

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM683789

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Vino Vault LLC		01/22/2021	Limited Liability Company: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Vino Vault, Inc.		
<b>Street Address:</b>	11001 Winnetka Avenue		
<b>City:</b>	Chatsworth		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	91311		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	6430257	VINO VAULT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	9498520004		
<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>Phone:</b>	9498520000		
<b>Email:</b>	tess@kppb.com		
<b>Correspondent Name:</b>	KPPB LLP		
<b>Address Line 1:</b>	2190 S. Towne Centre Place, STE 300		
<b>Address Line 4:</b>	Anaheim, CALIFORNIA 92806		
<b>NAME OF SUBMITTER:</b>	Christina Ducksworth		
<b>SIGNATURE:</b>	/Christina Ducksworth/		
<b>DATE SIGNED:</b>	10/26/2021		
<b>Total Attachments: 6</b>			
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# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "VINO VAULT, INC." FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF JANUARY, A.D. 2021, AT 12:51 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

4822963 8100F  
SR# 20210195324

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 202347069  
Date: 01-22-21

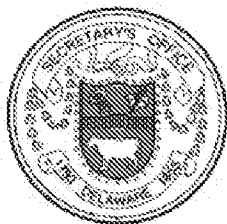
**TRADEMARK**  
**REEL: 007473 FRAME: 0804**

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A CALIFORNIA LIMITED LIABILITY COMPANY UNDER THE NAME OF "VINO VAULT LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "VINO VAULT LLC" TO "VINO VAULT, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF JANUARY, A.D. 2021, AT 12:51 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

4822963 8100F  
SR# 20210195324

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Authentication: 202347069  
Date: 01-22-21

**TRADEMARK**  
**REEL: 007473 FRAME: 0805**

**CERTIFICATE OF CONVERSION TO CORPORATION**

**of**

**Vino Vault LLC, a California limited liability company**

**to**

**Vino Vault, Inc., a Delaware corporation**

This Certificate of Conversion to Corporation, effective upon the Effective Time (as defined below), is being duly executed and filed by Vino Vault LLC, a California limited liability company (the "Other Entity"), to convert the Other Entity to Vino Vault, Inc., a Delaware corporation (the "Corporation"), under Section 265 of the General Corporation Law of the State of Delaware.

1. The Other Entity was first formed on December 22, 2019.
2. The Other Entity is a limited liability company formed under the laws of the State of California.
3. The Other Entity's name immediately prior to the filing of this Certificate of Conversion to Corporation was Vino Vault LLC.
4. The name of the Corporation as set forth in its certificate of incorporation is Vino Vault, Inc.
5. The conversion of the Other Entity to the Corporation shall be effective upon the filing of this Certificate of Conversion to Corporation and a certificate of incorporation with the Secretary of State of the State of Delaware (the "Effective Time").

*[signature page follows]*

IN WITNESS WHEREOF, the undersigned, being duly authorized to execute this Certificate of Conversion to Corporation, has executed this Certificate of Conversion to Corporation as of the Effective Time.

**VINO VAULT LLC**

DocuSigned by:  
*JEFFREY R ANTHONY*

8118B8C2BE02472

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Jeffrey R. Anthony  
Sole Member, Sole Manager and Authorized Person

CERTIFICATE OF INCORPORATION

OF

VINO VAULT, INC.

FIRST: The name of the corporation is:

Vino Vault, Inc.

SECOND: The address of the corporation's registered office in the State of Delaware is 1209 Orange St. in the City of Wilmington, DE 19801, County of New Castle. The name of the corporation's registered agent at such address is National Registered Agents, Inc.

THIRD: The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The corporation is authorized to issue one class of stock, to be designated "Common Stock," with a par value of \$0.0001 per share. The total number of shares of Common Stock that the corporation shall have authority to issue is 30,000,000.

FIFTH: The business and affairs of the corporation shall be managed by or under the direction of the Board of Directors. In addition to the powers and authority expressly conferred upon them by statute or by this Certificate of Incorporation or the Bylaws of the corporation, the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the corporation. Election of directors need not be by written ballot, unless the Bylaws so provide.

SIXTH: The Board of Directors is authorized to make, adopt, amend, alter or repeal the Bylaws of the corporation. The stockholders shall also have power to make, adopt, amend, alter or repeal the Bylaws of the corporation.

SEVENTH: The name and mailing address of the incorporator is:

Jeffrey R. Anthony  
11001 Winnetka Avenue  
Chatsworth, California 91311

EIGHTH: To the fullest extent permitted by the Delaware General Corporation Law, as the same exists or may hereafter be amended, a director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. Any repeal or modification of the foregoing provisions of this Article EIGHTH by the stockholders of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of, or increase the liability of any director of the corporation with respect to any acts or omissions occurring prior to, such repeal or modification.

THE UNDERSIGNED, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of Delaware, does make this certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this January 22, 2021.

DocuSigned by:  
*JEFFREY R ANTHONY*  
8138B4C2BE02472

Jeffrey R. Anthony, Incorporator