

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM550209

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Constellation Brands US Operations, Inc.		11/01/2019	Corporation: NEW YORK
RECEIVING PARTY DATA			
Name:	Heaven Hill Distilleries, Inc.		
Street Address:	1064 Loretto Road		
City:	Bardstown		
State/Country:	KENTUCKY		
Postal Code:	40004		
Entity Type:	Corporation: KENTUCKY		
PROPERTY NUMBERS Total: 16			
Property Type	Number	Word Mark	
Registration Number:	3471847	BLACK VELVET	
Registration Number:	1314913	BLACK VELVET	
Registration Number:	5674704		
Registration Number:	5670154	BLACK VELVET WHISKY COMPANY	
Registration Number:	0621426	BLACK VELVET	
Registration Number:	5880906	BRING HOME A TROPHY	
Registration Number:	3178115	DANFIELD'S PRIVATE RESERVE	
Registration Number:	4499338	CINNAMON RUSH	
Registration Number:	0955892	MC MASTER'S	
Registration Number:	1068680	MAC NAUGHTON	
Registration Number:	0575963	MACNAUGHTON	
Registration Number:	4890444	SERPENT'S BITE	
Registration Number:	4667725	SCHENLEY	
Registration Number:	3650971	SCHENLEY	
Registration Number:	0770479	SCHENLEY	
Registration Number:	0699943	ROYAL COMMAND	
CORRESPONDENCE DATA			
Fax Number:	5025890309		

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TRADEMARK

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.

Phone: 5025895235
Email: mwilliams@wyattfirm.com
Correspondent Name: MATTHEW A. WILLIAMS
Address Line 1: 500 West Jefferson Street
Address Line 2: Suite 2800
Address Line 4: Louisville, KENTUCKY 40202

NAME OF SUBMITTER:	Matthew A. Williams
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SIGNATURE:	/Matthew A. Williams/
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DATE SIGNED:	11/20/2019
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Total Attachments: 3

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ASSIGNMENT OF TRADEMARKS [U.S.]

THIS ASSIGNMENT OF TRADEMARKS (“**Assignment**”) is made, executed, and delivered as of November 1, 2019 by Constellation Brands US Operations, Inc., a New York corporation (“**Seller**”), to Heaven Hill Distilleries, Inc., a Kentucky corporation (“**Purchaser**”).

WHEREAS, WHEREAS, Seller, Purchaser and the other parties thereto have entered into an Asset Purchase and Sale Agreement, dated as of August 12, 2019, (the “**Agreement**”), pursuant to which Seller agreed, among other things, to sell, convey, assign, transfer, and deliver to Purchaser all of Seller’s right, title, and interest in and to trademarks and registrations thereof, including the goodwill associated therewith, in the United States listed on Exhibit A hereto (the “**Trademarks**”), all as more particularly described in the Agreement, for consideration in the amount, and on the terms and conditions, provided in the Agreement; and

WHEREAS, Purchaser and Seller now desire to carry out the intent and purpose of the Agreement by Seller’s execution and delivery of this instrument evidencing the sale, conveyance, assignment, transfer, and delivery by Seller to Purchaser of all of Seller’s right, title, and interest in and to the Trademarks, including the goodwill associated therewith and the registrations listed on Exhibit A hereto, all subject to the terms and conditions of the Agreement.

NOW THEREFORE, in consideration of the foregoing premises and for other good and valuable consideration to Seller, the receipt and adequacy of which are hereby acknowledged, Seller hereby sells, conveys, assigns, transfers, and delivers unto Purchaser any and all of Seller’s right, title, and interest in and to the Trademarks together with the goodwill of the business connected with the use of and symbolized by the Trademarks and all causes of action arising prior to or after the date hereof for infringement of the Trademarks or unfair competition regarding the same.


From time to time after the Closing Date, each of the Parties shall promptly execute, acknowledge, and deliver any other assurances or documents reasonably requested by the other Party and necessary for such other Party to satisfy its obligations hereunder or to obtain the benefits of the Transaction at no additional material unreimbursed cost to such other Party.

[End of Text; Signature Page Follows]

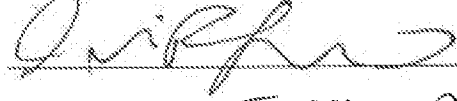
ASSIGNMENT OF TRADEMARKS [U.S.]

IN WITNESS WHEREOF, this ASSIGNMENT OF TRADEMARKS has been duly executed and delivered on behalf of Seller as of the date first written above.

Constellation Brands US Operations, Inc.


Printed Name: Jeffrey LaBarge
Title: Senior Vice President

Heaven Hill Distilleries, Inc.


Printed Name: JESSICA FENDERGRAIS
Title: GENERAL COUNSEL

ASSIGNMENT OF TRADEMARKS [U.S.]

EXHIBIT A - TRADEMARKS

Mark	App. No.	Country	Filing Date	Reg. No.	Reg. Date
Black Velvet	77350678	United States	12/12/2007	3471847	7/22/2008
	73/401088	United States	10/29/1982	1314913	01/15/1985
	88008224	United States	06/20/2018	5674704	2/12/2019
Black Velvet Whisky Company	88008195	United States	06/20/2018	5670154	02/05/2019
BLACK VELVET	71674963	United States	10/18/1954	621,426	02/14/1956
Bring Home A Trophy	87933968	United States	05/23/2018	5880906	10/08/2019
Danfield's Private Reserve	78/537860	United States	12/23/2004	3178115	11/28/2006
Cinnamon Rush	85830596	United States	01/23/2013	4499338	03/18/2014
McMasters Mc Master's	72418221	United States	3/13/1972	955892	3/20/1973
Mac Naughton	73108374	United States	12/2/1976	1068680	6/28/1953
McNAUGHTON	71627962	United States	4/11/1952	575963	6/16/1953
Serpent's Bite	86-486464	United States	12/19/2014	4890444	1/19/2016
	86-346165	United States	7/23/2014	4667725	1/6/2015
Schenley	77-640676	United States	12/29/2008	3650971	7/7/2009
	72-173867	United States	7/26/1963	0770479	5/26/1964
Royal Command	72083463	United States	10/19/1959	699943	6/21/1960