

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM570998

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL
SEQUENCE:	11

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
RPII Volcano LP		03/01/2020	Limited Partnership: DELAWARE
Raine M Volcano Co-Invest SPV, LP		03/01/2020	Limited Partnership: DELAWARE
Raine Volcano Co-Invest, LLC		03/01/2020	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	Margaritaville Alcohol Beverage Trust
Street Address:	3333 Piedmont Road NE, Suite 2500
Internal Address:	c/o Jeffery M. Smith, Greenberg Traurig, LLP
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30305
Entity Type:	Trust: NEW YORK
Composed Of:	• Jeffery M. Smith, UNITED STATES, INDIVIDUAL

PROPERTY NUMBERS Total: 29

Property Type	Number	Word Mark
Registration Number:	1907542	MARGARITAVILLE
Registration Number:	2284131	MARGARITAVILLE
Registration Number:	3617518	ISLAND LIME
Registration Number:	3596537	LAST MANGO
Registration Number:	3641188	CALYPSO COCONUT
Registration Number:	3641189	TROPICAL TANGERINE
Registration Number:	3424713	LANDSHARK
Registration Number:	3700678	FINS UP!
Registration Number:	3423495	LANDSHARK LAGER
Registration Number:	3301624	
Registration Number:	4035245	PARADISE PASSION FRUIT
Registration Number:	4250332	MARGARITAVILLE

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3524907	FINS UP
Registration Number:	4187088	ESCAPE YOUR WORLD, RELAX IN OURS
Registration Number:	3723752	MARGARITAVILLE
Registration Number:	3769246	MARGARITAVILLE
Registration Number:	4518045	MARGARITAVILLE
Serial Number:	87156792	MARGARITAVILLE
Serial Number:	87607090	ST. SOMEWHERE
Serial Number:	87607125	MARGARITAVILLE
Serial Number:	88015517	LATITUDES
Serial Number:	88015528	LATITUDES
Serial Number:	88015532	CHANGES IN LATITUDE
Serial Number:	88015611	CHANGES IN LATITUDE
Serial Number:	88308794	PLAY 9
Serial Number:	88308862	ISLAND RESERVE
Serial Number:	88438209	MARGARITAVILLE
Serial Number:	88515203	SON OF A SAILOR
Serial Number:	88517145	LANDSHARK

CORRESPONDENCE DATA

Fax Number: 6785534779

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: 678-553-4778

Email: atltrademark@gtlaw.com

Correspondent Name: Joel R. Feldman

Address Line 1: 3333 Piedmont Road NE, Suite 2500

Address Line 2: Greenberg Traurig, LLP

Address Line 4: Atlanta, GEORGIA 30305

ATTORNEY DOCKET NUMBER: 101885.022800

NAME OF SUBMITTER: Jamie N. Shipp

SIGNATURE: /Jamie N Shipp/

DATE SIGNED: 04/08/2020

Total Attachments: 5

source=Assignment 11 & 12 RPII Volocano and Ranie M Volcano to MABT#page1.tif

source=Assignment 11 & 12 RPII Volocano and Ranie M Volcano to MABT#page2.tif

source=Assignment 11 & 12 RPII Volocano and Ranie M Volcano to MABT#page3.tif

source=Assignment 11 & 12 RPII Volocano and Ranie M Volcano to MABT#page4.tif

source=Assignment 11 & 12 RPII Volocano and Ranie M Volcano to MABT#page5.tif

EXHIBIT B

Short-Form U.S. Trademark Assignment

WHEREAS, RPII VOLCANO LP, a Delaware limited partnership; RAINE M VOLCANO CO-INVEST SPV LP, a Delaware limited partnership; and RAINE VOLCANO CO-INVEST LLC, a Delaware limited liability company, as assignors ("Assignors"), are the owners of pro rata interests in the United States trademark applications and registrations listed in the attached Schedule B-1 hereof, which is incorporated herein by reference (collectively, the "Marks"); and

WHEREAS, the Margaritaville Alcohol Beverage Trust, a trust established pursuant to the laws of the State of New York, Jeffrey M. Smith, Trustee ("Assignee"), the owner of an ongoing and existing business and successor as of the Effective Date (hereafter defined) of the business of the Assignors to which the Marks pertain, is desirous of acquiring all of Assignors' worldwide right, title and interest in and to the Marks, including the registrations and applications for registration therefor, together with the goodwill of the business in connection with which the Marks are used and which is symbolized thereby, along with the right to pursue claims and recover damages and profits for past infringements thereof;

WHEREAS as of March 1, 2020 Assignors and Assignee have entered into INTELLECTUAL PROPERTY ASSIGNMENT FROM RPII VOLCANO LP, RAINE M VOLCANO CO-INVEST SPV LP and RAINE VOLCANO CO-INVEST LLC TO THE MARGARITAVILLE ALCOHOL BEVERAGE TRUST ("IP Assignment");

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, each Assignor does hereby confirm, as of the Effective Date, the assignment, transfer, conveyance and delivery (and agreement further to assign, transfer, convey and deliver) unto Assignee, pursuant to the IP Assignment, of all worldwide right, title and interest in and to the Marks, including all registrations and applications for registration therefor and any common law rights therein in the United States and throughout the world, together with the goodwill of the business in connection with which the Marks are used and which is symbolized thereby, along with the right to pursue all claims and recover all damages and profits for past infringements thereof and all other related causes of action in connection therewith.

Each Assignor agrees to execute and deliver at the request of the Assignee, all papers, instruments, and assignments reasonably necessary to vest all of Assignor's right, title, and interest in and to the Marks in Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is reasonably necessary and to the extent such evidence is in the possession or control of Assignor.

The terms of this U.S. Trademark Assignment are expressly made subject to and are governed by the IP Assignment. In the event of a conflict between the terms of this U.S. Trademark Assignment and the IP Assignment, the IP Assignment shall control.

ASSIGNOR:

RPII VOLCANO LP

By: Raine Associates II AIV LP, its general partner
By: Raine Management LLC, its general partner

By: _____

Name: *Alfred Chianese*
Title: *Vice President*

ASSIGNOR:

RAINE VOLCANO CO-INVEST LLC

By: _____

Name: *Alfred Chianese*
Title: *Vice President*

ASSIGNOR:

RAINE M VOLCANO CO-INVEST SPV LP

By: Raine Associates II AIV LP, its general partner
By: Raine Management LLC, its general partner

By: _____

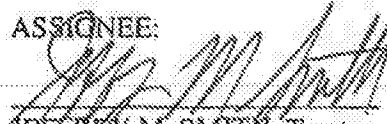
Name: *Alfred Chianese*
Title: *Vice President*

TRADEMARK

REEL: 006910 FRAME: 0714

ACCEPTED:

ASSIGNEE:



JEFFREY M. SMITH, Trustee

MARGARITAVILLE ALCOHOL BEVERAGE TRUST

TRADEMARK

REEL: 006910 FRAME: 0715

SCHEDULE B-1

The Marks

<u>Mark</u>	<u>Serial No.</u>	<u>Reg. No.</u>	<u>Int'l Class</u>	<u>Description</u>
MARGARITAVILLE	74/446,314	1,907,542	33	Prepared alcoholic cocktails.
MARGARITAVILLE	75/571,395	2,284,131	33	Tequila.
ISLAND LIME	78/542,210	3,617,518	33	Tequila.
LAST MANGO	78/544,936	3,596,537	33	Tequila, prepared alcoholic cocktails.
CALYPSO COCONUT	78/542,202	3,641,188	33	Tequila.
TROPICAL TANGERINE	78/542,434	3,641,189	33	Tequila.
LANDSHARK	78/943,015	3,424,713	32	Beer.
FINS UP!	77/152,814	3,700,678	32	Beer.
LANDSHARK LAGER	77/028,808	3,423,495	32	Beer.
DESIGN (FIN ISLAND)	77/167,589	3,301,624	32	Beer.
PARADISE PASSION FRUIT	77/296,953	4,035,245	33	Tequila.
MARGARITAVILLE	77/512,743	4,250,332	33	Tequila, rum, liqueur, and prepared alcoholic cocktails.
FINS UP	77/143,389	3,524,907	32	Beer.
ESCAPE YOUR WORLD, RELAX IN OURS	77/646,344	4,187,088	33	Rum, tequila and prepared alcoholic cocktails.
MARGARITAVILLE	77/978,121	3,723,752	33	Rum.
MARGARITAVILLE	77/978,621	3,769,246	32	Beer.

<u>Mark</u>	<u>Serial No.</u>	<u>Reg. No.</u>	<u>Int'l Class</u>	<u>Description</u>
MARGARITAVILLE	85/171,855	4,518,045	33	Distilled liquors and alcoholic punches.
MARGARITAVILLE	87/156,792		33	Wine-based drinks.
ST. SOMEWHERE	87/607,090		33	Wine.
MARGARITAVILLE	87/607,125		33	Wine.
LATITUDES	88/015,517		33	Wine.
LATITUDES	88/015,528		33	Distilled blue agave liquor; Spirits.
CHANGES IN LATITUDE	88/015,532		33	Distilled blue agave liquor; Spirits.
CHANGES IN LATITUDE	88/015,611		33	Wine.
PLAY 9	88/308,794		33	Alcoholic beverage produced from a brewed malt base with natural flavors.
ISLAND RESERVE	88/308,862		33	Distilled agave liquor; Rum; Spirits.
MARGARITAVILLE	88/438,209		33	Alcoholic beverage produced from a brewed malt base with natural flavors; alcoholic malt coolers; flavored brewed malt beverage.
SON OF A SAILOR	88/515,203		33	Wine, table wine, sparkling wine, fortified wine; wine-based cocktails, wine coolers.
LANDSHARK	88/517,145		33	Alcoholic beverage produced from a brewed malt base with natural flavors; alcoholic malt coolers; flavored brewed malt beverage.