

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM380929

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Distillerie Tuoni e Canepa S.R.L.		03/01/2016	Societa a Responsabilita Limitata: ITALY
RECEIVING PARTY DATA			
Name:	Sazerac Brands, LLC		
Street Address:	10400 Linn Station Road, Suite 300		
City:	Louisville		
State/Country:	KENTUCKY		
Postal Code:	40223		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Serial Number:	85720244	CINMASTER	
Serial Number:	77747833	GO BEYOND THE USUAL	
Serial Number:	86684288	INSPIRE ORIGINALITY	
Serial Number:	85007717	TUACA, TUONI & CANEPA, 1938, LIQUORE ORI	
Serial Number:	85007677	T&C	
Serial Number:	72262999	TUACA	
Serial Number:	85007650	TUONI E CANEPA, TUACA, T&C, LIQUORE ORIG	
Serial Number:	85007691	TUACA, TUONI & CANEPA	
Serial Number:	77283578	TUONI E CANEPA	
CORRESPONDENCE DATA			
Fax Number:	2028427899		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	(202) 842-7800		
Email:	trademarks@cooley.com		
Correspondent Name:	Peter J. Willsey		
Address Line 1:	1299 Pennsylvania Avenue, NW, Ste 700		
Address Line 2:	Cooley LLP		
Address Line 4:	Washington, D.C. 20004		

CH \$240.00 85720244

ATTORNEY DOCKET NUMBER:	304566-23403
NAME OF SUBMITTER:	Cheryl Fountain/SR TM Paralegal
SIGNATURE:	/cherylfountain/
DATE SIGNED:	04/18/2016

Total Attachments: 9

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ASSIGNMENT OF INTELLECTUAL PROPERTY

This ASSIGNMENT OF INTELLECTUAL PROPERTY (this “Assignment”) is made as of March 1, 2016, by and between Brown-Forman Corporation, a Delaware corporation located at 850 Dixie Highway, Louisville, Kentucky 40210 (the “Seller”), Distillerie Tuoni e Canepa S.R.L., an Italian limited liability company located at Via D. Scarlatti 31, Milan, Italy 20124 (“*Società a Responsabilità Limitata*”) (the “Company” and, together with the Seller, the “Assignors”), Sazerac Brands, LLC, a Delaware limited liability company located at 10400 Linn Station Road, Suite 300, Louisville, Kentucky 40223 (“Sazerac Brands”), and, solely with respect to Section 2, Sazerac Company, Inc., a Louisiana corporation located at 3850 N. Causeway Blvd., Suite 1695, Metairie, Louisiana 70002 (“Sazerac Company”).

RECITALS

A. The Assignors and Sazerac Company have entered into that certain Asset Purchase Agreement, dated as of January 13, 2016 (the “Purchase Agreement”), pursuant to which the Assignors have agreed to sell, or cause their Subsidiaries to sell, and Sazerac Company has agreed to purchase the Transferred Assets, which includes certain intellectual property as set forth in Exhibit A hereto (the “Transferred IP”). Sazerac Company and Sazerac Brands have entered into that certain Assignment and Assumption Agreement, dated as of February 29, 2016 (the “Assignment Agreement”), pursuant to which Sazerac Company assigned to Sazerac Brands its right under the Purchase Agreement to purchase the Transferred IP and the Transferred Contracts. Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Purchase Agreement.

B. The Assignors desire to provide a document reflecting the assignment of all of its right, title, and interest in and to the Transferred IP to Sazerac Brands for purposes of recording such assignment at the various intellectual property registries.

AGREEMENT

In consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Each Assignor does hereby sell, assign, transfer, convey and deliver (or cause to be sold, assigned, transferred, conveyed and delivered) to Sazerac Brands, and Sazerac Brands hereby accepts the Transferred IP held by such Assignor and all goodwill associated therewith, together with that portion of the ongoing and existing Business in connection with which the Assignors or its Subsidiaries have a bona fide intent to use the Transferred IP, free and clear of any and all Encumbrances, the same to be held by Sazerac Brands for Sazerac Brands’ own use and enjoyment, and for the use and enjoyment of Sazerac Brands’ successors, assigns, designees, nominees and other legal representatives, as fully and entirely as the same would have been held and enjoyed by such Assignor if this Assignment and sale had not been made, together with all causes of action (in law or equity), claims, demands and any other rights for, or arising from any

past, present or future infringement, of the Transferred IP, along with the right to sue for and collect any damages for the use and benefit of Sazerac Brands and Sazerac Brands' successors, assigns, designees, nominees and other legal representatives.

2. Nothing in this Assignment shall change, amend, limit, extend or alter (nor shall it be deemed or construed as changing, amending, extending or altering) the terms or conditions of the Purchase Agreement or any liability or obligation of the Assignors or Sazerac Company arising under the Purchase Agreement, which shall govern the representations, warranties and obligations of the parties with respect to the Transferred IP. In the event that any of the provisions of this Assignment are determined to conflict with the terms of the Purchase Agreement, the terms of the Purchase Agreement shall control.

3. This Assignment shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns.

4. This Assignment and all disputes or controversies arising out of or relating to this Assignment shall be governed by, and construed in accordance with, the internal laws of the State of Delaware, without regard to the laws of any other jurisdiction that might be applied because of the conflicts of laws principles of the State of Delaware.

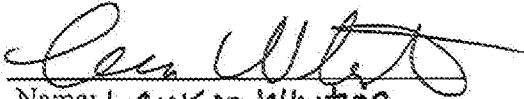
5. This Assignment may be executed in one or more counterparts, including electronic transmission or facsimile counterparts, each of which shall be deemed an original and all of which, when taken together, shall constitute one and the same instrument and shall become effective when one or more counterparts have been signed by each of the parties and delivered to the other party.

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IN WITNESS WHEREOF, the parties have executed this Assignment as of the date first written above.

ASSIGNORS:

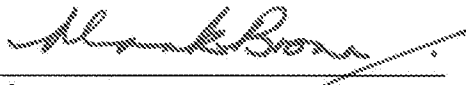
BROWN-FORMAN CORPORATION

By: 
Name: Lawson Whiting
Title: EVP, Chief Brand Officer

DISTILLERIE TUONI E CANEPA S.R.L.

By: 
Name: Ivan Pagarotto
Title: Director

SAZERAC BRANDS, LLC

By: 
Name: Mark Brown
Title: President

SAZERAC COMPANY, INC., SOLELY WITH
RESPECT TO SECTION 2

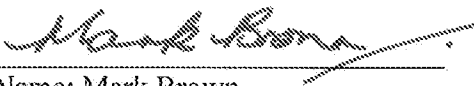
By: 
Name: Mark Brown
Title: President and Chief Executive Officer

EXHIBIT A










Transferred Intellectual Property

1. Trademarks. See attached.
2. Copyrights. None.
3. Domain Names.

Domain Name	Domain Extension
chilledtuacanow	.com
flavorsrundeeep	.com
gobeyondtheusual	.com
tuaca	.asia
tuaca	.ca
tuaca	.xxx
tuaca	.uk
tuaca	.com
tuaca	.net
tuaca	.org
tuaca	.biz
tuaca	.info
tuaca	.us
tuaca	.com.au
tuaca	.co.uk
tuaca	.eu
tuaca	.es
tuaca	.it
tuaca	.com.cn
tuaca	.cn
tuacaart	.com
tuacabodyartball	.com
tuacabodyartballevolution	.com

Domain Name	Domain Extension
tuacaboldshots	.com
tuacachiller	.com
tuacaflavorsrudeep	.com
tuacaitalianliqueur	.com
tuacaitalianliqueur	.net
tuacaitalianliqueur	.org
tuacaliqueur	.com
tuacaliqueur	.net
tuacaliqueur	.org
tuacaonline	.com
tuacaphotobooth	.com
tuacapressroom	.com
tuacart	.com
tuacasucks	.com
tuacatenders	.com
tuacatime	.com
tuaca-uk	.com
wwwtuaca	.com

























Active Marks: Tuaca

TM ID	Mark Name	Owners	Country	Law Firm	Status	App No.	Filed Date	Registration Number	Registration Date	International Class	Class Description	Mark Image
81246122	TUACA	Distillere Tuoni e Campa, s.r.l.	Antigua and Barbuda	Sydney P. Christian	Registered	422011	April 11, 2011	7918	August 7, 2014	33	33 - Alcoholic beverages, including distilled spms	
81246226	TUACA & Design (Label 2010)	Distillere Tuoni e Campa, s.r.l.	Antigua and Barbuda	Sydney P. Christian	Registered	562011	April 11, 2011	7919	August 7, 2014	33	33 - Alcoholic beverages, including distilled spms	
81246326	TUACA	Distillere Tuoni e Campa, s.r.l.	Aruba	Siani Pa & Co.	Registered	7101612	October 12, 2007	26897	December 14, 2007	33	33 - Alcoholic beverages, including liquors	
81246427	Misc. Design - Tuaca Bottle (Wine) 2010	Distillere Tuoni e Campa, s.r.l.	Australia	Spinson & Ferguson	Registered	1355443	April 8, 2010	1355443	April 8, 2010	33	33 - Alcoholic beverages, including distilled spms	
81246527	T & C Lion Crest Design (Logo 2010)	Distillere Tuoni e Campa, s.r.l.	Australia	Spinson & Ferguson	Registered	1355445	April 8, 2010	1355445	April 8, 2010	33	33 - Alcoholic beverages, including distilled spms	
81246627	TUACA	Distillere Tuoni e Campa, s.r.l.	Australia	Spinson & Ferguson	Registered	984811	January 13, 2004	984811	January 13, 2004	33	33 - Alcoholic beverages, including alcoholic cordals and liquors	
81246727	TUACA & Design (Label 2010)	Distillere Tuoni e Campa, s.r.l.	Australia	Spinson & Ferguson	Registered	1355447	April 8, 2010	1355447	April 8, 2010	33	33 - Alcoholic beverages, including distilled spms	
81246827	TUACA & Square Design (Logo 2010)	Distillere Tuoni e Campa, s.r.l.	Australia	Spinson & Ferguson	Registered	1355446	April 8, 2010	1355446	April 8, 2010	33	33 - Alcoholic beverages, including distilled spms	
81246927	TUACA	Distillere Tuoni e Campa, s.r.l.	Bahamas	Henry B. Sands, Lobsenz and Company	Registered	32576	March 19, 2009	32576	July 15, 2013	43	43 - Alcoholic beverages, including liquors and all other goods included in class 43	
81247027	TUACA & Design (Label 2010)	Distillere Tuoni e Campa, s.r.l.	Bahamas	Henry B. Sands, Lobsenz and Company	Registered	34416	February 10, 2011	34416	July 18, 2013	43	43 - Alcoholic beverages, including distilled spms	
81247127	TUACA	Distillere Tuoni e Campa, s.r.l.	Barbados	Carrington & Sealy	Registered	1817860	November 7, 2003	1817860	August 18, 2004	33	33 - Alcoholic beverages, namely, liqueur or cordal	
81247227	TUACA	Distillere Tuoni e Campa, s.r.l.	Bermuda	Caryns Dill & Freeman	Registered	47859	March 7, 2008	47859	March 7, 2008	33	33 - Liqueurs	
81247327	T & C Lion Crest Design (Logo 2010)	Distillere Tuoni e Campa, s.r.l.	Canada	Gowling Lafleur Henderson LLP	Registered	1476863	April 13, 2010	813690	December 9, 2011	33	33 - Alcoholic beverages, namely liquors	
81247427	TUACA	Distillere Tuoni e Campa, s.r.l.	Canada	Gowling Lafleur Henderson LLP	Registered	1186622	August 6, 2003	TU/4624267	November 2, 2004	33	33 - Alcoholic beverages, namely, liquors	
81247527	TUACA & Design (Label 2010) - Canada Only	Distillere Tuoni e Campa, s.r.l.	Canada	Gowling Lafleur Henderson LLP	Registered	1476864	April 13, 2010	813691	December 9, 2011	33	33 - Alcoholic beverages, namely liquors	
81247627	TUACA	Distillere Tuoni e Campa, s.r.l.	Cayman Islands	HSM IP Ltd	Registered	C13311149	November 9, 2006	C13311149	November 29, 2006	33	33 - Alcoholic beverages, including liquors (or cordals)	
81247727	TUACA	Distillere Tuoni e Campa, s.r.l.	China	Marks & Clerk	Registered	4738077	June 23, 2005	4738077	March 7, 2008	33	33 - Alcoholic beverages, spirits, cocktails, liqueurs, cordals.	
81247827	TUACA	Distillere Tuoni e Campa, s.r.l.	Cuba	Clain, S.A.	Published	2008-0392	July 9, 2008			33	33 - Alcoholic beverages, including liquors	
81247927	TUACA	Distillere Tuoni e Campa, s.r.l.	Dominican Republic	Castillo Y Castillo	Registered	201113206	May 25, 2011	189347	August 17, 2011	33	33 - Alcoholic beverages, including distilled spms	
81248027	TUACA & Design (Label 2010)	Distillere Tuoni e Campa, s.r.l.	Dominican Republic	Castillo Y Castillo	Registered	20119784	April 15, 2011	188879	July 18, 2011	33	33 - Alcoholic beverages, including distilled spms	
81248127	Misc. Design - Tuaca Bottle (Wine) 2010	Distillere Tuoni e Campa, s.r.l.	European Community	Ezbaturu	Registered	9022848	April 13, 2010	9022849	September 2, 2010	33	33 - Alcoholic beverages, including distilled spms	
81248227	Misc. Design - Tuaca Bottle (Wine) 2010	Distillere Tuoni e Campa, s.r.l.	European Community	Ezbaturu	Registered	9022872	April 13, 2010	9022872	September 2, 2010	33	33 - Alcoholic beverages, including distilled spms	
81248327	T & C Lion Crest Design (Logo 2010)	Distillere Tuoni e Campa, s.r.l.	European Community	Ezbaturu	Registered	9022807	April 13, 2010	009022807/2	September 2, 2010	33	33 - Alcoholic beverages, including distilled spms	
81248427	TUACA	Distillere Tuoni e Campa, s.r.l.	European Community	Ezbaturu	Registered	3311149	August 11, 2003	3311149	January 28, 2005	33	33 - Liqueur	

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

Active Marks: Tuaca

TIID	Mark Name	Owners	Country	Law Firm	Status	App No.	Filed Date	Registration Number	Registration Date	International Class	Class Description	Mark Image
81245295	TUACA & Design (Label 2010)	Distillere Tuoni e Campa, s.r.l.	European Community	Erbaturu	Registered	9022781	April 13, 2010	9022781	September 2, 2010	33	33 - Alcoholic beverages, including distilled spirits	
81245293	TUACA & Square Design (Logo 2010)	Distillere Tuoni e Campa, s.r.l.	European Community	Erbaturu	Registered	9022823	April 13, 2010	9022823	September 2, 2010	33	33 - Alcoholic beverages, including distilled spirits	
81245294	TUACA	Distillere Tuoni e Campa, s.r.l.	Italy	De Simone & Partners S.p.A.	Registered	1091994M	November 25, 1994	1613274	December 30, 1998	33	33 - Alcoholic beverages, wines, spirits and liquors	
81245292	TUACA & Design (Label 2010)	Distillere Tuoni e Campa, s.r.l.	Italy	De Simone & Partners S.p.A.	Registered	RM/2010C002336	April 12, 2010	1406879	January 16, 2011	33	33 - Alcoholic beverages, including distilled spirits	
81245291	TUACA & Design (Label)(1)	Distillere Tuoni e Campa, s.r.l.	Italy	De Simone & Partners S.p.A.	Registered	RM/2010C002336	September 1, 1994	168239	September 1, 1994	33	33 - Tuaca - Demi Sec Liqueur	
81245292	TUACA & Design (Label)(2)	Distillere Tuoni e Campa, s.r.l.	Italy	De Simone & Partners S.p.A.	Registered	1068934M	November 21, 1994	1613273	November 21, 1994	33	33 - All goods in class	
81245292	TUACA	Distillere Tuoni e Campa, s.r.l.	Jamaica	Livingston, Alexander & Levy	Registered	44177	August 7, 2003	44177	August 7, 2003	33	33 - Alcoholic beverages (except beers)	
81245294	TUACA	Distillere Tuoni e Campa, s.r.l.	Japan	Ozawa & Associates	Registered	2005-04762	May 30, 2005	4829100	January 20, 2006	33	33 - Liqueur, other Western liquors; alcoholic beverages of fruit, and flavored tonic liquors	
81245292	TUACA	Distillere Tuoni e Campa, s.r.l.	Korea, Republic of (KR)	Kim, Chang & Lee	Registered	40-2006-0003487	January 20, 2006	40-0704689	April 3, 2007	33	33 - Liquors	
81245292	TUACA	Distillere Tuoni e Campa, s.r.l.	New Zealand	A.J. Park & Son	Registered	706787	January 13, 2004	706787	January 13, 2004	33	33 - Alcoholic beverages (except beers)	
81245292	TUACA & Design (Label 2010)	Distillere Tuoni e Campa, s.r.l.	New Zealand	A.J. Park & Son	Registered	822183	April 8, 2010	822183	April 8, 2010	33	33 - Alcoholic beverages, including distilled spirits	
81245292	TUACA & Square Design (Logo 2010)	Distillere Tuoni e Campa, s.r.l.	New Zealand	A.J. Park & Son	Registered	822181	April 8, 2010	822181	April 8, 2010	33	33 - Alcoholic beverages, including distilled spirits	
81245294	TUACA	Distillere Tuoni e Campa, s.r.l.	Norway	Zacco Norway AS	Registered	200307324	August 8, 2003	225476	June 25, 2004	33	33 - Alcoholic beverages (except beers); liquors	
81245294	TUACA	Distillere Tuoni e Campa, s.r.l.	Puerto Rico	Fischer, Gonzalez & Rodriguez P.S.C.	Registered	71619	December 8, 2006	71619	December 8, 2006	33	33 - Alcoholic beverages, including liquors	
81245294	TUACA	Distillere Tuoni e Campa, s.r.l.	South Africa	Adams & Adams	Registered	200313374	August 8, 2003	200313374	August 8, 2003	33	33 - Alcoholic beverages (except beers); including liquor.	
81245292	TUACA	Distillere Tuoni e Campa, s.r.l.	St. Lucia	Spoor & Fisher Jersey	Registered	TM/2013/000170	June 21, 2013	TM/2013/000170	June 13, 2014	33	33 - Alcoholic beverages (except beer); distilled spirits	
81245292	TUACA	Distillere Tuoni e Campa, s.r.l.	Switzerland	Trachmann, Humphrey & Co.	Registered	04117/2003	August 6, 2003	514033	August 6, 2003	33	33 - To be crafted by assoc	
81245292	TUACA	Distillere Tuoni e Campa, s.r.l.	Trinidad and Tobago	J. D. Sellar & Co.	Registered	34705	February 6, 2004	34705	February 6, 2004	33	33 - Alcoholic beverages; (except beers)	
81245292	TUACA & Design (Label 2010)	Distillere Tuoni e Campa, s.r.l.	Trinidad and Tobago	J. D. Sellar & Co.	Registered	43378	February 11, 2011	43378	February 28, 2014	33	33 - Alcoholic beverages (except beers); distilled spirits (beverages)	
81245292	TUACA & Design (Label 2010)	Distillere Tuoni e Campa, s.r.l.	United Kingdom	Mugford	Registered	2544276	April 8, 2010	2544276	July 16, 2010	33	33 - Alcoholic beverages, including distilled spirits	
81245292	ONMASTER	Distillere Tuoni e Campa, s.r.l.	United States of America	Brown-Forman Brands	Registered	85720244	September 4, 2012	432451	April 23, 2013	33	33 - Distilled spirits	
81245292	OO BEYOND THE USUAL	Distillere Tuoni e Campa, s.r.l.	United States of America	Brown-Forman Brands	Registered	7747823	May 29, 2009	3988275	June 28, 2011	33	33 - Liquors	
81245292	INSPIRE ORIGINALITY	Distillere Tuoni e Campa, s.r.l.	United States of America	Brown-Forman Brands	Published	8068428	July 6, 2015			33	33 - Distilled spirits	
81245292	Misc. Design - Tuaca Bottle (v/w/label 2010-dotted lines)	Distillere Tuoni e Campa, s.r.l.	United States of America	Brown-Forman Brands	Registered	85007717	April 6, 2010	4050117	November 1, 2011	33	33 - Distilled spirits	

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Active Marks: Tuaca

TM ID	Mark Name	Owner	Country	Law Firm	Status	App No.	Filed Date	Registration Number	Registration Date	International Class	Class Description	Mark Image
81245285	T & C Lion Crest Design Logo (2010)	Distillere Tuoni e Canepa, s.r.l.	United States of America	Brown-Forman Brands	Registered	85007677	April 6, 2010	3912415	January 25, 2011	33	33 - Distilled spirits	
81245432	TUACA	Distillere Tuoni e Canepa, s.r.l.	United States of America	Brown-Forman Brands	Registered	7228299	January 23, 1987	830728	June 20, 1987	33	33 - Drink sec liqueur	
81245432	TUACA & Design (Label 2010)	Distillere Tuoni e Canepa, s.r.l.	United States of America	Brown-Forman Brands	Registered	85007650	April 6, 2010	39892286	July 19, 2011	33	33 - Distilled spirits	
81245432	TUACA & Square Design (Logo 2010)	Distillere Tuoni e Canepa, s.r.l.	United States of America	Brown-Forman Brands	Registered	85007691	April 6, 2010	4057078	November 15, 2011	33	33 - Distilled spirits	
81245432	TUONI E CANEPA	Distillere Tuoni e Canepa, s.r.l.	United States of America	Brown-Forman Brands	Registered	72282578	September 19, 2007	3511049	October 7, 2008	33	33 - Liqueurs	