

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT		
NATURE OF CONVEYANCE:	Corrective Assignment to correct the Entity type of the Conveying Party previously recorded on Reel 003626 Frame 0627. Assignor(s) hereby confirms the Merger of Allied Domecq Spirits & Wine USA, Inc. with and into Allied Domecq Spirits & Wine USA LLC.		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Allied Domecq Spirits & Wine USA, Inc.		05/31/2007	CORPORATION: MICHIGAN
RECEIVING PARTY DATA			
Name:	Allied Domecq Spirits & Wine USA LLC		
Street Address:	274 Riverside Avenue		
City:	Westport		
State/Country:	CONNECTICUT		
Postal Code:	06880		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 18			
Property Type	Number	Word Mark	
Registration Number:	1781660	CAFE' AZTEC	
Registration Number:	1303020	CRYSTAL PALACE	
Registration Number:	0320004	CRYSTAL PALACE	
Registration Number:	3222285	HIRAM WALKER	
Registration Number:	1136967	HIRAM WALKERW EST'D 1858	
Registration Number:	0303289	IMPERIAL	
Registration Number:	1261893	MALIBU	
Registration Number:	2989886	MALIBU	
Registration Number:	1374134	MALIBU	
Registration Number:	2989885	MALIBU	
Registration Number:	0879610	NORTHERN LIGHT	
Registration Number:	0961663	NORTHERN LIGHTS	

TRADEMARK

Registration Number:	2219953	OPAL NERA
Registration Number:	2168923	
Registration Number:	0339939	TEN HIGH
Registration Number:	3393773	MALIBU AND DESIGN
Registration Number:	3628776	SHARE THE DARK SECRET
Registration Number:	3291684	ZED

#### CORRESPONDENCE DATA

Fax Number: 2128135901

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

Phone: 2128135900

Email: jferraro@frosszelnick.com

Correspondent Name: Joyce M. Ferraro

Address Line 1: 866 United Nations Plaza

Address Line 2: Fross Zelnick Lehrman & Zissu, P.C.

Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER:	PRUS 1307204
NAME OF SUBMITTER:	Joyce M. Ferraro
Signature:	/jmf/
Date:	12/05/2013

#### Total Attachments: 20

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**Explanation of Request for Corrective Recordal of the Merger of Allied Domecq  
Spirits & Wine USA, Inc. with and into Allied Domecq Spirits & Wine USA LLC  
which was recorded at Reel 003626/Frame 0627**

Correction of a clerical error in the entity type of the conveying party is requested in connection with the recordal of the merger of Allied Domecq Spirits & Wine USA, Inc. ("Conveying Party"), which was incorrectly identified as a Michigan limited liability company, with and into Allied Domecq Spirits & Wine USA LLC ("Receiving Party"), a Delaware limited liability company, which was recorded at Reel 003626/Frame 0627. Copies of the Confirmation Receipt for the filing for the recordal of such merger ("Confirmation Receipt") and the Notice of Recordation of this merger are attached as Exhibits A and B, respectively.

We recently became aware of this when a Trademark Specialist in the Post Registration Division of the Trademark Office raised the issue of ownership in connection with the Combined Section 8 Affidavit & Section 9 Renewal Application filed for one of the registrations against which such merger was recorded. As such, the corrective recordal is only now being filed.

The entity type of the Conveying Party was inadvertently incorrectly identified in the Confirmation Receipt as a Michigan limited liability company rather than a Michigan corporation. The Conveying Party was a Michigan corporation at the time of such filing and never has been a Michigan limited liability company. There was a clerical error in the issuance of a certificate from the Office of the Delaware Secretary of State which led to the clerical error identifying the entity type of the Conveying Party in the Confirmation Receipt for this merger. We note that the error occurred only on the cover page of this certificate and that the Conveying Party is accurately identified as a Michigan corporation on the following page of such certificate. In addition to this, the fact that the Conveying Party was a Michigan corporation is evidenced by the following:

- Certificate issued by the Michigan Bureau of Commercial Services, a copy of which is attached as Exhibit C. Under Section 3 on page 3 of this document, the Conveying Party is clearly identified as a Michigan corporation.
- Certificate issued by the Office of the Delaware Secretary of State evidencing the merger of the Conveying Party, a Michigan corporation, with and into the Receiving Party, a Delaware limited liability company, a copy of which is attached as Exhibit D. This document clearly indicates that the Conveying Party is a Michigan corporation on both the cover page (*see* the second paragraph – "ALLIED DOMECC SPIRITS & WINE USA, INC.", A MICHIGAN CORPORATION,) and the second page (*see* the paragraph starting with Second: The name of the foreign corporation being merged into this surviving Limited Liability Company is Allied Domecq Spirits & Wine USA, Inc. The jurisdiction in which the foreign corporation was formed is Michigan).

Please note that this corrective recordal is not intended in any way to change the current Registrants in connection with the registrations against which this corrective recordal is being filed. Additionally, there are also no changes to be made to the correspondent or the correspondent address for any such registration which is the subject of this corrective recordal.

Respectively submitted,



Joyce M. Ferraro  
Fross Zelnick Lehrman & Zissu, P.C.  
866 United Nations Plaza  
New York, NY 10017  
Phone: (212) 813-5900  
E-mail: [jferraro@frosszelnick.com](mailto:jferraro@frosszelnick.com)

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

09/24/2007  
 900087617

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/31/2007

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Allied Domecq Spirits & Wine USA, Inc.		05/31/2007	LIMITED LIABILITY COMPANY: MICHIGAN

## RECEIVING PARTY DATA

Name:	Allied Domecq Spirits & Wine USA LLC
Street Address:	274 Riverside Avenue
City:	Westport
State/Country:	CONNECTICUT
Postal Code:	06880
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

## PROPERTY NUMBERS Total: 29

Property Type	Number	Word Mark
Registration Number:	1716297	BARCLAY'S
Registration Number:	1781860	CAFE' AZTEC
Registration Number:	2727867	COCO REEF
Registration Number:	1780491	COCORHUM
Registration Number:	0397118	CORBY'S
Registration Number:	1303020	CRYSTAL PALACE
Registration Number:	0320004	CRYSTAL PALACE
Registration Number:	3222285	HIRAM WALKER
Registration Number:	1136967	HIRAM WALKERW EST'D 1858
Registration Number:	0303289	IMPERIAL
Registration Number:	1261893	MALIBU
Registration Number:	2989886	MALIBU

09/24/2007 09:00:00 AM

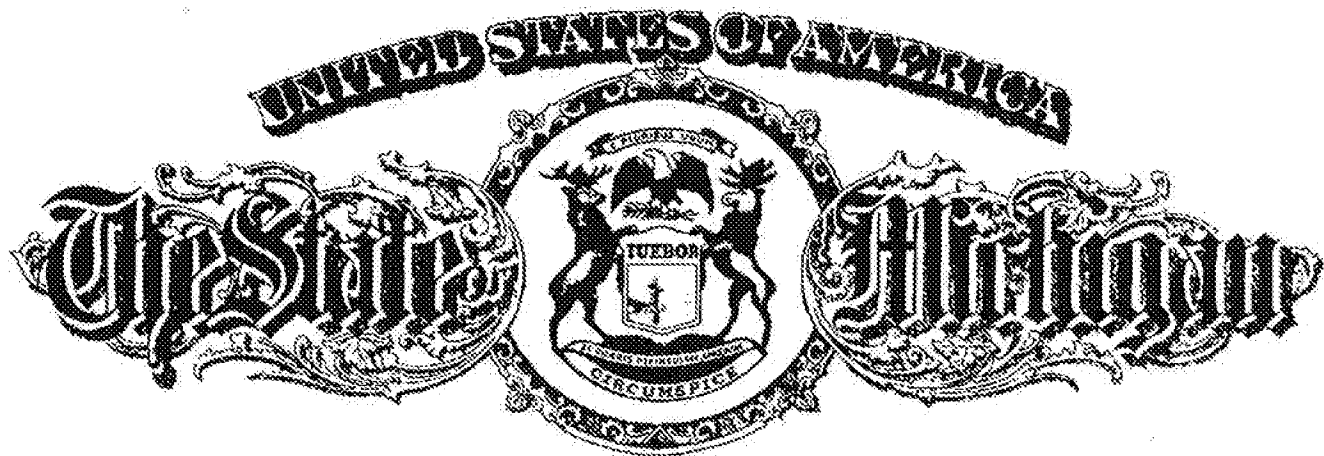
Registration Number:	1374134	MALIBU
Registration Number:	2988885	MALIBU
Registration Number:	2753624	
Registration Number:	0879610	NORTHERN LIGHT
Registration Number:	0961663	NORTHERN LIGHT
Registration Number:	2219953	OPAL NERA
Registration Number:	2168923	
Registration Number:	1522846	RED HOT
Registration Number:	2813350	SERIOUSLY EASY GOING
Registration Number:	2583315	SNOW STORM
Registration Number:	0339939	TEN HIGH
Registration Number:	1668743	WALKER'S DELUXE
Serial Number:	77109431	COUNT PULASKI
Serial Number:	78115599	
Serial Number:	78588915	SHARE THE DARK SECRET
Serial Number:	76334680	THE COCKTAIL CENTER
Serial Number:	78616725	ZED

#### CORRESPONDENCE DATA

Fax Number: (212)813-5901  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: (212) 813-5900  
 Email: jferraro@frosszelnick.com  
 Correspondent Name: Fross Zelnick Lehman & Zissu, P.C.  
 Address Line 1: 886 United Nations Plaza  
 Address Line 2: Attn: Joyce M. Ferraro  
 Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER:	PRUS 0705859
NAME OF SUBMITTER:	Joyce M. Ferraro
Signature:	/jmf/
Date:	09/24/2007

Total Attachments: 2  
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Department of Licensing and Regulatory Affairs

Lansing, Michigan

*This is to Certify that the annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.*

*This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.*

*In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 3rd day of July, 2013*

A handwritten signature in dark ink, appearing to read 'J. Schaefer', is written over a faint, circular embossed seal.

Director

Bureau of Commercial Services

<b>MICHIGAN DEPARTMENT OF LABOR &amp; ECONOMIC GROWTH</b> <b>BUREAU OF COMMERCIAL SERVICES</b>	
Date Received <b>MAY 31 2007</b>	(FOR BUREAU USE ONLY)  This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.
<b>FILED</b>  <b>MAY 31 2007</b>  Administrator BUREAU OF COMMERCIAL SERVICES	
Name Attn: Sharon Mayers Pernod Ricard Americas	Address 2072 Riverside Drive East
City Windsor ON Canada	State N8Y 4S5
Zip Code N8Y 4S5	
EFFECTIVE DATE: Expiration date for renewal assumed nearest December 31, Expiration date for transfer assumed nearest anniversary in item 6	

# CERTIFICATE OF MERGER

**Gross Entity Merger for use by Profit Corporations, Limited Liability Companies  
and Limited Partnerships**

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies) and Act 273, Public Acts of 1992 (limited partnerships), the undersigned entities execute the following Certificate of Merger:

1. The Plan of Merger (Consolidation) is as follows:

g. The name of each component entity and its identification number for

**Agood Donato Spirits & Wine USA LLC**

Allied American Spirits & Wine USA, Inc.

1093

b. The name of the searching (read) party and its identification number is:

Alfred Hornum, Esq. & Wine USA LLC

**Corporations and Limited Liability Companies provide the street address of the survivor's principal place of business:**

247 Riverside Avenue, Westport, CT 06880

2. (Complete only if an effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document in this office.)

The merger (consolidation) shall be effective on the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

1000.00 ~~PK~~P3 95599 250 pd 95472 7/28/85  
Wamp



### 3. Complete for Profit Corporations only

For each constituent stock corporation, state:

Name of corporation	Designation and number of outstanding shares in each class or series	Indicate class or series of shares entitled to vote	Indicate class or series entitled to vote as a class
Allied Domecq Spirits & Wine USA, Inc.	118,888 2/3 common	common	common
If the number of shares is subject to change prior to the effective date of the merger or consolidation, the manner in which the change may occur is as follows:			
n/a			

The manner and basis of converting shares are as follows:

Each share of common stock of Allied Domecq Spirits & Wine USA, Inc. shall be cancelled for no consideration.

The amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows:

n/a

The Plan of Merger will be furnished by the surviving profit corporation, on request and without cost, to any shareholder of any constituent profit corporation.

The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

(Complete either Section (a) or (b) for each corporation)

- a) The Plan of Merger was approved by the majority consent of the incorporators of \_\_\_\_\_, a Michigan corporation which has not commenced business, has not issued any shares, and has not elected a Board of Directors;

_____ (Signature of Incorporator)	_____ (Type or Print Name)	_____ (Signature of Incorporator)	_____ (Type or Print Name)
_____ (Signature of Incorporator)	_____ (Type or Print Name)	_____ (Signature of Incorporator)	_____ (Type or Print Name)

- b) The plan of merger was approved by:

☐ the Board of Directors of \_\_\_\_\_, the surviving Michigan corporation, without approval of the shareholders in accordance with Section 703a of the Act.

☒ the Board of Directors and the shareholders of the following Michigan corporation(s) in accordance with Section 703a of the Act.

ALLIED DOMECQ SPIRITS & WINE USA, INC.

By Thomas R. Lallo Jr.  
(Signature of Authorized Officer or Agent)  
Thomas R. Lallo Jr.  
(Type or print name)  
Allied Domecq Spirits & Wine USA, Inc.  
(Name of Corporation)

By \_\_\_\_\_  
(Signature of Authorized Officer or Agent)  
\_\_\_\_\_  
(Type or print name)  
\_\_\_\_\_  
(Name of Corporation)

4. Complete for any Limited Liability Companies only

Check one of the following if the limited liability company is the survivor:

- ☐ There are no changes to be made to the Articles of Organization of the surviving limited liability company.
- ☐ The amendments to the Articles, or a restatement of the Articles, of the surviving limited liability company to be effected by the merger are as follows:

The manner and basis of converting the membership interests are as follows:

Following the merger, each member will hold the same membership interests with identical rights.

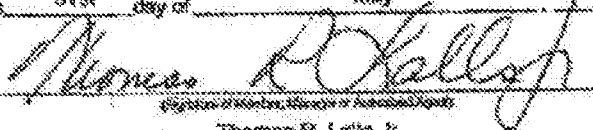
The Plan of Merger was approved by the members of each constituent limited liability company in accordance with section 702(1).

The Plan of Merger was approved by the members of each domestic limited liability company in accordance with section 702(5) and by each constituent business organization in the manner provided by the laws of the jurisdiction in which it is organized.

For each limited liability company involved in the merger, this document is signed in accordance with Section 103 of the Act.

Signed this 31st day of May 2007

By



(Signature of Member, Manager or Authorized Agent)

Thomas R. Latta Jr.

(Type or Print Name and Capacity)

Allied Domeq Spirits & Wine USA LLC

(Name of Limited Liability Company)

Signed this \_\_\_\_\_ day of \_\_\_\_\_

By

(Signature of Member, Manager or Authorized Agent)

(Type or Print Name and Capacity) (Rev. 5/02) (C/O 1-2007) (Rev. 5/02)

(Name of Limited Liability Company)

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, 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:

"ALLIED DOMEQ SPIRITS & WINE USA, INC.", A MICHIGAN CORPORATION,

WITH AND INTO "ALLIED DOMEQ SPIRITS & WINE USA LLC" UNDER THE NAME OF "ALLIED DOMEQ SPIRITS & WINE USA LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF MAY, A.D. 2007, AT 8:44 O'CLOCK A.M.

4322602 8100M

070647945



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 5717206

DATE: 05-31-07

TRADEMARK  
REEL: 005168 FRAME: 0122

**State of Delaware**  
**Certificate of Merger of Foreign Corporation**  
**into Domestic Limited Liability Company**

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

**First:** The name of the surviving Limited Liability Company is Allied Domecq Spirits & Wine USA LLC, a Delaware Limited Liability Company.

**Second:** The name of the foreign corporation being merged into this surviving Limited Liability Company is Allied Domecq Spirits & Wine USA, Inc.  
The jurisdiction in which the foreign corporation was formed is Michigan.

**Third:** The Agreement of Merger has been approved and executed by each of the constituent entities.

**Fourth:** The name of the surviving Limited Liability Company is: Allied Domecq Spirits & Wine USA LLC

**Fifth:** The merger is to become effective on the filing of the document.

**Sixth:** The Agreement of Merger is on file at 274 Riverside Avenue, Westport, CT 06880  
a place of business of the surviving Limited Liability Company.

**Seventh:** A copy of the Agreement of Merger will be furnished by the surviving Limited Liability Company, on request without cost, to any member or stockholder of the constituent entities.

IN WITNESS WHEREOF, said Limited Liability Company has caused this certificate to be signed by an authorized person, this 31st day of May, 2007

By:   
Authorized Person

Name: Thomas R. Lalla Jr.

Print or Type