

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM671849

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Country Vintner, Inc.		09/01/2021	Corporation: VIRGINIA

RECEIVING PARTY DATA

Name:	Bank of America, N.A. (as Collateral Agent)
Street Address:	3455 Peachtree Road, NE, 12th Floor
Internal Address:	ATTN: Ernesto Moran, Mail Code GA7-024-12-05
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30326
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 53

Property Type	Number	Word Mark
Registration Number:	4103968	ANNALISA
Registration Number:	4193185	FRONT PORCH
Registration Number:	4069855	MARS AND VENUS
Registration Number:	3908192	ST. KILDA
Registration Number:	4961536	¡BUENAS!
Registration Number:	5509820	AMBLE + CHASE
Registration Number:	5675307	CRAFT + ESTATE
Registration Number:	5581478	DELL' UNITÀ
Registration Number:	5266133	GRAPE BEGINNINGS A MEMBER OF THE WINEBOW
Registration Number:	3027371	MARTIN SCOTT WINES
Registration Number:	4902671	MARTIN SCOTT WINES A MEMBER OF THE WINEB
Registration Number:	5667372	MARTINORO
Registration Number:	5189639	MUNDOVINO A MEMBER OF THE WINEBOW GROUP
Registration Number:	5459742	MUNDOVINO A MEMBER OF THE WINEBOW GROUP
Registration Number:	5266132	NOBLE WINES A MEMBER OF THE WINEBOW GROU
Registration Number:	4009152	PONGA
Registration Number:	5080313	PURPLE FEET WINES
Registration Number:	5080314	PURPLE FEET WINES A MEMBER OF THE WINEBO

OP \$1340.00 4103968

Property Type	Number	Word Mark
Registration Number:	4910078	STACOLE FINE WINES
Registration Number:	5042980	STACOLE FINE WINES A MEMBER OF THE WINEB
Registration Number:	5052325	STONEWALL
Registration Number:	4154015	THE AMERICAN STILL LIFE COLLECTION
Registration Number:	4154014	THE AMERICAN STILL LIFE COLLECTION
Registration Number:	2281386	THE COUNTRY VINTNER
Registration Number:	5028710	THE COUNTRY VINTNER A MEMBER OF THE WINE
Registration Number:	5200350	THE COUNTRY VINTNER A MEMBER OF THE WINE
Registration Number:	5327654	THE HENRY WINE GROUP A MEMBER OF THE WIN
Registration Number:	4989932	THE WINEBOW GROUP
Registration Number:	5341899	W
Registration Number:	5844306	WINEBOW
Registration Number:	5759262	WINEBOW
Registration Number:	5027293	WINEBOW A MEMBER OF THE WINEBOW GROUP
Registration Number:	5042981	WINEBOW BOSTON A MEMBER OF THE WINEBOW G
Registration Number:	2071562	WINEBOW INC.
Registration Number:	5584626	WOMEN IN WINE LEADERSHIP SYMPOSIUM
Registration Number:	5349871	
Serial Number:	90557094	MARS AND VENUS
Serial Number:	90234862	HANDLEBAR WINE
Serial Number:	90172389	LOCAL TAB
Serial Number:	90234866	SHORT PUMP WINE
Serial Number:	88621034	THE GREEN WINE PROJECT
Serial Number:	90583932	WELCOME TO ARGENTINA
Serial Number:	90069044	WELCOME TO BARCELONA
Serial Number:	90583936	WELCOME TO ITALY
Serial Number:	90069040	WELCOME TO LAKE GARDA
Serial Number:	90069018	WELCOME TO MARLBOROUGH
Serial Number:	90069027	WELCOME TO MENDOZA
Serial Number:	90583942	WELCOME TO NEW ZEALAND
Serial Number:	90583939	WELCOME TO SPAIN
Serial Number:	90069065	WELCOME TO VENICE
Serial Number:	88713343	WELCOME TO WINE COMPANY
Serial Number:	86439442	WINEBOW A MEMBER OF THE WINEBOW GROUP
Serial Number:	87826459	WINEBOW CHATEAU + ESTATE

CORRESPONDENCE DATA

Fax Number: 2142000853

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: 2109787487
Email: venisa.dark@haynesboone.com
Correspondent Name: Venisa Dark, Haynes and Boone LLP
Address Line 1: 2323 Victory Avenue, Suite 700
Address Line 4: Dallas, TEXAS 75219

ATTORNEY DOCKET NUMBER:	17997.2118_HughesL
NAME OF SUBMITTER:	Venisa Dark
SIGNATURE:	/Venisa Dark/
DATE SIGNED:	09/01/2021

Total Attachments: 6

source=2021-09-01 Supplement No 1 to Amended Restated Trademark Security Agreement Supplement#page1.tif
source=2021-09-01 Supplement No 1 to Amended Restated Trademark Security Agreement Supplement#page2.tif
source=2021-09-01 Supplement No 1 to Amended Restated Trademark Security Agreement Supplement#page3.tif
source=2021-09-01 Supplement No 1 to Amended Restated Trademark Security Agreement Supplement#page4.tif
source=2021-09-01 Supplement No 1 to Amended Restated Trademark Security Agreement Supplement#page5.tif
source=2021-09-01 Supplement No 1 to Amended Restated Trademark Security Agreement Supplement#page6.tif

**SUPPLEMENT NO. 1 TO AMENDED AND RESTATED TRADEMARK SECURITY
AGREEMENT SUPPLEMENT**

This **SUPPLEMENT NO. 1 TO AMENDED AND RESTATED TRADEMARK SECURITY AGREEMENT** (this “*Supplement*”) dated September 1, 2021, is made by each Person listed on the signature pages hereof (collectively, the “*Grantors*”) in favor of Bank of America, N.A., as collateral agent (the “*Collateral Agent*”) for the Secured Parties (as defined in the Credit Agreement referred to below).

Reference is made to that certain Amended and Restated ABL Credit Agreement, dated as of April 19, 2021, as amended by that certain Amendment No. 1 to Amended and Restated ABL Credit Agreement dated as of May 28, 2021 (as further amended, restated, amended and restated, supplemented and/or otherwise modified from time to time, the “*Credit Agreement*”), among Winebow Holdings, Inc., The Vintner Group, Inc., the Co-Borrowers party thereto, The Winebow Group Holdings, LLC, and Bank of America, N.A., as Administrative Agent, Collateral Agent, L/C Issuer and Swing Line Lender.

Reference is also made to that certain Amended and Restated ABL Security Agreement dated April 19, 2021, made by the Grantors to the Collateral Agent (as amended, amended and restated, supplemented or otherwise modified from time to time, the “*Security Agreement*”). Terms defined in the Credit Agreement and Security Agreement and not otherwise defined herein are used herein as defined in the Credit Agreement and Security Agreement.

Reference is also made to that certain Amended and Restated Trademark Security Agreement dated April 19, 2021 (the “*Existing Agreement*”) made by the certain Grantors (as defined therein, the “*Existing Grantors*”) in favor of Collateral Agent pursuant to which each Existing Grantor granted to Collateral Agent a security interest in the Trademarks described and defined therein.

WHEREAS, since the date of the Existing Agreement, the Grantors have acquired the additional Trademarks as defined below.

NOW, THEREFORE, FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, each Grantor hereby grants, on this 1st day of September 2021, to the Collateral Agent, its successors and assigns, for the benefit of the Secured Parties, a continuing security interest in all of such Grantor’s right, title and interest in, to and under the additional trademarks set forth on *Schedule A* attached hereto (“*Trademarks*”).

THIS GRANT of a security interest in the Trademarks by each Grantor under this Supplement is made to secure the payment or performance, as the case may be, in full of the Secured Obligations (as defined in the Security Agreement). This Supplement has been entered into in conjunction with the provisions of the Security Agreement. Each Grantor does hereby acknowledge and confirm that the grant of the security interest hereunder to, and the rights and remedies of, the Collateral Agent with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated herein by reference as if fully set forth herein.

[*Remainder of Page Intentionally Left Blank;*
Signature Page(s) Follow(s).]

IN WITNESS WHEREOF, the undersigned have executed this Trademark Security Agreement as of the date first above written.

GRANTORS:

THE COUNTRY VINTNER, INC.

WINEBOW, INC.

By:



Name: Dean K. Ferrell
Title: Chief Executive Officer

BANK OF AMERICA, N.A., as Collateral Agent

By: ERNESTO MORA
Name: ERNESTO MORA
Title: SENIOR VICE PRESIDENT

[Signature Page to Supplement No. 1 to Amended and Restated Trademark Security Agreement]

TRADEMARK
REEL: 007411 FRAME: 0094

Schedule A

TRADEMARK REGISTRATIONS				
LITERAL ELEMENT OF MARK	APP. NO.	REG. NO.	REG. DATE	OWNER
ANNALISA	85058155	4103968	02/28/2012	The Country Vintner, Inc.
FRONT PORCH	85380691	4193185	08/21/2012	The Country Vintner, Inc.
MARS AND VENUS	85239735	4069855	12/13/2011	The Country Vintner, Inc.
ST. KILDA	85103950	3908192	01/18/2011	The Country Vintner, Inc.
¡BUENAS!	86643043	4961536	05/17/2016	Winebow, Inc.
AMBLE + CHASE	87524743	5509820	07/03/2018	Winebow, Inc.
CRAFT + ESTATE	88029676	5675307	02/12/2019	Winebow, Inc.
DELL' UNITÀ	87310643	5581478	10/09/2018	Winebow, Inc.
GRAPE BEGINNINGS A MEMBER OF THE WINEBOW GROUP	87381025	5266133	08/15/2017	Winebow, Inc.
MARTIN SCOTT WINES	78438453	3027371	12/13/2005	Winebow, Inc.
MARTIN SCOTT WINES A MEMBER OF THE WINEBOW GROUP	86439474	4902671	02/16/2016	Winebow, Inc.
MARTINORO	87680871	5667372	01/29/2019	Winebow, Inc.
MUNDOVINO A MEMBER OF THE WINEBOW GROUP	87133803	5189639	04/25/2017	Winebow, Inc.
MUNDOVINO A MEMBER OF THE WINEBOW GROUP	87133815	5459742	05/01/2018	Winebow, Inc.
NOBLE WINES A MEMBER OF THE WINEBOW GROUP	87380982	5266132	08/15/2017	Winebow, Inc.
PONGA	85209127	4009152	08/09/2011	Winebow, Inc.
PURPLE FEET WINES	86602595	5080313	11/15/2016	Winebow, Inc.
PURPLE FEET WINES A MEMBER OF THE WINEBOW GROUP	86602610	5080314	11/15/2016	Winebow, Inc.
STACOLE FINE WINES	86602605	4910078	03/01/2016	Winebow, Inc.
STACOLE FINE WINES A MEMBER OF THE WINEBOW GROUP	86979806	5042980	09/13/2016	Winebow, Inc.
STONEWALL	86571597	5052325	10/04/2016	Winebow, Inc.
THE AMERICAN STILL LIFE COLLECTION	85444708	4154015	06/05/2012	Winebow, Inc.
THE AMERICAN STILL LIFE COLLECTION	85444703	4154014	06/05/2012	Winebow, Inc.
THE COUNTRY VINTNER	75525971	2281386	09/28/1999	Winebow, Inc.
THE COUNTRY VINTNER A MEMBER OF THE WINEBOW GROUP	86979808	5028710	08/23/2016	Winebow, Inc.

THE COUNTRY VINTNER A MEMBER OF THE WINEBOW GROUP	86439453	5200350	05/09/2017	Winebow, Inc.
THE HENRY WINE GROUP A MEMBER OF THE WINEBOW GROUP	87381016	5327654	11/07/2017	Winebow, Inc.
THE WINEBOW GROUP	86602631	4989932	06/28/2016	Winebow, Inc.
W	87137013	5341899	11/21/2017	Winebow, Inc.
WINEBOW	88305182	5844306	08/27/2019	Winebow, Inc.
WINEBOW	88006072	5759262	05/21/2019	Winebow, Inc.
WINEBOW A MEMBER OF THE WINEBOW GROUP	86979805	5027293	08/23/2016	Winebow, Inc.
WINEBOW BOSTON A MEMBER OF THE WINEBOW GROUP	86979807	5042981	09/13/2016	Winebow, Inc.
WINEBOW INC.	75102949	2071562	06/17/1997	Winebow, Inc.
WOMEN IN WINE LEADERSHIP SYMPOSIUM	87808818	5584626	10/16/2018	Winebow, Inc.
	87431633	5349871	12/05/2017	Winebow, Inc.

TRADEMARK APPLICATIONS

LITERAL ELEMENT OF MARK	SERIAL NO.	JURISDICTION	APPLICANT
MARS AND VENUS	90557094	United States	The Country Vintner, Inc.
HANDLEBAR WINE	90234862	United States	Winebow, Inc.
LOCAL TAB	90172389	United States	Winebow, Inc.
SHORT PUMP WINE	90234866	United States	Winebow, Inc.
THE GREEN WINE PROJECT	88621034	United States	Winebow, Inc.
WELCOME TO ARGENTINA	90583932	United States	Winebow, Inc.
WELCOME TO BARCELONA	90069044	United States	Winebow, Inc.
WELCOME TO ITALY	90583936	United States	Winebow, Inc.
WELCOME TO LAKE GARDA	90069040	United States	Winebow, Inc.
WELCOME TO MARLBOROUGH	90069018	United States	Winebow, Inc.
WELCOME TO MENDOZA	90069027	United States	Winebow, Inc.
WELCOME TO NEW ZEALAND	90583942	United States	Winebow, Inc.
WELCOME TO SPAIN	90583939	United States	Winebow, Inc.
WELCOME TO VENICE	90069065	United States	Winebow, Inc.

WELCOME TO WINE COMPANY	88713343	United States	Winebow, Inc.	
WINEBOW A MEMBER OF THE WINEBOW GROUP	86439442	United States	Winebow, Inc.	
WINEBOW CHATEAU + ESTATE	87826459	United States	Winebow, Inc.	