

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination of Security Interest (R3988-F0336)

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Capital One, National Association, as Administrative Agent		11/18/2011	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Majestic Distilling Company, Inc.
Street Address:	200 Monumental Road
City:	Baltimore
State/Country:	MARYLAND
Postal Code:	21227
Entity Type:	CORPORATION: MARYLAND

PROPERTY NUMBERS Total: 23

Property Type	Number	Word Mark
Serial Number:	72201219	CANADIAN LEAF
Serial Number:	72201220	CLUB 400
Serial Number:	72201224	BLACK WATCH
Serial Number:	72204483	SETTER
Serial Number:	72279401	TRAVELERS CLUB
Serial Number:	72393263	ZELKO
Serial Number:	72393264	RIKALOFF
Serial Number:	72393265	BENTLEY'S
Serial Number:	73570217	RIKALOFF
Serial Number:	73570220	BENTLEY'S
Serial Number:	73570221	BLACK WATCH
Serial Number:	74371943	TOPAZ
Serial Number:	74512609	RIKALOFF
Serial Number:	74512610	MAJESTIC VALLEY

TRADEMARK

900208164

REEL: 004668 FRAME: 0530

OP \$590.00 72201219

Serial Number:	74512611	MAJESTIC ROYALE
Serial Number:	74512612	CANADIAN LAKE
Serial Number:	74604255	SEAFARER
Serial Number:	74604259	HIGHLANDER AND LORD
Serial Number:	74604260	PORT ROYAL
Serial Number:	74622782	ODESSE
Serial Number:	72201211	LORD BALTIMORE
Serial Number:	72201213	SCOTCH ISLAND
Serial Number:	72201218	CANADIAN PEAK

CORRESPONDENCE DATA

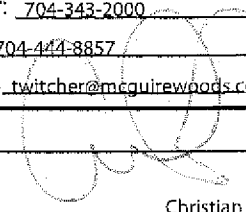
Fax Number: (704)444-8847
Phone: 704-343-2000
Email: ksaltrick@mcguirewoods.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Correspondent Name: Christian Brose, Esq./McGuireWoods, LLP
Address Line 1: 201 North Tryon Street
Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER:	4506050-0070 (TW)
NAME OF SUBMITTER:	Christian Brose, Esq./McGuireWoods, LLP
Signature:	/Christian Brose/
Date:	11/30/2011

Total Attachments: 4
source=Majestic Distilling Company - Termination - Coversheet and Attachments#page1.tif
source=Majestic Distilling Company - Termination - Coversheet and Attachments#page2.tif
source=Majestic Distilling Company - Termination - Coversheet and Attachments#page3.tif
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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below:

1. Name of conveying party(ies): Capital One, National Association, as Administrative Agent <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation- State: _____ <input checked="" type="checkbox"/> Other <u>a national banking association</u> Citizenship (see guidelines) _____ Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies) <input type="checkbox"/> Yes Additional names, addresses, or citizenship attached? <input checked="" type="checkbox"/> No Name: <u>Majestic Distilling Company, Inc.</u> Internal _____ Address: _____ Street Address: <u>2200 Monumental Rd.</u> City: <u>Baltimore</u> State: <u>Maryland</u> Country: <u>United States</u> Zip: <u>21227</u> <input type="checkbox"/> Association Citizenship _____ <input type="checkbox"/> General Partnership Citizenship _____ <input type="checkbox"/> Limited Partnership Citizenship _____ <input checked="" type="checkbox"/> Corporation Citizenship <u>Maryland</u> <input type="checkbox"/> Other _____ Citizenship _____ If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment)
3. Nature of conveyance /Execution Date(s) : Execution Date(s) <u>November 18, 2011</u> <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other <u>Termination of Security Interest</u>	4. Application number(s) or registration number(s) and identification or description of the Trademark. A. Trademark Application No.(s) See EXHIBIT A attached hereto. B. Trademark Registration No.(s) See EXHIBIT A attached hereto. Additional sheet(s) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown): See EXHIBIT A attached hereto.	
5. Name & address of party to whom correspondence concerning document should be mailed: Name: <u>McGuireWoods LLP</u> Internal Address: <u>Attn: Terry L. Witcher, Paralegal</u> Street Address: <u>201 N. Tryon Street, Suite 3000</u> City: <u>Charlotte</u> State: <u>North Carolina</u> Zip: <u>28202</u> Phone Number: <u>704-343-2000</u> Fax Number: <u>704-441-8857</u> Email Address: <u>twitcher@mcguirewoods.com</u>	6. Total number of applications and registrations involved: 23 7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ <u>590.00</u> <input type="checkbox"/> Authorized to be charged to deposit account <input type="checkbox"/> Enclosed
9. Signature:  _____ Signature _____ Christian Brose, Esq. Name of Person Signing	8. Payment Information: Deposit Account Number _____ Authorized User Name _____ _____ Date 11/29/2011 Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
 Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

**TERMINATION AND RELEASE OF SECURITY INTEREST IN
UNITED STATES TRADEMARKS**

U.S. Department of Commerce
U.S. Patent and Trademark Office

THIS TERMINATION AND RELEASE OF SECURITY INTEREST IN U.S. TRADEMARKS (the "*Trademark Termination and Release*") dated as of November 18, 2011, from CAPITAL ONE, NATIONAL ASSOCIATION, a national banking association, in its capacity as administrative agent (the "*Administrative Agent*") pursuant to a Trademark Security Agreement (the "*Security Agreement*") dated as of March 24, 2009 between MAJESTIC DISTILLING COMPANY, INC. (the "*Grantor*") and the Administrative Agent.

WITNESSETH:

WHEREAS, pursuant to the Security Agreement, a security interest (the "*Security Interest*") was granted by the Grantor to the Administrative Agent in certain collateral, including the Trademark Collateral (as hereinafter defined); and

WHEREAS, the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on May 15, 2009 at Reel 003988, Frame 0336; and

WHEREAS, the Administrative Agent now desires to terminate and release the entirety of its Security Interest in the Trademark Collateral;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent hereby agrees as follows:

1. Definitions. The term "*Trademark Collateral*", as used herein, shall mean all of the Grantor's right, title and interest of every kind and nature as of the date hereof in the Trademark Collateral (as defined in the Security Agreement), including, without limitation, those items listed on Exhibit A hereto.

2. Release of Security Interest. The Administrative Agent hereby terminates, releases and discharges its Security Interest in the Trademark Collateral without representation, warranty or recourse of any kind or nature.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

CAPITAL ONE, NATIONAL ASSOCIATION,
as Administrative Agent

By: *Cheryl Denanea*
Name: Cheryl Denanea
Title: Senior Vice President

STATE OF LOUISIANA

COUNTY OF ORLEANS

On this 18th day of November, 2011 before me personally appeared *Cheryl Denanea*, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

PHILIP de V. CLAVERIE
NOTARY PUBLIC
Bar No. 4177
State of Louisiana
My Commission is issued for Life

Philip de V. Clavier
Notary Public

My commission expires: *12/31/12*

(SEAL)

U4939737

Reel: 003988
Frame: 0036

Termination of Security Interest in Trademarks
Signature Page

TRADEMARK
REEL: 004668 FRAME: 0534

EXHIBIT A

Trademark Registration Numbers:

FEDERALLY REGISTERED TRADEMARKS

OWNED BY MAJESTIC:

MARK	SERIAL NUMBER	REGISTRATION NUMBER
BENTLEY'S	72393265	932690
BENTLEY'S	73570220	1420371
BLACK WATCH	72201224	801466
BLACK WATCH	73570221	1846909
CANADIAN LAKE	74512612	1887393
CANADIAN LEAF	72201219	802831
CANADIAN PEAK	72201218	801465
CLUB 400	72201220	792352
HIGHLANDER AND LORD	74604259	1943893
LORD BALTIMORE	72201211	801463
MAJESTIC ROYALE	74512611	1890103
MAJESTIC VALLEY	74512610	1887392
ODESSE	74622782	2245260
PORT ROYAL	74604260	1986638
RIKALOFF	73570217	1426785
RIKALOFF	74512609	1887391
RIKALOFF	72393264	927873
SCOTCH ISLAND	72201213	801464
SEAFARER	74604255	1945439
SETTER	72204483	794552
TOPAZ	74371943	1885645
TRAVELERS CLUB	72279401	852889
ZELKO	72393263	927874