

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM530323

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Heritage Distilling Company, Inc.		06/17/2019	Corporation: WASHINGTON
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BSB-Brown Sugar Bourbon LLC		
<b>Street Address:</b>	4021 Harborview Drive		
<b>City:</b>	Gig Harbor		
<b>State/Country:</b>	WASHINGTON		
<b>Postal Code:</b>	98332		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86896656	BSB	
<b>Serial Number:</b>	87975419	BSB	
<b>Serial Number:</b>	87430808	BSB BROWN SUGAR BOURBON	
<b>Serial Number:</b>	87430810	BSB-103	
<b>Serial Number:</b>	87430813	YOU CAN'T SPELL BASEBALL WITHOUT BSB	
<b>Serial Number:</b>	87438988	YOU CAN'T SPELL BASKETBALL WITHOUT BSB	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2067577377		
<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>			
<b>Phone:</b>	2067578377		
<b>Email:</b>	jeffnelson@dwt.com		
<b>Correspondent Name:</b>	Jeffrey A. Nelson		
<b>Address Line 1:</b>	920 Fifth Avenue, Suite 3300		
<b>Address Line 4:</b>	Seattle, WASHINGTON 98104-1610		
<b>NAME OF SUBMITTER:</b>	Mary Hadley		
<b>SIGNATURE:</b>	/Mary Hadley/		
<b>DATE SIGNED:</b>	07/02/2019		

CH \$165.00 86896656

**Total Attachments: 3**

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**TRADEMARK ASSIGNMENT**

Heritage Distilling Company, Inc., a Washington corporation ("Assignor"), adopted, owns and uses the trademarks and associated applications and registrations identified in the attached Exhibits A and B (collectively, the "Marks").

BSB-Brown Sugar Bourbon LLC, a Delaware limited liability company ("Assignee") acquired the entire right, title and interest in and to the Marks, together with all related common law rights and the goodwill of the business symbolized by the Marks.

Pursuant to the Contribution Agreement between the parties dated June 17, 2019, (the "Agreement") Assignor transferred to Assignee all right, title and interest in and to certain portions of Assignor's business, including the Marks, together with all related common law rights and the goodwill of the business symbolized by the Marks.

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby confirms that is has assigned to Assignee, its successors and assigns, all right, title and interest in and to the Marks, together with that portion of its business relating to the Marks and the goodwill of the business associated therewith, in the United States and throughout the world.

This Assignment is effective as of the Effective Date of the Agreement.

**BSB-Brown Sugar Bourbon LLC**

**Heritage Distilling Company, Inc.**

Signed: [Signature]  
Name: Jennifer Stiefel  
Its: President  
Date: 6/17/19

Signed: [Signature]  
Name: Jennifer Stiefel  
Its: President  
Date: 6/17/19

State of Washington  
County of Pierce  
Signed before me on 6/17/19  
by Jennifer Stiefel as President

State of Washington  
County of Pierce  
Signed before me on 6/17/19  
by Jennifer Stiefel as President

\_\_\_\_\_  
of BSB-Brown Sugar Bourbon LLC.

\_\_\_\_\_  
of Heritage Distilling Company, Inc.

Stamp: WENDY ANN TINKLER FLICK  
Notary Public  
State of Washington  
My Appointment Expires  
Dec 9, 2021

Stamp: WENDY ANN TINKLER FLICK  
Notary Public  
State of Washington  
My Appointment Expires  
Dec 9, 2021

Wendy Ann Tinkler Flick  
Signature  
Notary Public

Wendy Ann Tinkler Flick  
Signature  
Notary Public


My appointment expires: 12/9/21

My appointment expires: 12/9/21

## TRADEMARKS




The following are referred to herein as the “BSB Trademarks.”

### U.S. Applications and Registrations

Mark	Serial Number	Registration Number	Registration Date
<b>BSB</b>	86896656	5459506	May 1, 2018
<b>BSB</b>	87975419	Pending	Pending
	87430808	5301642	Oct. 3, 2017
<b>BSB-103</b>	87430810	5306709	Oct. 10, 2017
<b>YOU CAN'T SPELL BASEBALL WITHOUT BSB</b>	87430813	5281447	Sept. 5, 2017
<b>YOU CAN'T SPELL BASKETBALL WITHOUT BSB</b>	87438988	5504448	June 26, 2018

### Foreign Applications and Registrations

Mark	Jurisdiction	Application Number	Registration Number	Registration Date
<b>BSB</b>	WIPO	1429761	1429761	Sept. 18, 2018
<b>BSB</b>	WIPO - Australia	1429761	Pending	Pending
<b>BSB</b>	WIPO - EU	1429761	1429761	Sept. 18, 2018
<b>BSB</b>	WIPO - Japan	1429761	Pending	Pending
<b>BSB</b>	WIPO - Mexico	1429761	Pending	Pending

<b>BSB</b>	WIPO – New Zea- land	1429761	Pending	Pending
<b>BSB</b>	WIPO – South Ko- rea	1429761	Pending	Pending
<b>BSB</b>	WIPO – United Kingdom	1429761	1429761	Sept. 18, 2018
<b>BSB</b>	Canada	1920891	Pending	Pending
<b>BSB</b>	China	37138701	Pending	Pending
<b>BSB</b>	South Af- rica	2018/27233	Pending	Pending
	Canada	1864948	Pending	Pending
	EU	017390386	017390386	March 14, 2018
	United Kingdom	3266194	3266194	Oct. 26, 2017