

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM552849

<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>
Flora Springs Wine Company		12/06/2019	Corporation: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Toad Hall Cellars, LLC		
<b>Street Address:</b>	1978 West Zinfandel Lane		
<b>City:</b>	St. Helena		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	94574		
<b>Entity Type:</b>	Limited Liability Company: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1693461	SOLILOQUY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	4155760300		
<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>	415-576-0200		
<b>Email:</b>	jhockaday@kilpatricktownsend.com		
<b>Correspondent Name:</b>	John A. Hughes		
<b>Address Line 1:</b>	Suite 1900 Two Embarcadero Center		
<b>Address Line 4:</b>	San Francisco, CALIFORNIA 94111		
<b>ATTORNEY DOCKET NUMBER:</b>	0492990		
<b>NAME OF SUBMITTER:</b>	Jon Hockaday		
<b>SIGNATURE:</b>	/Jon Hockaday/		
<b>DATE SIGNED:</b>	12/11/2019		
<b>Total Attachments: 1</b>			
source=TM Assignment for Soliloquy Flora Springs Wine Company to Toad Hall Cellars#page1.tif			

OP \$40.00 1693461

**TRADEMARK ASSIGNMENT**

This Assignment is made by and between Flora Springs Wine Company, a California Corporation, with offices at 1978 West Zinfandel Lane, St. Helena, CA 94574 (hereinafter "Assignor"), and Toad Hall Cellars, a California Limited Liability Company, with offices at 1978 West Zinfandel Lane, St. Helena, CA 94574, (hereinafter "Assignee").

WHEREAS, Assignor is the owner of the trademark mark **SOLILOQUY®**, in any and all jurisdictions, whether a trademark, service mark, collective trademark, collective service mark, collective membership mark, certification mark, trade name, assumed name, slogan, logo and/or trade dress, including but not limited to the United States registration therefor, Reg. No. 1,693,461; and,

WHEREAS, Assignor warrants that it owns ALL rights, title and interest of every kind, nature or description in and to the Marks, all rights therein, including but not limited to all goodwill pertaining thereto, any and all past, present and future registration(s) and application(s) therefor, all rights of renewal thereof, all rights to royalties for the licensing thereof, of all claims for damages by reason of past infringement(s) of the Marks, includes the right of Assignee to sue for and collect the same for its own use and benefit, and for the use and benefit of its successors, assigns and other legal representatives. These assigned rights shall be held and enjoyed by Assignee for Assignee's own use and enjoyment, and for the use and enjoyment of its successors, assigns and other legal representatives, at common law and/or to the end of the term or terms of which registration(s) pertaining to the Marks may be granted, or renewed, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment and sale had not been made (hereinafter "All Rights in the Marks"); and,

WHEREAS, Assignor desires to assign to Assignee All Rights in the Marks (as defined hereinabove);

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, **Assignor does hereby sell, assign, set over and transfer to Assignee, nunc pro tunc, All Rights in the Mark (as defined hereinabove)**, as of the date of Assignor's transfer to Assignee of tangible assets of Assignor Flora Springs Wine Company, a California Corporation business.

The undersigned represents and warrants that he has authority to execute this Assignment on behalf of Assignor, and to carry out all obligations imposed hereunder. The undersigned has read, understand, and agrees to the terms of this Assignment.

Flora Springs Wine Company, a California Corporation  
ASSIGNOR

Dated: 12, 6, 2019

By:  (signature)  
Name: Davin Duarte  
Title: Operations Manager

Toad Hall Cellars, a California Limited Liability Company  
ASSIGNEE

Dated: 12, 6, 2019

By:  (signature)  
Name: Davin Duarte  
Title: Operations Manager

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