

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2012

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cabo Wabo, LLC		11/16/2011	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Skyy Spirits, LLC
Doing Business As:	DBA Campari America
Street Address:	One Beach Street, Suite 300
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94133
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Registration Number:	3495185	CABO WABO RADIO
Registration Number:	3624573	CABO WABO CANTINA
Registration Number:	3282181	CABO WABO
Registration Number:	3282182	CABO WABO
Registration Number:	3282183	CABO WABO
Registration Number:	3282174	CABO WABO
Registration Number:	3469817	CABO WABO
Registration Number:	3332279	CABO WABO MUSIC
Registration Number:	3251140	CABO WABO MUSIC
Registration Number:	3152035	TAHOE WABO
Registration Number:	3166323	CABO WABO

CH \$515.00 3495185

Registration Number:	3091380	TAKE YOUR BEST SHOT
Registration Number:	3330441	GOT TEQUILA?
Registration Number:	3303368	GOT TEQUILA?
Registration Number:	2802283	CABO WABO
Registration Number:	3066271	CABO WABO
Registration Number:	3177356	REPOSADO 100% DE AGAVE TEQUILA CABO WABO REPOSADO 100% TEQUILANA WEBER BLUE AGAVE FROM THE REGION OF TEQUILA, STATE OF JALISCO, MEXICO HECHO EN MEXICO CONT. NET. 750 ML 40% ALC. VOL. 80 PROOF NOM 1426 CRT
Registration Number:	2830521	CABO WABO
Registration Number:	3261376	CABO WABO CANTINA
Registration Number:	2657637	CABO WABO CANTINA

CORRESPONDENCE DATA

Fax Number: (678)553-2212

Phone: 678-553-2100

Email: atltrademark@gtlaw.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Joel R. Feldman, Esq.

Address Line 1: 3290 Northside Parkway, Suite 400

Address Line 4: Atlanta, GEORGIA 30327

ATTORNEY DOCKET NUMBER:	134564.010100
NAME OF SUBMITTER:	Joel R. Feldman
Signature:	/jrf/
Date:	03/28/2012

Total Attachments: 3

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"CABO WABO, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"RARE BREED DISTILLING LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "SKYY SPIRITS, LLC" UNDER THE NAME OF "SKYY SPIRITS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF NOVEMBER, A.D. 2011, AT 6:26 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2012, AT 12:01 O'CLOCK A.M.

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9175038

DATE: 11-22-11

TRADEMARK
REEL: ~~004744~~ 0046
REEL: 004744 FRAME: 0488

CERTIFICATE OF MERGER

OF

Cabo Wabo, LLC
(a Delaware limited liability company),

Rare Breed Distilling LLC
(a Delaware limited liability company),

AND

Skyy Spirits, LLC
(a Delaware limited liability company)

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

1. The name and jurisdiction of formation of each of the constituent entities are: (a) Cabo Wabo, LLC ("Cabo Wabo"), a limited liability company of the State of Delaware; (b) Rare Breed Distilling LLC ("Rare Breed"), a limited liability company of the State of Delaware; and (c) Skyy Spirits, LLC ("Skyy Spirits"), a limited liability company of the State of Delaware.
2. The Agreement and Plan of Merger (the "Agreement of Merger"), which provides for the merger of Cabo Wabo and Rare Breed into Skyy Spirits has been approved and executed by each of Cabo Wabo, Rare Breed, and Skyy Spirits in accordance with the requirements of Section 18-209(c) of the Delaware Limited Liability Company Act.
3. The name of the surviving limited liability company is Skyy Spirits, LLC.
4. The certificate of formation of Skyy Spirits LLC, a Delaware limited liability company which will survive the merger, shall be the certificate of formation of the surviving limited liability company.
5. The merger is to be effective as of 12:01 a.m. Eastern Time on January 1, 2012.
6. The Agreement of Merger has been approved and executed by each of Cabo Wabo, Rare Breed, and Skyy Spirits.
7. The executed Agreement of Merger is on file at 1 Beach Street, San Francisco, CA 94133, the principal place of business of the surviving limited liability company.
8. A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the limited liability company or any person holding an interest in any other business entity which is to merge or consolidate.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger
on August 16, 2011.

SKYY SPIRITS, LLC

By: 

Name: Sarah Petric

Title: Secretary and Director