

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		10/01/2012	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Cooperatieve Centrale Raiffeisen-Boerenleenbank B.A., "Rabobank Nederland", New York Branch, as Collateral Agent
Street Address:	245 Park Avenue
Internal Address:	37th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10167
Entity Type:	New York State License Branch of a Dutch Banking Cooperative: NETHERLANDS

PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Serial Number:	85658920	BARKING CROW
Serial Number:	85678452	CODE BREAKER
Serial Number:	85678455	BIG COUNTRY
Serial Number:	85678614	OTTIMISTA
Serial Number:	85697742	PRICED TO POUR
Serial Number:	85701483	WHIMSEY
Serial Number:	85710628	SOFT SERVE
Serial Number:	85716994	CRIMSON REBELLION
Serial Number:	85716995	BLONDE REBELLION
Serial Number:	85727167	INTERMINGLE
Serial Number:	85729161	FLAKS
Serial Number:	85734053	JUST BREATHE

CH \$515.00 85658920

Serial Number:	85736374	(B)URBAN
Serial Number:	85736378	BLUE COLLAR
Serial Number:	85736381	OURBAN
Serial Number:	85736384	SECOND SHELF
Serial Number:	85736385	RUNNER UP
Serial Number:	85737741	FRIENDS LIKE US
Serial Number:	85738163	ARORA
Serial Number:	85738169	CHARMED LIFE

CORRESPONDENCE DATA

Fax Number: 6785532602

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

Phone: 678-553-2601

Email: jimmarl@gtlaw.com

Correspondent Name: LaShana C. Jimmar

Address Line 1: Greenberg Traurig, LLP

Address Line 2: 3333 Piedmont Road, NE, Suite 200

Address Line 4: Atlanta, GEORGIA 30305

ATTORNEY DOCKET NUMBER:	123235.013000
NAME OF SUBMITTER:	LaShana C. Jimmar
Signature:	/LaShana C. Jimmar/
Date:	11/06/2012

Total Attachments: 3

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IP SUPPLEMENT

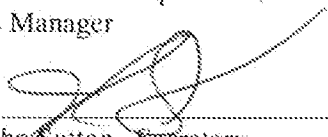
This IP SUPPLEMENT, dated October 01, 2012, is delivered pursuant to and supplements (i) the Amended and Restated Security Agreement, dated as of June 26, 2006 (as it may be from time to time amended, restated, modified or supplemented, the "Security Agreement"), among The Wine Group, Inc., a California 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 October 01, 2012.

THE WINE GROUP LLC,
a Delaware limited liability company

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

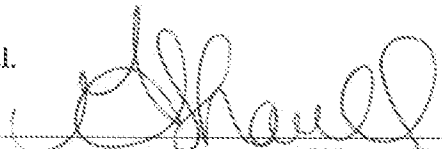
By: 
John Sutton, Secretary

STATE OF CALIFORNIA)
) ss.
CITY OF TRACY AND COUNTY OF SAN JOAQUIN)

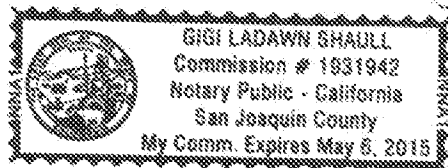
On Oct 1, 2012, before me, Gigi Shaul, Notary Public, NOTARY PUBLIC, personally appeared John Sutton who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their 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 of Notary Public

32177533



SCHEDULE A TO IP SUPPLEMENT

GRANTOR	TRADEMARK	COUNTRY	APPLICATION DATE	APPLICATION NUMBER
The Wine Group LLC	CUPCAKE	Switzerland	07/31/2012	59206/2012
The Wine Group LLC	CUPCAKE	Russia	08/06/2012	2012726679
The Wine Group LLC	CUPCAKE	Thailand	08/07/2012	857283
The Wine Group LLC	FRANZIA (Stylized)	Mexico	08/27/2012	1303485
The Wine Group LLC	BARKING CROW	USA	06/22/2012	85658920
The Wine Group LLC	CODE BREAKER	USA	07/16/2012	85678452
The Wine Group LLC	BIG COUNTRY	USA	07/16/2012	85678455
The Wine Group LLC	OPTIMISTA	USA	07/16/2012	85678614
The Wine Group LLC	PRICED TO POUR	USA	08/07/2012	85697742
The Wine Group LLC	WHIMSEY	USA	08/12/2012	85701483
The Wine Group LLC	SOFT SERVE	USA	08/22/2012	85710628
The Wine Group LLC	CRIMSON REBELLION	USA	08/30/2012	85716994
The Wine Group LLC	BLONDE REBELLION	USA	08/30/2012	85716995
The Wine Group LLC	INTERMINGLE	USA	09/12/2012	85727167
The Wine Group LLC	FLAKS	USA	09/14/2012	85729161
The Wine Group LLC	JUST BREATHE	USA	09/20/2012	85734053
The Wine Group LLC	(B)URBAN (bourbon)	USA	09/24/2012	85736374
The Wine Group LLC	BLUE COLLAR (spirits)	USA	09/24/2012	85736378
The Wine Group LLC	GURBAN (spirits)	USA	09/24/2012	85736381
The Wine Group LLC	SECOND SHELF (spirits)	USA	09/24/2012	85736384
The Wine Group LLC	RUNNER UP (spirits)	USA	09/24/2012	85736385
The Wine Group LLC	FRIENDS LIKE US	USA	09/25/2012	85737741

The Wine Group LLC	ARORA	USA	09/25/2012	85738163
The Wine Group LLC	CHARMED LIFE	USA	09/25/2012	85738169