

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM427926

| | | | |
|---|----------------------------------|--------------------------|--------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER | | |
| EFFECTIVE DATE: | 05/13/2016 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Dulce Vida Spirits, Inc. | | 05/13/2016 | Corporation: TEXAS |
| RECEIVING PARTY DATA | | | |
| Name: | Milestone Merger Sub, LLC | | |
| Street Address: | 3019 Hatley Drive | | |
| City: | Austin | | |
| State/Country: | TEXAS | | |
| Postal Code: | 78746 | | |
| Entity Type: | Limited Liability Company: TEXAS | | |
| PROPERTY NUMBERS Total: 4 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 4023484 | DULCE VIDA | |
| Registration Number: | 3615462 | DULCE VIDA | |
| Registration Number: | 4108312 | SPIRIT OF AUSTIN | |
| Serial Number: | 85911778 | THE MOST AWARDED TEQUILA | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 5122362002 | | |
| <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: | 512-236-2000 | | |
| Email: | rdewanipdocket@jw.com | | |
| Correspondent Name: | JACKSON WALKER LLP | | |
| Address Line 1: | 100 CONGRESS AVENUE, SUITE 1100 | | |
| Address Line 4: | AUSTIN, TEXAS 78701 | | |
| ATTORNEY DOCKET NUMBER: | 148235.00007 | | |
| NAME OF SUBMITTER: | Raman N. Dewan | | |
| SIGNATURE: | /rnd/ | | |
| DATE SIGNED: | 05/17/2017 | | |
| Total Attachments: 6 | | | |

CH \$115.00 4023484

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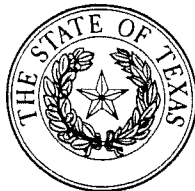
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Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

Dulce Vida Spirits, Inc.
Domestic For-Profit Corporation
[File Number: 801174612]

Into

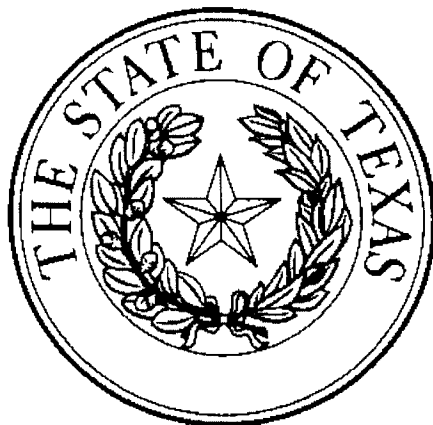
Milestone Merger Sub, LLC
Domestic Limited Liability Company (LLC)
[File Number: 802446602]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 05/13/2016

Effective: 05/13/2016



A handwritten signature in black ink, appearing to read "Cascos" followed by a horizontal line.

Carlos H. Cascos
Secretary of State

CERTIFICATE OF MERGER
of
DULCE VIDA SPIRITS, INC.
(a Texas corporation)
with and into
MILESTONE MERGER SUB, LLC
(a Texas limited liability company)

FILED
In the Office of the
Secretary of State of Texas

MAY 13 2016

Corporations Section

Pursuant to Section 10.151 of the Texas Business Organizations Code (the "**TBOC**"), the undersigned parties submit this Certificate of Merger and hereby certify as follows:

ARTICLE ONE
MERGING ENTITY INFORMATION

The name, organizational form, state of organization, and file number issued by the Texas Secretary of State for each entity that is a party to the Merger (defined below) are as follows:

1. Milestone Merger Sub, LLC, a Texas limited liability company (the "**Surviving Entity**"). The Surviving Entity was organized as a limited liability company in the State of Texas on April 28, 2016, and given the filing number of 802446602 by the Texas Secretary of State. The principal place of business of the Surviving Entity is at 3019 Hatley Drive, Austin, Texas 78746-4652. The Surviving Entity will survive the Merger.

2. Dulce Vida Spirits, Inc., a Texas corporation (the "**Terminating Entity**"). The Terminating Entity was organized as a corporation in the State of Texas on September 24, 2009, and given the filing number of 0801174612 by the Texas Secretary of State. The principal place of business of the Terminating Entity is at 11310 W. Highway 290, Austin, Texas 78737-2801. The Terminating Entity will merge into the Surviving Entity and will not survive the Merger.

ARTICLE TWO
AVAILABILITY OF PLAN OF MERGER

An executed Agreement and Plan of Merger with respect to the Merger reflected hereby (the "**Plan of Merger**") is on file at the principal place of business of the Surviving Entity. Upon written request, a copy of the Plan of Merger will be furnished without cost by the Surviving Entity to any owner or member of any domestic entity that is a party to the Plan of Merger.

ARTICLE THREE
AMENDMENT TO CERTIFICATE OF FORMATION

No amendments or changes to the Certificate of Formation of the Surviving Entity are desired to be effected by the Merger.

ARTICLE FOUR
APPROVAL OF THE PLAN OF MERGER

The Plan of Merger, pursuant to which the Terminating Entity will merge into the Surviving Entity (the "**Merger**") was authorized by all action required pursuant to the TBOC and the governing documents of each entity that is a party to the merger.

ARTICLE FIVE
EFFECTIVENESS OF FILING

The merger is to become effective when this document is accepted and filed by the Secretary of State.

ARTICLE SIX
TAXES

In lieu of providing a tax certificate, the Surviving Entity shall be responsible and liable for the payment of any franchise taxes owed by the Terminating Entity under Title 2 of the Texas Tax Code.


[Signature page follows]

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the TBOC to execute the filing instrument.

EXECUTED as of the 13th of May, 2016.

SURVIVING ENTITY

MILESTONE MERGER SUB, LLC

By: 
Name: Eric Perkins
Title: C.E.O.

TERMINATING ENTITY

DULCE VIDA SPIRITS, INC.

By: _____
Name: _____
Title: _____

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the TBOC to execute the filing instrument.

EXECUTED as of the 13th of May, 2016.


SURVIVING ENTITY

MILESTONE MERGER SUB, LLC

By: _____
Name: _____
Title: _____

TERMINATING ENTITY

DULCE VIDA SPIRITS, INC.

By: 
Name: RICHARD H. SORENSON
Title: CEO



Office of the Secretary of State

May 16, 2016

Jackson Walker, LLP,
100 Congress, Suite 1100
Austin, TX 78701 USA

RE:
Milestone Merger Sub, LLC (File Number: 802446602)

It has been our pleasure to approve and place on record the filing instrument effecting a merger. The appropriate evidence of filing is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division

Enclosure

Come visit us on the internet at <http://www.sos.state.tx.us/>

Phone: (512) 463-5555
Prepared by: Jean Marchione

Fax: (512) 463-5709
TID: 10339

Dial: 7-1-1 for Relay Services
Document: 690825730002

RECORDED: 05/17/2017

REEL: 006061 FRAME: 0136