

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM658298

<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>
Joshua Ray IRVING		07/02/2021	INDIVIDUAL:
Pablo David Antinori		07/02/2021	INDIVIDUAL:
I & A AGAVE SPIRITS LLC		07/02/2021	Limited Liability Company: TEXAS
DFW Agave Spirits		07/02/2021	Limited Liability Company: TEXAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	E. & J. Gallo Winery		
<b>Street Address:</b>	600 Yosemite Boulevard		
<b>City:</b>	Modesto		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	95354		
<b>Entity Type:</b>	Corporation: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	6323515	JAVI'S RANCH WATER	
<b>Serial Number:</b>	90691146	RANCH WATER	
<b>Serial Number:</b>	90691175		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>Email:</b>	tm.group@ejgallo.com		
<b>Correspondent Name:</b>	Kristi W. Whalen		
<b>Address Line 1:</b>	600 Yosemite Boulevard		
<b>Address Line 4:</b>	Modesto, CALIFORNIA 95354		
<b>NAME OF SUBMITTER:</b>	Kristi W. Whalen		
<b>SIGNATURE:</b>	/kww/		
<b>DATE SIGNED:</b>	07/06/2021		
<b>Total Attachments: 5</b>			

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## ASSIGNMENT OF TRADEMARKS

This ASSIGNMENT OF TRADEMARKS (this “**Assignment**”) is made and entered into as of July 2, 2021, by and among JOSHUA RAY IRVING, an individual (“**Irving**”), PABLO DAVID ANTINORI, an individual (“**Antinori**”), I & A AGAVE SPIRITS LLC, a Texas limited liability company (“**I & A**”), and DFW Agave Spirits, LLC, a Texas limited liability company formed by Irving and Antinori and the existing investors in I & A (“**NewCo**” and, together with Irving, Antinori and I & A, each an “**Assignor**” and collectively, “**Assignors**”), and E. & J. Gallo Winery, a California corporation (“**Assignee**”).

### RECITALS

**WHEREAS**, Assignors are the current owners of all right, title and interest in and to the trademarks listed in Schedule A hereto, including, without limitation, all common law rights thereto and all registrations thereof, and other rights and goodwill associated therewith (collectively, the “**Trademarks**”); and

**WHEREAS**, Assignee desires to acquire all right, title and interest in and to the Trademarks, and the goodwill associated therewith, and Assignors desire to assign all right, title and interest in and to each of their respective Trademarks, and the goodwill associated therewith, to Assignee; and

**WHEREAS**, the parties are concurrently entering into an Asset Purchase Agreement dated as of July 2, 2021 (the “**Agreement**”), pursuant to which the Assignee is purchasing the Brand Portfolio, the Business and certain assets associated with the Business and/or the Brand Portfolio (both as defined in the Agreement) from Assignors, and this Assignment is subject to and in furtherance of the terms of that Agreement.

**NOW THEREFORE**, pursuant to the Agreement, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Assignment. Assignors hereby irrevocably sell, transfer, assign and set over unto Assignee, its successors and assigns, all right, title, and interest in and to the following, together with all goodwill associated therewith, including the business with which they are associated and which they symbolize:

a. The Trademarks and all issuances, pending applications, extensions, and renewals thereof and all goodwill associated therewith;

b. All rights of any kind whatsoever accruing under or relating to the Trademarks provided by applicable law, by international treaties, and conventions and otherwise, including common law rights; and

c. Any and all royalties, fees, income, payments, and other proceeds now or hereafter due or payable with respect to the Trademarks, and the right to recover for damages and profits for past infringements thereof.

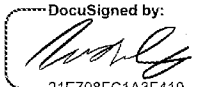
2. Recordation. Assignors agree to perform any further acts and to execute and provide to Assignee all other documents that may be necessary to effect the assignment of the Trademarks to Assignee as promptly as practicable after Assignee's request therefor, and to assist Assignee in any manner reasonably requested by Assignee in connection with the assignment, prosecution, enforcement and maintenance of the Trademarks.

[SIGNATURES FOLLOW ON NEXT PAGE]

IN WITNESS WHEREOF, the parties have executed this Assignment of Trademarks as of the date first written above.

**ASSIGNORS:**

**I & A AGAVE SPIRITS LLC**

DocuSigned by:  
  
By: \_\_\_\_\_  
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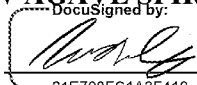
Name: Joshua Ray Irving

Title: Managing Member

DocuSigned by:  
  
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**JOSHUA RAY IRVING**

DocuSigned by:  
  
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**PABLO DAVID ANTINORI**

**DFW AGAVE SPIRITS, LLC**

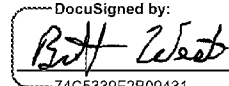
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By: \_\_\_\_\_  
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Name: Joshua Ray Irving

Title: Managing Member

**ASSIGNEE:**

**E. & J. GALLO WINERY**

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By: \_\_\_\_\_  
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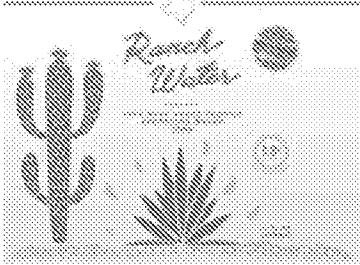
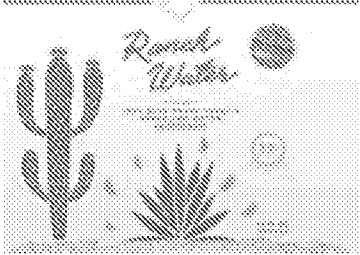
Name: Britt West

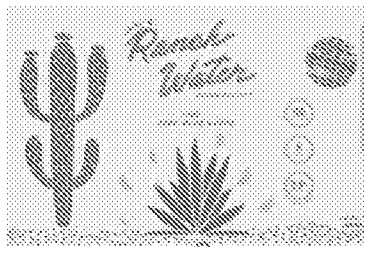
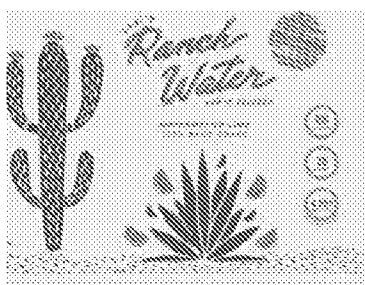
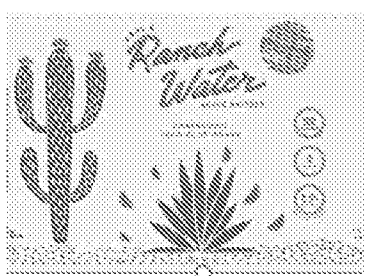
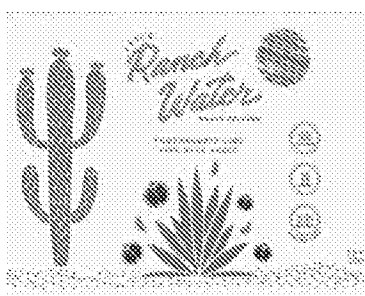
Title: VP GM-Spirits

Schedule A

To the Assignment of Trademarks

**TRADEMARKS**

Country	Mark	Appl/Reg. No/Status	Goods/Services
US	JAVI'S RANCH WATER	6323515 Registered	Hard seltzer; spirits; spirits and liqueurs; distilled spirits
US	RANCH WATER and Design 	90691146 Pending	Alcoholic beverages, namely, ready to drink alcoholic pre-mixed beverages except beers; Alcoholic carbonated beverages, except beer; Hard seltzer; Ready-to-drink alcoholic beverages, other than beer-based; Pre-mixed alcoholic beverages, other than beer-based
US	Design Only 	90691175 Pending	Alcoholic beverages, except beer; Alcoholic beverages, namely, ready to drink alcoholic pre-mixed beverages except beers; Alcoholic carbonated beverages, except beer; Hard seltzer; Pre-mixed alcoholic beverages, other than beer-based
US		Common Law	
US		Common Law	

Country	Mark	Appl/Reg. No/Status	Goods/Services
US		Common Law	
US		Common Law	
US		Common Law	
US		Common Law	

Assignment of Trademarks