

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM761549

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Memorandum and Notice of Security Interest in Intellectual Property		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Patz & Hall PremiumCo LLC		10/01/2021	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of the West, as Agent		
Street Address:	300 South Grand Ave.		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90071		
Entity Type:	Corporation: CALIFORNIA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3453150	PATZ & HALL	
Registration Number:	3119833	PATZ & HALL	
Registration Number:	4951808	THE SONOMA HOUSE AT PATZ & HALL	
CORRESPONDENCE DATA			
Fax Number:	2138918763		
<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>			
Email:	rhonda.deleon@lw.com		
Correspondent Name:	LATHAM & WATKINS LLP		
Address Line 1:	355 SOUTH GRAND AVENUE		
Address Line 4:	LOS ANGELES, CALIFORNIA 90071-1560		
ATTORNEY DOCKET NUMBER:	052406-0001		
NAME OF SUBMITTER:	Rhonda DeLeon		
SIGNATURE:	/Rhonda DeLeon/		
DATE SIGNED:	10/17/2022		
Total Attachments: 9			
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MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY

October 1, 2021

Each of PATZ & HALL PREMIUMCO LLC, a Delaware limited liability company, PREMIUMCO LLC, a Delaware limited liability company, and ERATH PREMIUMCO LLC, a Delaware limited liability company (each a “Debtor” and, collectively, the “Debtors”), each of whose address is 14111 NE 145th Street, Woodinville, WA 98072, hereby acknowledges that, pursuant to the Loan Agreement (as defined below), has granted to BANK OF THE WEST, a California corporation, as Agent (“Secured Party”), whose address is 300 South Grand Avenue, 5th Floor, Los Angeles, California 90071, a security interest in and to all of such Debtor’s right, title and interest in and to: (a) the trademarks and trademark registrations and applications therefor which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by such Debtor (the “Trademarks”), together with the goodwill and assets of the business; (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by such Debtor (the “Patents”); and (c) the copyright registrations which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by such Debtor (the “Copyrights”) to which such Trademarks, Patents, and Copyrights are appurtenant and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Loan and Security Agreement, dated as of October 1, 2021 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Loan Agreement”), among SMWE PREMIUM BUYER LLC, a Delaware limited liability company (the “Borrower Agent”), PREMIUMCO LLC, a Delaware limited liability company, ERATH PREMIUMCO LLC, a Delaware limited liability company, PATZ & HALL PREMIUMCO LLC, a Delaware limited liability company and each other Subsidiary of Borrower Agent party to this Agreement from time to time (together with Borrower Agent, each a “Borrower” and, collectively, the “Borrowers”), SMWE PREMIUM INTERMEDIATE LLC, a Delaware limited liability company (“Holdings”), the financial institutions party to this Agreement from time to time, as lenders (collectively, “Lenders”), and BANK OF THE WEST (“Bank of the West”), as administrative agent and collateral agent for the Lenders (in such capacity, together with its successors and assigns in such capacity, “Agent”), as security for the Obligations (as defined in the Agreement) as set forth in the Loan Agreement and other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Secured Party may have in any other collateral described in the Loan Agreement or otherwise.

The parties hereby agree that this Memorandum and Notice of Security Interest in Intellectual Property and all claims shall be governed by the law of the State of New York, without giving effect to any conflict of law principles except federal laws relating to national banks and Sections 14.15, 14.16 and 14.17 of the Loan Agreement are hereby incorporated by reference. Debtor hereby authorizes the filing of this Memorandum and Notice of Security Interest in

Intellectual Property with the United States Patent and Trademark Office and/or the United States Copyright Office, as applicable.


[Signature Pages Follow]

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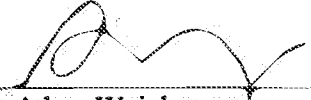
IN WITNESS WHEREOF, the undersigned has duly executed this document as of the date first written above.

DEBTORS:

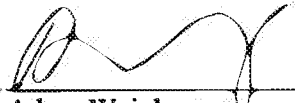
PREMIUMCO LLC

By: 
Name: Adam Weinberger
Title: President and Secretary

ERATH PREMIUMCO LLC

By: 
Name: Adam Weinberger
Title: President and Secretary

PATZ & HALL PREMIUMCO LLC

By: 
Name: Adam Weinberger
Title: President and Secretary

ACCEPTED AND ACKNOWLEDGED BY:

BANK OF THE WEST,
as Agent and Secured Party

By: 

Name: Eric Andersen

Title: Vice President

[Signature Page to Memorandum and Notice of Security Interest in Intellectual Property]

TRADEMARK
REEL: 007869 FRAME: 0571

EXHIBIT A

United States Trademarks

Company	Country	Trademark	Application No.	Registration No.	Filing Date	Registration Date
PREMIUMCO LLC	USA	BENACCETTO	88680893	6241106	11/5/2019	1/5/2021
PREMIUMCO LLC	USA	CANON 13	87433126	5306712	5/2/2017	10/10/2017
ERATH PREMIUMCO LLC	USA	EARTH HEART ERATH	87766410	5550228	1/23/2018	8/28/2018
ERATH PREMIUMCO LLC	USA	ERATH	78912131	3233225	6/20/2006	4/24/2007
ERATH PREMIUMCO LLC	USA	GRAPES FROM THE EARTH, WINES FROM THE HEART ... ERATH	87767862	5672700	1/24/2018	2/12/2019
PREMIUMCO LLC	USA	MOTTO	86380837	4814518	8/29/2014	9/15/2015
PREMIUMCO LLC	USA	MOTTO	86933599	5008247	3/9/2016	7/26/2016
PREMIUMCO LLC	USA	MOTTO ESSENCE	87176821	5454352	9/20/2016	4/24/2018
PREMIUMCO LLC	USA	NORTHSTAR	75023875	2712297	11/27/1995	5/6/2003
PREMIUMCO LLC	USA	NORTHSTAR	86594937	4921841	4/13/2015	3/22/2016
PATZ & HALL PREMIUMCO LLC	USA	PATZ & HALL	77311641	3453150	10/23/2007	6/24/2008
PATZ & HALL PREMIUMCO LLC	USA	PATZ & HALL	78626903	3119833	5/10/2005	7/25/2006
PATZ & HALL PREMIUMCO LLC	USA	THE SONOMA HOUSE AT PATZ & HALL	86156487	4951808	1/2/2014	5/3/2016
PREMIUMCO LLC	USA	VILLA MT. EDEN	73618284	1496980	9/5/1986	7/19/1988

EXHIBIT B

Patents

None.

EXHIBIT C

United States Copyrights

None.