

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM618387

<b>SUBMISSION TYPE:</b>	RESUBMISSION
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	12/23/2019
<b>RESUBMIT DOCUMENT ID:</b>	900580561

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Freixenet USA, Inc.		12/23/2019	Corporation: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	Freixenet Mionetto USA, Inc.
<b>Street Address:</b>	81 Main Street, Suite 303
<b>City:</b>	White Plains
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10601
<b>Entity Type:</b>	Corporation: NEW YORK

## PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
<b>Registration Number:</b>	4978205	EVERYONE'S INVITED
<b>Registration Number:</b>	5346804	COSTUMIZE YOUR BOTTLE
<b>Registration Number:</b>	5468440	THINK OUTSIDE THE FLUTE

## CORRESPONDENCE DATA

**Fax Number:** 6174236917  
*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:** 6174225313  
**Email:** Jean.Maxwell@wilsonelser.com  
**Correspondent Name:** Jean Maxwell  
**Address Line 1:** 260 Franklin Street, 14th Floor  
**Address Line 2:** Wilson Elser Moskowitz Edelman & Dicker  
**Address Line 4:** Boston, MASSACHUSETTS 02110-3112

<b>ATTORNEY DOCKET NUMBER:</b>	FREIXENET USAMERG122319
<b>NAME OF SUBMITTER:</b>	Jean Maxwell
<b>SIGNATURE:</b>	/JeanMaxwell/
<b>DATE SIGNED:</b>	01/05/2021

**Total Attachments: 5**

source=Cert of Merger 12-23-2019 Freixenet USA Inc. to FREIXENET MIONETTO USA, INC. surviving corp#page1.tif

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**CERTIFICATE OF MERGER OF  
FREIXENET USA, INC.**

**INTO**

**FREIXENET MIONETTO USA, INC.**

**under Section 905 of the Business Corporation Law**

**December 23, 2019**

Pursuant to Section 905 of the New York Business Corporation Law ("NYBCL"), each of the undersigned hereby certify on behalf of the constituent corporations named herein as follows:

1. Freixenet Mionetto USA, Inc., formerly known as Mionetto U.S.A. Inc., a corporation of the State of New York, owns all of the outstanding shares of Freixenet USA, Inc., a corporation of the State of Delaware.
2. The name of each constituent corporation is as follows:
  - a. Freixenet USA, Inc., a Delaware corporation.
  - b. Freixenet Mionetto USA, Inc., a New York corporation.
3. The name of the surviving corporation is Freixenet Mionetto USA, Inc., a New York corporation (the "Surviving Corporation").
4. The designation, number, and voting rights of each outstanding class and series of shares for each of the constituent corporations is as follows
  - a. Freixenet USA, Inc.

Designation of each outstanding class and series of shares	Number of outstanding shares of each class and series	Number of outstanding shares of each class and series owned by the Surviving Corporation
Common stock, no par value	100	100

b. Freixenet Mionetto USA, Inc.

Designation of each outstanding class and series of shares	Number of outstanding shares of each class and series	Number of outstanding shares of each class and series owned by the Surviving Corporation
Common stock, no par value	20	0

5. Organization of Freixenet USA, Inc.

- a. Freixenet USA, Inc. was incorporated in Delaware on March 16, 1981.
  - b. The application for authority of Freixenet USA, Inc. to do business in the State of New York was filed by the New York State Department of State (the "Department of State") on April 9, 1987.
6. The certificate of incorporation of Freixenet Mionetto USA, Inc. was filed by the Department of State on March 10, 1998 under the corporation's original name, Mionetto U.S.A. Inc.
7. A plan of merger was adopted by the board of directors of Freixenet Mionetto USA, Inc. by written consent on December 19, 2019, by the unanimous vote of the board of directors.
8. The certificate of incorporation of Freixenet Mionetto USA, Inc., as in effect immediately prior to the effective date of the merger, shall be amended and restated in its entirety as set forth in Exhibit A attached hereto and, as so amended and restated, shall be the Amended and Restated Certificate of Incorporation of the Surviving Corporation.
9. The effective date of the merger is December 23, 2019.

*[Signatures on following page]*

IN WITNESS WHEREOF, each of the parties has caused this Certificate of Merger to be executed on its behalf by its respective officers thereunto duly authorized, all as of the date set forth above.

MIONETTO / U.S.A. INC., a New York corporation

By: 

Name: Endre Ceola  
Title: President

By: 

Name: Simone Gentilini  
Title: Vice President & Chief  
Financial Officer

FREIXENET USA, INC., a Delaware corporation

By: 

Name: Endre Ceola  
Title: Authorized Representative

By: 

Name: Simone Gentilini  
Title: Authorized Representative

Signature Page to  
Certificate of Merger

AmericasActive:12921042.3

TRADEMARK  
REEL: 007134 FRAME: 0933

**CERTIFICATE OF MERGER**  
**OF**  
**FREIXENET USA, INC.**  
**INTO**  
**FREIXENET MIONETTO USA, INC.**  
**Under Section 905 of the Business Corporation Law**

Filer's Name and Mailing Address:

Benjamin Liss  
*(Name)*

Winston & Strawn LLP  
*(Company, if Applicable)*

35 W. Wacker Drive.  
*(Mailing address)*

Chicago, IL 60601  
*(City, State and ZIP code)*

# Business Inquiry

Total Number of Matches: 2

Page: 1 of 1

## Business Search Results

#	Business Name	Business ID	Status	Business Address
1	FREIXENET MIONETTO USA INC.	0835095	Active	81 MAIN STREET, SUITE 303, WHITE PLAINS, NY, 10601, USA
2	MIONETTO U.S.A. INC.	0835095		NONE