

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/01/2013		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Paramount Distillers, Inc.		01/01/2013
			CORPORATION: OHIO
RECEIVING PARTY DATA			
Name:	Luxco, Inc.		
Street Address:	5050 Kemper Ave.		
City:	St. Louis		
State/Country:	MISSOURI		
Postal Code:	63139		
Entity Type:	CORPORATION: MISSOURI		
PROPERTY NUMBERS Total: 14			
	Property Type	Number	Word Mark
	Serial Number:	85254335	COLONIAL CLUB
	Serial Number:	85254611	KORSKI
	Serial Number:	85518769	LA PRIMA
	Serial Number:	85255554	LADY BLIGH
	Serial Number:	85518768	LASALLE
	Serial Number:	73679047	NICHOLAS LONGWORTH
	Serial Number:	72272895	PARAMOUNT
	Serial Number:	85570006	RON CARIBBEAN
	Serial Number:	85648409	IMPORTED RON CARIBBEAN WEST INDIES DILUTED RUM
	Serial Number:	85555816	STRAIGHT WESTERN
	Serial Number:	75535642	TATLER
	Serial Number:	85702315	TATLER
	Serial Number:	75188490	THREE ISLANDS

CH \$365.00 85254335

Serial Number:

73553574

WALLEYE WHITE

**CORRESPONDENCE DATA**

Fax Number:

3144801505

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

Phone:

314-480-1500

Email:

lori.bowen@huschblackwell.com

Correspondent Name:

Alan Nemes

Address Line 1:

190 Carondelet Plaza, Ste 600

Address Line 4:

St. Louis, MISSOURI 63105

ATTORNEY DOCKET NUMBER:

713062.3

NAME OF SUBMITTER:

Alan Nemes

Signature:

/alan nemes/

Date:

02/01/2013

**Total Attachments: 9**

source=Paramount merger OH and MO#page1.tif

source=Paramount merger OH and MO#page2.tif

source=Paramount merger OH and MO#page3.tif

source=Paramount merger OH and MO#page4.tif

source=Paramount merger OH and MO#page5.tif

source=Paramount merger OH and MO#page6.tif

source=Paramount merger OH and MO#page7.tif

source=Paramount merger OH and MO#page8.tif

source=Paramount merger OH and MO#page9.tif



State of Missouri  
Robin Carnahan, Secretary of State

Corporations Division  
PO Box 778 / 600 W. Main St., Rm. 322  
Jefferson City, MO 65102

File Number:  
00091700  
Date Filed: 12/28/2012  
Effective Date: 01/01/2013  
Robin Carnahan  
Secretary of State

Summary Articles of Merger

(Section 351.430.2., RSMo)  
(Submit with filing fee of \$30.00)

Pursuant to the provisions of The General and Business Corporation Law of Missouri, the undersigned corporations certify the following:

1. The constituent corporations are:

Luxco, Inc. of Missouri  
*Name of Corporation Missouri Charter # Parent State*

Paramount Distillers, Inc. of Ohio  
*Name of Corporation Missouri Charter # Parent State*

2. A plan of merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations as required by Chapter 351, RSMo.);

3. The name of the surviving corporation is Luxco, Inc. of Missouri;  
*Name of Corporation Parent State*

4. Check one of the following:

The merger has effected amendments or changes in the articles of the surviving corporation and those are attached to this summary. (Please attach amendments.)

There are no amendments or changes to the articles of the surviving corporation, and the articles of the surviving corporation shall be the articles of incorporation.

5. The executed plan of merger is on file at the principal place of business of the surviving corporation at  
5050 Kemper Avenue, St. Louis, MO 63139  
*street, city, state and zip*

6. A copy of a plan of merger will be furnished by the surviving corporation, on request and without cost, to any shareholder of any constituent corporation.

7. The effective date of this document is the date it is filed by the Secretary of State of Missouri unless a future date is otherwise indicated: January 1, 2013  
*(Date may not be more than 90 days after the filing date in this office)*

(Please see next page)

Name and address to return filed document:  
Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
City, State, and Zip Code: \_\_\_\_\_



To be completed only if surviving corporation is a foreign corporation.

8. If the surviving corporation is a foreign corporation, it is agreed that, upon and after the issuance of a certificate of merger by the Secretary of State of the State of Missouri:

a. The surviving corporation may be served with process in the State of Missouri in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Missouri which is party to the merger and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Missouri against the surviving corporation;

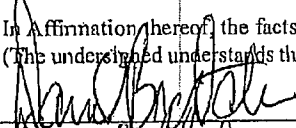
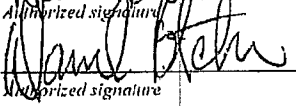
b. The Secretary of State of the State of Missouri shall be and hereby is irrevocably appointed as the agent of the surviving corporation to accept service of process in any such proceeding; the address to which the service of process in any such proceeding

shall be mailed is \_\_\_\_\_

c. The surviving corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Missouri which is a party to the merger the amount, if any, to which they shall be entitled under the provisions of "The General and Business Corporation Law of Missouri" with respect to the rights of dissenting shareholders.

In Affirmation hereof, the facts stated above are true and correct:

(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.040, RSMo)

	David Bratcher	Chief Operating Officer	12/26/12
<i>Authorized signature</i>	<i>Printed Name</i>	<i>Title</i>	<i>Date</i>
	David Bratcher	President	12/26/12
<i>Authorized signature</i>	<i>Printed Name</i>	<i>Title</i>	<i>Date</i>
<i>Authorized signature</i>	<i>Printed Name</i>	<i>Title</i>	<i>Date</i>

# STATE OF MISSOURI



Robin Carnahan  
Secretary of State

## CERTIFICATE OF MERGER MISSOURI ENTITY SURVIVING

WHEREAS, Articles of Merger of the following entities:

***PARAMOUNT DISTILLERS, INC.***

***INTO:***

***LUXCO, INC. -- 00091700***

Organized and existing under laws of Missouri have been received, found to conform to law, and filed.

NOW, THEREFORE, I, ROBIN CARNAHAN, Secretary of State of the State of Missouri, issue this Certificate of Merger, certifying that the merger of the aforementioned entities is effected, with

***LUXCO, INC. -- 00091700***

as the surviving entity.

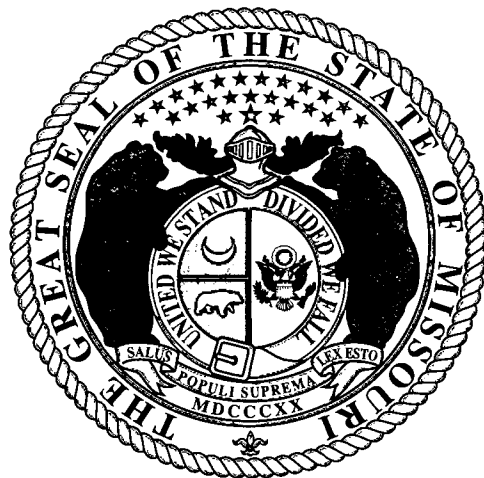
IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri.

Done at the City of Jefferson, this 28th day of December, 2012.

*Effective Date: January 1, 2013*

Handwritten signature of Robin Carnahan in black ink.

Secretary of State





DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
12/31/2012	201236600212	Merger/Domestic (MER)	125.00	200.00		.00	.00

**Receipt**

This is not a bill. Please do not remit payment.

CT CORPORATION SYSTEM  
4400 EASTON COMMONS WAY SUITE 125  
ATTN: JAMES H. TANKS III  
COLUMBUS, OH 43219

# STATE OF OHIO CERTIFICATE

**Ohio Secretary of State, Jon Husted****591848**

It is hereby certified that the Secretary of State of Ohio has custody of the business records for  
**LUXCO, INC.**

and, that said business records show the filing and recording of:

Document(s):  
**Merger/Domestic**

Document No(s):  
**201236600212**



United States of America  
State of Ohio  
Office of the Secretary of State

Witness my hand and the seal of the  
Secretary of State at Columbus,  
Ohio this 1st day of January, A.D.  
2013.

Ohio Secretary of State

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
12/31/2012	201236600212	MERGED OUT OF EXISTENCE (MEX)	.00	.00	.00	.00	.00

**Receipt**

This is not a bill. Please do not remit payment.

CT CORPORATION SYSTEM  
4400 EASTON COMMONS WAY SUITE 125  
ATTN: JAMES H. TANKS III  
COLUMBUS, OH 43219

# STATE OF OHIO CERTIFICATE

**Ohio Secretary of State, Jon Husted****264767**

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

**PARAMOUNT DISTILLERS, INC.**

and, that said business records show the filing and recording of:

Document(s):

**MERGED OUT OF EXISTENCE**

Document No(s):

**201236600212**

United States of America  
State of Ohio  
Office of the Secretary of State

Witness my hand and the seal of the  
Secretary of State at Columbus,  
Ohio this 1st day of January, A.D.  
2013.

Handwritten signature of Jon Husted in cursive.

Ohio Secretary of State



Form 551 Prescribed by:  
**JON HUSTED**  
Ohio Secretary of State

Central Ohio: (614) 466-3910  
Toll Free: (877) SOS-FILE (767-3453)  
www.OhioSecretaryofState.gov  
Busserv@OhioSecretaryofState.gov

Makes checks payable to Ohio Secretary of State

Mail this form to one of the following:  
Regular Filing (non expedite)  
P.O. Box 1329  
Columbus, OH 43216

Expedite Filing (Two-business day processing  
time requires an additional \$100.00).  
P.O. Box 1390  
Columbus, OH 43216

### Certificate of Merger

Filing Fee: \$125  
(154-MER)

In accordance with the requirements of Ohio law, the undersigned corporations, banks, savings banks, savings and loan associations, limited liability companies, partnerships, limited partnerships and/or limited liability partnerships, desiring to effect a merger, set forth the following facts

I. (Surviving) Entity

A. Name of Entity Surviving the Merger

B. Name Change: As a result of this merger, the name of the surviving entity has changed to the following

(Complete only if name of surviving entity is changing through the merger)

C. The surviving entity is a (Please check the appropriate box and fill in the appropriate blanks)

1.  Domestic (Ohio entity)  Foreign (Non-Ohio Entity)

Jurisdiction of formation

2. Charter/Registration/License Number

(If licensed in Ohio as domestic or foreign)

3.  For-Profit Corporation

Nonprofit Corporation

For-Profit Limited Liability Company

Nonprofit Limited Liability Company

Partnership

Limited Partnership

Limited Liability Partnership

RECEIVED  
SECRETARY OF STATE  
2012 DEC 28 PM 4:22  
CLIENT SERVICE CENTER



**II. CONSTITUENT ENTITY**

Provide the name, Ohio charter/license/registration number, type of entity, jurisdiction of formation, for each entity merging out of existence. (If this is insufficient space to reflect all merging entities, please attach a separate sheet listing the additional merging entities).

Entity Name	Ohio Charter/License/ Registration Number	Jurisdiction of Formation	Type of Entity
Paramount Distillers, Inc.	264767	Ohio	corporation

**III. MERGER AGREEMENT ON FILE**

The name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the merger agreement upon written request

David Bratcher		
Name		
5050 Kemper Avenue		
Mailing Address		
St. Louis	MO	63139
City	State	Zip Code

**IV. EFFECTIVE DATE OF MERGER**

This merger is to be effective on January 1, 2013 (The date specified must be on or after the date of the filing. If no date is specified, the date of filing will be the effective date of the merger).

**V. MERGER AUTHORIZED**

Each constituent entity has complied with the laws under which it exists and the laws permit the merger. The agreement of merger is authorized on behalf of each constituent entity and each person who signed the certificate on behalf of each entity is authorized to do so.

**VI. STATEMENT OF MERGER**

Upon filing this Certificate of Merger, or upon such later date as specified herein, the merging entity/entities listed herein shall merge into the listed surviving entity.

**VII. STATUTORY AGENT - To be filed ONLY if the surviving entity is a foreign entity not licensed in Ohio.** If the surviving entity is a foreign entity NOT licensed to transact business in Ohio, provide the name and address of a statutory agent upon whom any process, notice or demand may be served.

\_\_\_\_\_

Name

\_\_\_\_\_

Mailing Address

\_\_\_\_\_

City

Ohio

State

\_\_\_\_\_

Zip Code

**Note: The statutory agent must be an Ohio resident; an Ohio corporation; or a foreign corporation licensed to do business in Ohio and has an Ohio address.**

**VIII. AMENDMENTS**

If a domestic corporation, limited liability company or limited partnership survives the merger, any amendments to the entity's articles of incorporation, articles of organization, or certificate of limited partnership of the surviving domestic entity shall be filed with the certificate of merger.

Amendments are attached

No Amendments

**IX. REQUIREMENTS OF CORPORATIONS MERGING OUT OF EXISTENCE**

If a domestic corporation or foreign corporation licensed to transact business in Ohio is a constituent entity and the surviving entity is not a domestic corporation or foreign corporation to be licensed in Ohio, the certificate of merger must be accompanied by the affidavits, receipts, certificates, or other evidence required by division (H) of section 1701.86 division (G) of section 1702.47 of the Revised Code with respect to each domestic constituent corporation, and/or by the affidavits, receipts, certificates, or other evidence required by division (C) or (D) of section 1703.17 of the Revised Code with respect to each foreign constituent corporation licensed to transact business in Ohio.

**X. QUALIFICATION OR LICENSE OF FOREIGN SURVIVING ENTITY**

A surviving foreign entity that wishes to qualify in Ohio as part of the merger must file an additional form, as listed below, but no additional filing fee is required.

- Foreign Qualifying Corporation Form 530A or B and Certificate of Good Standing
- Foreign Notice (if qualifying entity is a foreign bank, savings bank, or savings and loan association) Form 552
- Foreign Qualifying Limited Liability Company Form 533B
- Foreign Qualifying Limited Partnership Form 531B
- Foreign Qualifying Limited Liability Partnership Form 537 and Evidence of Existence in Jurisdiction of Formation

The undersigned constituent entities (constituent entities include all merging and surviving entities) have caused this certificate of merger to be signed by their duly authorized officers, partners and representatives on the date(s) stated below

LUXCO, INC.  
 Name of entity

By: *David Bratcher*  
 Signature

Its: David Bratcher, Chief Operating Officer  
 Title

PARAMOUNT DISTILLERS, INC.  
 Name of entity

By: *David Bratcher*  
 Signature

Its: David Bratcher, President  
 Title

Name of entity

By:   
 Signature

Its:   
 Title

An authorized representative of each constituent corporation, partnership, or entity must sign the merger certificate (ORC 1701.81(A), 1702.43 (A), 1705.38(A), 1776.70(A), 1782.433(A)). this includes all merging and surviving entities.