

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM498242

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
WINE.COM, LLC		11/14/2018	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	COMERICA BANK		
Street Address:	39200 Six Mile Road		
Internal Address:	MC 7578		
City:	Livonia		
State/Country:	MICHIGAN		
Postal Code:	48152		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 14			
Property Type	Number	Word Mark	
Registration Number:	2085052	QUALITY PRODUCTS FOR THE PROFESSIONAL IN	
Registration Number:	2085051	M.WANKE	
Registration Number:	1022622	IRC HIGH PRESSURE	
Registration Number:	2782837	NEUROFORM	
Registration Number:	0719086	WESCAN	
Serial Number:	85739067	90+ RATED WINES UNDER \$20 WORLD'S BEST S	
Serial Number:	78517267	WINE.COM	
Serial Number:	76133693		
Serial Number:	76133692		
Serial Number:	76133691		
Serial Number:	75817949	GRAND GOURMET	
Serial Number:	85605908	STEWARDSHIP	
Serial Number:	85122943	WINESHOPPER	
Serial Number:	74636895	A.K.A. GOURMET	
CORRESPONDENCE DATA			
Fax Number:	2138960400		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent</i>			

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using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 213-891-5607
Email: crachina@buchalter.com
Correspondent Name: Corina Rachina
Address Line 1: 1000 Wilshire Blvd.
Address Line 2: 12th Floor
Address Line 4: Los Angeles, CALIFORNIA 90017

NAME OF SUBMITTER:	Corina Rachina
SIGNATURE:	/s/ Corina Rachina
DATE SIGNED:	11/14/2018

Total Attachments: 6
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**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

November 14, 2018

WINE.COM, LLC, a Delaware limited liability company, whose address is 222 Sutter Street, Suite 450, San Francisco, CA 94108 ("Debtor") hereby acknowledges that it has granted to **COMERICA BANK**, ("Secured Party"), a security interest in and to all of such Debtor's right, title and interest in and to: (a) the trademarks and trademark registrations and applications therefor (other than intent to use trademark applications to the extent excluded in the Agreement (as defined below)) which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by such Debtor ("Trademarks"), together with the goodwill and assets of the business; (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Debtor ("Patents"), and (c) the copyright registrations which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by Debtor ("Copyrights"), and all actions for infringement concerning each of the foregoing.

Unless and until an Event of Default (as defined in the Amendment) occurs and is continuing, Debtor shall retain the legal and equitable title to the Trademarks, Patents, and Copyrights, and shall have the right to use and register the Trademarks, Patents, and Copyrights, as applicable, in the ordinary course of the business of Debtor. The terms and conditions of the aforementioned security interest are contained in that certain Fourth Amendment to Loan and Security Agreement dated as of November 14, 2018 (the "Amendment"), among Debtor, Secured Party, and New Borrowers, as defined in the Amendment, as security for the Secured Obligations under and as set forth in the Amendment and other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Secured Party may have in any other collateral described in the Amendment or otherwise.

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[Signature Page to Follow]

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the date first written above.

DEBTOR:

WINE.COM, LLC

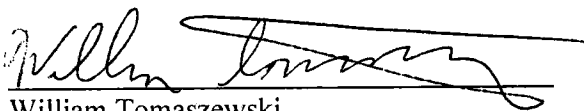
















By: 
Name: William Tomaszewski
Title: Secretary

EXHIBIT A

TRADEMARKS AND TRADEMARK LICENSES

Grantor	Trademark Title	Trademark Application Number	Trademark Registration Number	Date of Application	Date of Registration
Wine.com, LLC	 wine.com	2544976	2085052	09/30/2004	05/11/2006
Wine.com, LLC	 wine.com	2544975	2085051	09/30/2004	05/11/2006
Wine.com, LLC	 wine.com	1022622	1022622	09/28/2004	06/21/2005
Wine.com, LLC	 wine.com	2782837	2782837	07/17/2002	10/17/2003
Wine.com, LLC	 wine.com	200211340	2004B02067	07/23/2002	02/19/2004
Wine.com, LLC	 wine.com	2002064435	4753759	07/30/2002	03/05/2004
Wine.com, LLC	 wine.com	719086	719086	09/28/2004	09/28/2004
Wine.com, LLC	 wine.com	T0310813C	T0310813C	07/17/2003	07/17/2003
Wine.com, LLC	 wine.com	T0211461Z	T0211461Z	07/26/2002	01/19/2004
Wine.com, LLC	 wine.com	T0211457A	T0211457A	07/26/2002	07/26/2002
Wine.com, LLC	 wine.com	200417030	200417030	09/28/2004	11/03/2009
Wine.com, LLC	 wine.com	200417029	200417029	09/28/2004	11/03/2008
Wine.com, LLC		85/739067	4549996	09/26/2012	06/17/2014
Wine.com, LLC	 wine.com	78/517267	3512515	11/15/2004	10/07/2008
Wine.com, LLC		76/133693	2498220	09/21/2000	10/16/2001
Wine.com, LLC		76/133692	2611707	09/21/2000	08/27/2002


Wine.com, LLC		76/133691	2603774	09/21/2000	08/06/2002
Wine.com, LLC	GRAND GOURMET	75/817949	2528961	10/08/1999	01/15/2002
Wine.com, LLC	STEWARD-SHIP	85/605908	4257290	04/23/2012	12/11/2012
Wine.com, LLC	WINESHOPPER	85/122943	3952881	09/03/2010	04/26/2011
Wine.com, LLC	A.K.A. GOURMET	74/636895	1960082	02/21/1995	03/05/1996

EXHIBIT B

PATENTS AND PATENT LICENSES

Grantor	Patent Title	Patent Number	Registration Date	Application Date
Wine.com, LLC	Informative packaging and wrapping product	9,211,973	12/15/2015	10/31/2011

EXHIBIT C
COPYRIGHTS

Grantor	Copyright Title	Copyright Registration Date	Copyright Registration Number	Copyright Application Date
Wine.com, LLC	Introduction to Wine Tasting with Bob Betz, Master of Wine	01/27/2005	PA 1-266-743	12/08/2004

Exhibit C