

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM626062

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/23/2019
RESUBMIT DOCUMENT ID:	900589931

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Freixenet Atlantic, Inc.		12/23/2019	Corporation: NEW YORK

RECEIVING PARTY DATA

Name:	Freixenet Mionetto USA, Inc.
Also Known As:	AKA FKA Mionetto USA, Inc.
Street Address:	81 Main Street, Suite 303
City:	White Plains
State/Country:	NEW YORK
Postal Code:	10601
Entity Type:	Corporation: NEW YORK

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Serial Number:	88424089	ALTO VENTO
Registration Number:	5598585	BE CANTASTIC!
Registration Number:	3562769	BOLLICINI
Registration Number:	5287759	BOLLICINI SPARKLING ROSÉ IMPORTED WINE F
Registration Number:	5287701	BOLLICINI SPARKLING CUVÉE IMPORTED WINEF
Registration Number:	5100408	FRUITASIA
Serial Number:	88234684	MAKE IT YOUR RED
Serial Number:	88082644	CAMMINATA
Serial Number:	88750600	THE TALENTED JUGGLER

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

TRADEMARK

Address Line 2: Wilson Elser Moskowitz Edelman & Dicker
Address Line 4: Boston, MASSACHUSETTS 02110-3112

ATTORNEY DOCKET NUMBER: MIONETTOUSAMERG122319

NAME OF SUBMITTER: Jean Maxwell

SIGNATURE: /JeanMaxwell/

DATE SIGNED: 02/12/2021

Total Attachments: 8

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**CERTIFICATE OF MERGER OF
FREIXENET ATLANTIC, 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 Atlantic, Inc., a corporation of the State of New York.
2. The name of each constituent corporation is as follows:
 - a. Freixenet Atlantic, Inc., a New York 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 Atlantic, 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	2	2

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. The certificate of incorporation of Freixenet Atlantic, Inc. was filed by the New York State Department of State (the "Department of State") on July 26, 1989.
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 the 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: Enore Ceola

Title: President

By: 

Name: Simone Gentilini

Title: Vice President & Chief
Financial Officer

FREIXENET ATLANTIC, INC., a New York corporation

By: 

Name: Enore Ceola

Title: Authorized Representative

By: 

Name: Simone Gentilini

Title: Authorized Representative

Signature Page to
Certificate of Merger

AmericasActive:12923737.2

TRADEMARK
REEL: 007223 FRAME: 0208

CERTIFICATE OF MERGER
OF
FREIXENET ATLANTIC, 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)

**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: Enore Ceola
Title: President

By: 

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

FREIXENET USA, INC., a Delaware corporation

By: 

Name: Enore Ceola
Title: Authorized Representative

By: 

Name: Simone Gentilini
Title: Authorized Representative

Signature Page to
Certificate of Merger

AmericasActive:129210423

TRADEMARK
REEL: 007223 FRAME: 0212

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)