

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM304545

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Goosecross Cellars DBA TopFlight		04/30/2013	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	AC Vin Co, LLC		
Street Address:	1119 State Lane		
City:	Yountville		
State/Country:	CALIFORNIA		
Postal Code:	94599		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	4184308	TOPFLIGHT	
Registration Number:	4184307	TOPFLIGHT	
Registration Number:	4177040		
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	3128767925		
Email:	trademarks.us@dentons.com,anita.hansen@dentons.com, brian.mcginley@dentons.com		
Correspondent Name:	Brian R. McGinley		
Address Line 1:	Dentons US LLP		
Address Line 2:	P. O. Box 061080		
Address Line 4:	Chicago, ILLINOIS 60606-1080		
ATTORNEY DOCKET NUMBER:	20008008-0001 (BRM)		
NAME OF SUBMITTER:	Brian R. McGinley		
SIGNATURE:	/brian r mcginley/		
DATE SIGNED:	05/14/2014		
Total Attachments: 2			
source=753652626(1)_Top Gun - Assignment of Trademarks (GC to ACVC) EXECUTED#page1.tif			

OP \$90.00 4184308

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS, dated as of April 30, 2013, is made by Goosecross Cellars, a corporation legally organized under the laws of California ("Goosecross"), in favor of AC Vin Co, LLC, a limited liability company legally organized under the laws of Delaware ("AC Vin Co").

WHEREAS, Goosecross owns all right, title and interest in and to the trademarks and registrations thereof identified in the attached Schedule A (the "Marks"), and the goodwill associated therewith;

WHEREAS, pursuant to that certain Asset Purchase Agreement dated April 24, 2013 (the "Purchase Agreement") by and among Goosecross and AC Vin Co, Goosecross has agreed to sell, transfer, convey, assign and deliver, or cause to be sold, transferred, conveyed, assigned and delivered to AC Vin Co, and AC Vin Co has agreed to purchase from Goosecross, all of Goosecross' right, title and interest in and to the Marks and the goodwill associated therewith.

NOW, THEREFORE, in consideration of the mutual covenants and agreements in the Purchase Agreement, and other good and valuable consideration, the receipt of which is hereby acknowledged, Goosecross assigns to AC Vin Co all of its right, title and interest in the Marks as identified in Schedule A, attached hereto and incorporated herein by this reference, together with the goodwill associated therewith including, without limitation, its right to sue for and collect damages for infringement or other violations of the same, including for past infringements or other violations.

This Assignment of Trademarks shall be binding upon and inure to the benefit of the parties hereto and their respective successors and permitted assigns. This Assignment of Trademarks may not be assigned by any party hereto without the prior written consent of the other party hereto, and any purported assignment without such consent shall be void; provided, however, that AC Vin Co may assign its rights hereunder to any affiliate of AC Vin Co (in which case AC Vin Co nonetheless shall remain responsible for the performance of all of its obligations hereunder).

IN WITNESS WHEREOF, Goosecross has executed this Assignment of Trademarks by its duly authorized officer to be effective as of April 30, 2013.

GOSECROSS CELLARS

By: 


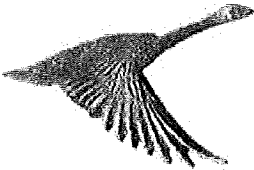
Name: David Topper

Title: President

Date: 4-30-13

SCHEDULE A

[ADD ALL REGISTERED TRADEMARKS LISTED ON FINAL SCHEDULE 2.17(a)]

Trademark	Registration No.	Registration Date
AMERITAL	3,070,273	March 21, 2006
GOOSE CREEK	2,021,384	December 3, 1996
GOSECROSS	1,487,046	May 3, 1988
GOSECROSS UNIVERSITY	3,339,086	November 20, 2007
NAPA VALLEY WINE RADIO and Design	3,237,046	May 1, 2007
NAPA VALLEY WINE RADIO	3,204,758	January 30, 2007
NVWR	3,165,201	October 31, 2006
STATE LANE	2,744,940	July 29, 2003
TOPFLIGHT and Design	4,184,308	July 31, 2012
TOPFLIGHT	4,184,307	July 31, 2012
TORCHLIGHT	4,261,471	December 18, 2012
AEROS	1,987,052	July 16, 1996
	4,177,040	July 17, 2012
NAPA VALLEY WINE RADIO A PODCAST PRESENTED BY GOSECROSS CELLARS	3,282,991	August 21, 2007
	3,856,088	October 5, 2010