

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																											
<table border="1"> <thead> <tr> <th>Name</th> <th>Formerly</th> <th>Execution Date</th> <th>Entity Type</th> </tr> </thead> <tbody> <tr> <td>BROOKLYN DISTILLING COMPANY LLC</td> <td></td> <td>12/29/2011</td> <td>LIMITED LIABILITY COMPANY: FLORIDA</td> </tr> </tbody> </table>				Name	Formerly	Execution Date	Entity Type	BROOKLYN DISTILLING COMPANY LLC		12/29/2011	LIMITED LIABILITY COMPANY: FLORIDA																
Name	Formerly	Execution Date	Entity Type																								
BROOKLYN DISTILLING COMPANY LLC		12/29/2011	LIMITED LIABILITY COMPANY: FLORIDA																								
RECEIVING PARTY DATA																											
<table border="1"> <tr> <td>Name:</td> <td colspan="3">BROOKLYN CRAFT WORKS LLC</td> </tr> <tr> <td>Street Address:</td> <td colspan="3">1200 West Avenue, Unit 507</td> </tr> <tr> <td>City:</td> <td colspan="3">Miami</td> </tr> <tr> <td>State/Country:</td> <td colspan="3">FLORIDA</td> </tr> <tr> <td>Postal Code:</td> <td colspan="3">33139</td> </tr> <tr> <td>Entity Type:</td> <td colspan="3">LIMITED LIABILITY COMPANY: FLORIDA</td> </tr> </table>				Name:	BROOKLYN CRAFT WORKS LLC			Street Address:	1200 West Avenue, Unit 507			City:	Miami			State/Country:	FLORIDA			Postal Code:	33139			Entity Type:	LIMITED LIABILITY COMPANY: FLORIDA		
Name:	BROOKLYN CRAFT WORKS LLC																										
Street Address:	1200 West Avenue, Unit 507																										
City:	Miami																										
State/Country:	FLORIDA																										
Postal Code:	33139																										
Entity Type:	LIMITED LIABILITY COMPANY: FLORIDA																										
PROPERTY NUMBERS Total: 3																											
<table border="1"> <thead> <tr> <th>Property Type</th> <th>Number</th> <th>Word Mark</th> </tr> </thead> <tbody> <tr> <td>Serial Number:</td> <td>85137151</td> <td>BROOKLYN RYE</td> </tr> <tr> <td>Serial Number:</td> <td>77722413</td> <td>BR BROOKLYN RYE</td> </tr> <tr> <td>Registration Number:</td> <td>3832757</td> <td>BG BROOKLYN GIN</td> </tr> </tbody> </table>				Property Type	Number	Word Mark	Serial Number:	85137151	BROOKLYN RYE	Serial Number:	77722413	BR BROOKLYN RYE	Registration Number:	3832757	BG BROOKLYN GIN												
Property Type	Number	Word Mark																									
Serial Number:	85137151	BROOKLYN RYE																									
Serial Number:	77722413	BR BROOKLYN RYE																									
Registration Number:	3832757	BG BROOKLYN GIN																									
CORRESPONDENCE DATA																											
<p>Fax Number: 4048927056 <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i></p> <p>Phone: (404) 885-6743 Email: tmatlanta@seyfarth.com Correspondent Name: Joseph V. Myers III, SEYFARTH SHAW LLP Address Line 1: 1075 Peachtree Street NE, Suite 2500 Address Line 4: Atlanta, GEORGIA 30309</p>																											
ATTORNEY DOCKET NUMBER:	68682.000300																										
NAME OF SUBMITTER:	Joseph V. Myers III																										

Signature:	/jvm/
Date:	02/01/2013
Total Attachments: 3 source=Brooklyn Trademark Assignment#page1.tif source=Brooklyn Trademark Assignment#page2.tif source=Brooklyn Trademark Assignment#page3.tif	

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT ("Assignment") is made as of December 21st, 2011 by Brooklyn Distilling Company LLC, a Florida limited liability company ("Assignor"), to Brooklyn Craft Works LLC, a Florida limited liability company (the "Assignee").

WHEREAS, Assignor is owner of the trademarks (the "Marks") and the respective registration (the "Registration") and applications (the "Applications") described on Exhibit A hereto;

WHEREAS, Assignor is selling, transferring and assigning its entire business, which is ongoing and existing, to Assignee;

WHEREAS, in conjunction with the sale, transfer and assignment of Assignor's business to Assignee, Assignor wishes to assign its right, title, and interest in and to the Marks, the Registration and the Applications, together with the goodwill associated therewith;

WHEREAS, Assignee desires to acquire Assignor's right, title, and interest in and to the Marks, Registration and Applications;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, transfers, and conveys to Assignee Assignor's entire right, title, and interest in and to the Marks, the Registration and the Applications, together with the goodwill of the business symbolized by the Marks, and together with all of Assignor's right to sue and recover for past, present and future infringements of the Marks, the same to have and to hold by Assignee as fully and entirely as the same would have been held by Assignor had this assignment not been made.

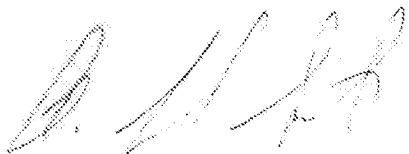
Assignor agrees that it shall deliver any further instruments or documents, and take all such further reasonable action, as Assignee may request, including procuring assurance and cooperation from Assignor's officers and employees, in order to transfer to and vest in Assignee all right, title, and interest in and to the Marks, the Registration and the Applications. Assignor hereby irrevocably appoints Assignee as its power-of-attorney, effective as of the date hereof, with full right of substitution, for the purpose of executing such documents and taking such other actions. This power of attorney shall be for the benefit of Assignee, its licensees, successors, and assigns, and is coupled with an interest.

[SIGNATURES ON FOLLOWING PAGE]

IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed by its authorized representative as of the date first above written.

Assignor:

BROOKLYN DISTILLING COMPANY LLC

By: 

Name: Joe Santos

Title: Co-Founder

[SEAL]

Exhibit A

Trademark Registration

Jurisdiction	Trademark	Registration No.
United States	BG BROOKLYN GIN & Design	3832757

Trademark Applications

Jurisdiction	Trademark	Application Serial No.
United States	BROOKLYN RYE & Design	85137151
United States	BROOKLYN VODKA & Design	85137156
United States	BR BROOKLYN RYE & Design	77722413