMITTER:	Stacey C. Friends, Esq.		

CH \$115.00 3507316

900199257

TRADEMARK
REEL: 004600 FRAME: 0949

Signature:	/stacey c. friends/
Date:	08/09/2011
Total Attachments: 4 source=Trademark Assignement - White Rock - MS Walker (00161650)#page1.tif source=Trademark Assignement - White Rock - MS Walker (00161650)#page2.tif source=Trademark Assignement - White Rock - MS Walker (00161650)#page3.tif source=Trademark Assignement - White Rock - MS Walker (00161650)#page4.tif	

TRADEMARK ASSIGNMENT AGREEMENT

THIS TRADEMARK ASSIGNMENT AGREEMENT (the "Assignment") is entered into as of August 1, 2011 between White Rock Distilleries, Inc., a Maine corporation, having an address of 21 Saratoga Street, Lewiston, Maine 04241 ("Assignor"), and M. S. Walker, Inc., a Massachusetts corporation, having an address at 20 Third Avenue, Somerville, Massachusetts, 02143 ("Assignee").

WHEREAS, Assignor is the owner of the entire right, title and interest in and to the marks set forth at Exhibit A and the U.S. registrations for the marks set forth on Exhibit B (collectively, the "Marks");

WHEREAS, Assignor and Assignee have entered into an Asset Purchase & Sale Agreement, dated contemporaneously herewith ("Asset Purchase Agreement"), in which Assignor has agreed to sell and transfer to Assignee all right, title and interest in and to the Marks; and

WHEREAS, Assignor therefore wishes to assign the entire rights, title and interest in and to the Marks and the goodwill associated therewith to Assignee, and Assignee desires to accept the Marks and the goodwill associated therewith.

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

1. Assignor hereby transfers and assigns to Assignee its entire right, title and interest in and to the Marks, together with the goodwill associated therewith, including without limitation, the right to sue for past infringement, and all registrations and applications therefor, including those set forth at Exhibit A.

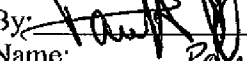
2. This Assignment shall inure to the benefit of, and be binding upon the parties, their successors and assigns.

3. In the case of any conflict between the terms of this Assignment and the terms of the Asset Purchase Agreement, the terms of the Asset Purchase Agreement shall govern.

IN WITNESS WHEREOF, the parties have executed this Assignment as of the day and year above.

ASSIGNOR:

WHITE ROCK DISTILLERIES, INC.

By: 
Name: Paul G. Coulombe
Title: Chief Executive Officer

ASSIGNEE:

M. S. WALKER, INC.

By: _____
Name: _____
Title: _____

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IN WITNESS WHEREOF, the parties have executed this Assignment as of the day and year above.

ASSIGNOR:

WHITE ROCK DISTILLERIES, INC.

By: _____

Name: _____

Title: _____

ASSIGNEE:

M. S. WALKER, INC.

By: Harvey Allen

Name: Harvey Allen

Title: pres

EXHIBIT A TO TRADEMARK ASSIGNMENT AGREEMENT

Mark	Goods
BAROCA	Alcoholic beverages namely, rum, spiced rum and blended rum cocktail products
CANADIAN REGAL	Alcoholic beverages, namely Canadian whiskey
HAMPSHIRE BRANDS	Alcoholic beverages, namely vodka and triple Sec
CHYMES	Alcoholic beverages, namely Canadian, whiskey
GOLD CROWN	Alcoholic beverages, namely rum, vodka, whiskey, brandy and coffee brandy
ORLOFF	Alcoholic beverages, namely gin and vodka
JENKINS	Alcoholic beverages, namely liqueurs, vodka, rum, whiskey, Canadian whiskey, brandy, and gin
McGREGOR	Alcoholic beverages, namely Scotch whiskey
POLAND SPRING	Alcoholic beverages, namely vodka, tequila, triple sec, rum whiskey and gin
RON VIRGIN	Alcoholic beverages, namely rum
VANYA SPIRITS	Alcoholic beverages, namely vodka
GRAVES	Alcoholic beverages, namely vodka
ZHENKA	Alcoholic beverages, namely vodka, gin and rum
BOLERO	Alcoholic beverages, namely rum
MAROFF	Alcoholic beverages, namely vodka

EXHIBIT B TO TRADEMARK ASSIGNMENT AGREEMENT

Registered Trademarks

Mark: **BAROCA** Goods: distilled liquors, namely, rum, spiced and flavored rum
SN: 77-263829
RN: 3507316
Class 033
Goods: distilled liquors, namely, rum, spiced and flavored rum

Mark: **CHYMES**
SN: 74-231161
RN: 1747347
Class 033
Goods: spirits; namely, gin, whiskey, rum, vodka, brandies, and liqueurs

Mark: **JENKINS**
SN: 73-093827
RN: 1067836
Class 033
Goods: liqueurs, prepared alcoholic cocktails, whiskey, vodka, brandy, and gin

Mark: **ZHENKA**
SN: 73-092791
RN: 1061348
Class 033
Goods: vodka