

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.		05/31/2012	CORPORATION: MAINE

RECEIVING PARTY DATA

Name:	Sazerac Company, Inc.
Street Address:	3850 N. Causeway Blvd., Suite 1695
City:	Metairie
State/Country:	LOUISIANA
Postal Code:	70002
Entity Type:	CORPORATION: LOUISIANA

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	4115041	BAJA
Registration Number:	3573709	TENURE
Registration Number:	3958993	BLACKMAKER
Registration Number:	4063579	EPIC
Registration Number:	3573609	SUPERIA
Registration Number:	2374470	VERA CRUZ
Registration Number:	3741484	VOLTA
Registration Number:	3722873	HIGHGATE
Registration Number:	3655336	LUXOV

CORRESPONDENCE DATA

Fax Number: 2028427899
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 650 843 5000
 Email: trademarks@cooley.com

CH \$240.00 4115041

Correspondent Name: Todd S. Bontemps
Address Line 1: 777 6th St., N.W., Suite 1100
Address Line 4: Washington, DISTRICT OF COLUMBIA 20001

ATTORNEY DOCKET NUMBER: 304566-134

NAME OF SUBMITTER: Susan Mobley

Signature: /Susan Mobley/

Date: 06/04/2012

Total Attachments: 4

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TRADEMARK ASSIGNMENT AGREEMENT

THIS TRADEMARK ASSIGNMENT AGREEMENT (the "Assignment") is entered into as of May 31, 2012 between White Rock Distilleries, Inc., a Maine corporation, having an address of 21 Saratoga Street, Lewiston, Maine 04241 ("Assignor"), and Sazerac Company, Inc., a Louisiana corporation, having an address at c/o Buffalo Trace Distillery, 113 Great Buffalo Trace, Franklin County, Kentucky 40601 ("Assignee").

WHEREAS, Assignor is the owner of the entire right, title and interest in and to the marks set forth at Exhibit A (collectively, the "Marks");

WHEREAS, Assignor and Assignee have entered into an Asset Purchase & Sale Agreement, dated as of May 16, 2012 ("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, all rights of action accrued, accruing and to accrue under and by virtue hereof, including the right to sue or otherwise recover for past infringement and receive all damages, payments, costs and fees associated therewith, and all registrations and applications for the Marks, 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.

[Signature Page to Follow]

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

ASSIGNOR:

WHITE RIVER DISTILLERIES, INC.

By: [Signature]

Name: Dan C. [Signature]

Title: CEO

ASSIGNEE:

SAZERAC COMPANY, INC.

By: _____

Name: _____

Title: _____

[Signature Page to Trademark Assignment Agreement]

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:

SAZERAC COMPANY, INC.

By: Mark Brown
Name: Mark Brown
Title: President / CEO

[Signature Page to Trademark Assignment Agreement]

EXHIBIT A TO TRADEMARK ASSIGNMENT AGREEMENT

Trademarks:

Registered Trademarks:

<u>Trademark</u>	<u>U.S. Reg. No.</u>	<u>Reg. Date</u>
BAJA	4,115,041	20 Mar 2012
TENURE	3,573,709	10 Feb 2009
BLACKMAKER	3,958,993	10 May 2011
EPIC	4,063,579	29 Nov 2011
SUPERIA	3,573,609	10 Feb 2009
VERA CRUZ	2,374,470	8 Aug 2000
VOLTA	3,741,484	26 Jan 2010
HIGHGATE	3,722,873	8 Dec 2009
LUXOV	3,655,336	14 Jul 2009

Trademarks:

<u>Trademark</u>	<u>Goods</u>
BAJA	Liqueurs
TENURE	Vodka
BLACKMAKER	Liqueurs
EPIC	Vodka
SUPERIA	Vodka
VERA CRUZ	Tequila
VOLTA	Vodka
HIGHGATE	Gin, distilled spirits
CHOCOLATE RASPBERRY VALLEY VINES	Wine and liqueurs
CHOCOLATE VALLEY VINES	Wine and liqueurs
CHOCOLATE VALLEY VINEYARDS	Wine and liqueurs
STRAWBERRY VALLEY VINES	Wine and liqueurs
VINTAGE VALLEY VINES	Wine and liqueurs
CALIFORNIA PRODUCTS	Liqueur
GRAND SUZETTE	Liqueur
GRANNY'S	Liqueur
NUYENS	Brandy
SCHRANK'S	Liqueur
STROYSKI	Vodka
SUPERFRUIT	Alcoholic beverages
NOSTROVIA	Alcoholic beverages
LUXOV	Vodka