

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM788321

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Winc Inc.		01/23/2023	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	PROJECT CRUSH ACQUISITION CORP LLC		
Street Address:	927 S. Santa Fe Avenue		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90021		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 108			
Property Type	Number	Word Mark	
Registration Number:	4785880	#TBT	
Registration Number:	5563469		
Registration Number:	5373148		
Registration Number:	5051216	ACE IN THE HOLE	
Registration Number:	4684823	AKOYA	
Registration Number:	4828877	ALMA LIBRE	
Registration Number:	4828858	ATAVIST	
Registration Number:	4985275	AU-DELÀ	
Registration Number:	5678251	BASELINE	
Registration Number:	4796870	BIG BEAT	
Registration Number:	3656567	BIOKULT	
Serial Number:	88722219	BOKETTO	
Registration Number:	4689816	BRETHREN OF THE ROAD	
Registration Number:	6186662	BROAD & PATTISON	
Serial Number:	90897917	CASA DE LILA	
Serial Number:	97419234	CHANCHITO	
Registration Number:	4988822	CHANCHITO	
Registration Number:	6074034	CHERRIES & RAINBOWS	
Registration Number:	4988821	CHOMMIE	

CH \$2715.00 4785880

Property Type	Number	Word Mark
Registration Number:	4814766	CHOP SHOP
Registration Number:	4176945	CLUB W
Registration Number:	5083969	COCOMERO
Registration Number:	4868482	COPYCAT
Registration Number:	4762006	COWTOWN
Registration Number:	5591931	DEBTS AND LESSONS
Registration Number:	5073314	DÉCLASSÉ
Registration Number:	4914912	DIME
Registration Number:	5347935	DIVINER
Registration Number:	4864507	ENDGAME
Registration Number:	5196989	FIELD THEORY
Registration Number:	5197280	FINKE'S WIDOW
Registration Number:	4814764	FOG LAND
Registration Number:	5053327	FOLLY OF THE BEAST
Serial Number:	97461706	FORMA DE VIDA
Registration Number:	4994540	FORMA DE VIDA
Serial Number:	88427399	FULL BODY BEAUTY
Registration Number:	4733318	FUNK ZONE
Registration Number:	6640189	GOLDEN CHILD
Serial Number:	97196644	GOOD TWIN
Registration Number:	5142393	HONEY BEAST
Registration Number:	6599173	HOUSE OF LUCK
Registration Number:	4842289	IDEE FIXE
Registration Number:	5004566	IF A TREE FALLS
Registration Number:	5486319	INKARRI
Serial Number:	88306843	KEEP IT CHILL
Registration Number:	5928276	KEEP IT CHILL
Registration Number:	4765964	KIN + COUNTRY
Registration Number:	4864499	LA MULETA
Registration Number:	4753309	L'ATELIER DU SUD
Registration Number:	4864511	LAUGHING OWL
Serial Number:	97329797	LE FERMIER
Registration Number:	6009175	LIGHT & SPACE
Registration Number:	4988823	LIKELIHOOD OF CONFUSION
Serial Number:	90897920	LITTLE SUR
Registration Number:	4988829	LIVE EVERY DAY LIKE IT'S THE WKND.
Registration Number:	5293657	LOVES ME NOT
Registration Number:	6695464	LUCKY LOOK

Property Type	Number	Word Mark
Serial Number:	97118808	MAISON MATRONA
Registration Number:	5417171	MATCHLOCK
Serial Number:	97461726	METAL MADE
Registration Number:	4994538	METAL MADE
Registration Number:	5147707	MÉTHODE EXPÉRIMENTALE
Registration Number:	4814765	NEW NATIVE
Registration Number:	5166174	OBJET D'ART
Serial Number:	90870209	ONE FROM THE QUIVER
Registration Number:	5229671	OUTER SOUNDS
Registration Number:	4762001	PACIFICANA
Registration Number:	5170778	PIZZOLATO FIELDS
Registration Number:	4615152	PORTER AND PLOT
Registration Number:	4934846	PREGAME
Registration Number:	4762003	PRETTY YOUNG THING
Registration Number:	4761999	PRISMUS
Registration Number:	5197235	QTY
Registration Number:	4878573	QUESTO QUELLO
Registration Number:	5064894	RAP
Serial Number:	97240606	REFRACTORY RHYME
Registration Number:	5197040	RESTLESS EARTH
Registration Number:	6840849	ROME OF THE NORTH
Registration Number:	4814797	RUZA
Registration Number:	4746631	SALIENT
Registration Number:	5082288	SCHEDULE-A-SOMM
Serial Number:	90838642	SIN FREE
Registration Number:	4733319	SO THIS HAPPENED...
Registration Number:	3989104	
Registration Number:	4850062	SPARTICO
Serial Number:	90777874	SUMMER WATER
Serial Number:	90978106	SUMMER WATER
Registration Number:	4924228	SUMMER WATER
Registration Number:	5574421	SUMMER WATER SOCIÉTÉ
Registration Number:	4762004	SUPERCLUSTER
Registration Number:	4793611	TARANTAS
Registration Number:	4924159	THE BLUFFER
Registration Number:	4860821	THE BONDSMAN
Registration Number:	4825091	THE INDEPENDENT
Registration Number:	4814763	UN PASO MÁS

Property Type	Number	Word Mark
Registration Number:	4878588	UNDERCARD
Registration Number:	4842377	UPSWELL
Serial Number:	97231326	VIARAE
Registration Number:	4711882	VILLE BASSE
Serial Number:	97029528	W
Registration Number:	6754306	W
Registration Number:	4878587	WILHELMINA
Registration Number:	5086799	WINC
Registration Number:	5143508	WINC
Registration Number:	4957480	WKND
Registration Number:	4737928	WONDERFUL WINE CO
Serial Number:	88722156	WONDERS
Registration Number:	4878574	ZWICKER

CORRESPONDENCE DATA

Fax Number:

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: (303) 473-2870

Email: docket@hollandhart.com, ljheld@hollandhart.com

Correspondent Name: Emily J. Cooper, Holland & Hart LLP

Address Line 1: P.O. Box 8749

Address Line 2: Attn: Trademark Docketing

Address Line 4: Denver, COLORADO 80201-8749

NAME OF SUBMITTER:	Emily J. Cooper
SIGNATURE:	/Emily J. Cooper/
DATE SIGNED:	02/21/2023

Total Attachments: 7

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CONFIRMATORY TRADEMARK ASSIGNMENT

This Confirmatory Trademark Assignment (the “**Assignment**”), effective as of January 23, 2023 (the “**Effective Date**”), is entered into by and between **WINC INC.**, a Delaware corporation (**Assignor**”), and **PROJECT CRUSH ACQUISITION CORP LLC**, a Delaware limited liability company (“**Assignee**”). Assignor and Assignee are referred to in this Assignment each individually as a “**Party**” and collectively as the “**Parties**.”

WHEREAS, Assignor and Assignee entered into that certain Asset Purchase Agreement on December 7, 2022, as amended by that certain Amended and Restated Asset Purchase Agreement on December 21, 2022 and that certain Second Amended and Restated Asset Purchase Agreement on January 17, 2023 (as amended, the “**APA**”), to transfer and contribute, from Assignor and Assignee, the “**Transferred Assets**,” including but not limited to the “**Seller-Owned Intellectual Property**,” “**Inventory**,” and “**Tangible Personal Property**” as such terms are defined in the APA.

WHEREAS, pursuant to Section 3.1 of the APA, Assignee and Assignor desire to execute the assignment set forth herein, to express and confirm that with the APA they intended to transfer, and to the extent permitted by applicable law did transfer, all of the Transferred Assets and the portion of the business relating to the Marks (as defined below), including but not limited to any and all rights, title, and interest in or to the Marks, together with the goodwill associated therewith and symbolized thereby.

NOW, THEREFORE in consideration of the mutual promises set forth in the APA and herein, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties hereby agree as follows:

1. Assignment. Assignor hereby assigns, transfers, and conveys, as of the Effective Date, any and all right, title, and interest in and to the trademarks and corresponding trademark filings identified in **Exhibit A** hereto (the “**Marks**”) including any and all common law rights and goodwill associated therewith, whether in standard character form or with any stylization or design used therewith, as well as any and all rights to sue for past or future infringement. Assignee hereby accepts the foregoing assignment, transfer, and conveyance

2. Relationship to the APA. This Assignment is pursuant to Section 3.1 of the APA and does not amend, modify, or replace any terms of the APA. In the event of any conflict between the terms of the APA and this Assignment, the terms of the APA shall govern.

3. Counterparts. This Assignment may be executed in any number of counterparts, including counterparts executed by facsimile or electronic (e.g., PDF) transmission, each of which shall be an original, but all of which together shall constitute one instrument. Photographic, facsimile, or electronic copies of such signed counterparts may be used in lieu of the originals for any purpose. Electronic signatures have the same effect as ink signatures.

[Signature Page to Follow]

IN WITNESS WHEREOF, the Parties hereto have caused this Assignment to be duly executed.

WINC, INC.

PROJECT CRUSH ACQUISITION CORP LLC

By: Carol Brault

By: _____

Name: Carol Brault
Title: Chief Financial Officer

Name:
Title:

IN WITNESS WHEREOF, the Parties hereto have caused this Assignment to be duly executed.

WINC, INC.

PROJECT CRUSH ACQUISITION CORP LLC

By: _____

By: KRISHNA SHIVDASAN

Name:
Title:

Name: Krishna Shivdasani
Title: Chief Executive Officer

Exhibit A

Trademark	Country	Application No.	Registration No.
#TBT	United States	86498440	4785880
1 Droplet Design	United States	87313268	5563469
3x3 droplets design	United States	87313258	5373148
ACE IN THE HOLE	United States	86777932	5051216
AKOYA	United States	86340844	4684823
ALMA LIBRE	United States	86476133	4828877
ATAVIST	United States	86472347	4828858
AU-DELA	United States	86707303	4985275
BASELINE	United States	87899622	5678251
BIG BEAT	United States	86436693	4796870
BIOKULT	United States	77446858	3656567
BOKETTO	United States	88722219	
Brethren of the Road	United States	86152127	4689816
BROAD & PATTISON	United States	88759110	6186662
CASA DE LILA	United States	90897917	
CHANCHITO	United States	97419234	
CHANCHITO	United States	86880474	4988822
CHERRIES & RAINBOWS	United States	88677239	6074034
CHOMMIE	United States	86880466	4988821
CHOP SHOP	United States	86452459	4814766
CLUB W	United States	85349102	4176945
COCOMERO	United States	86880442	5083969
COPYCAT	United States	86591379	4868482
COWTOWN	United States	86416060	4762006
DEBTS AND LESSONS	United States	87788601	5591931
DÉCLASSÉ	United States	86972566	5073314
DIME	United States	86463783	4914912
DIVINER	United States	87446423	5347935
ENDGAME	United States	86506170	4864507
FIELD THEORY	United States	86955273	5196989
FINKE'S WIDOW	United States	87077891	5197280
FOG LAND	United States	86452444	4814764

Trademark	Country	Application No.	Registration No.
FOLLY OF THE BEAST	United States	86880483	5053327
FORMA DE VIDA	United States	97461706	
FORMA DE VIDA	United States	86613857	4994540
FULL BODY BEAUTY	United States	88427399	
FUNK ZONE	United States	86357077	4733318
GOLDEN CHILD	United States	88955776	6640189
GOOD TWIN	United States	97196644	
HONEY BEAST	United States	86613826	5142393
HOUSE OF LUCK	United States	90348395	6599173
IDEE FIXE	United States	86338825	4842289
IF A TREE FALLS	United States	86616018	5004566
INKARRI	United States	87668926	5486319
KEEP IT CHILL	United States	88306843	
KEEP IT CHILL	United States	88163820	5928276
KIN + COUNTRY	United States	86368462	4765964
LA MULETA	United States	86501354	4864499
L'ATELIER DU SUD	United States	86341491	4753309
LAUGHING OWL	United States	86508952	4864511
LE FERMIER	United States	97329797	
LIGHT & SPACE	United States	88271526	6009175
LIKELIHOOD OF CONFUSION	United States	86880489	4988823
LITTLE SUR	United States	90897920	
LIVE EVERY DAY LIKE IT'S THE WKND.	United States	86888088	4988829
LOVES ME NOT	United States	86359949	5293657
LUCKY LOOK	United States	90348394	6695464
MAISON MATRONA	United States	97118808	
MATCHLOCK	United States	87554736	5417171
METAL MADE	United States	97461726	
METAL MADE	United States	86613786	4994538
MÉTHODE EXPÉRIMENTALE	United States	86813424	5147707
NEW NATIVE	United States	86452450	4814765
OBJET D'ART	United States	87139787	5166174

Trademark	Country	Application No.	Registration No.
ONE FROM THE QUIVER	United States	90870209	
OUTER SOUNDS	United States	87191281	5229671
PACIFICANA	United States	86407349	4762001
PIZZOLATO FIELDS	United States	87143992	5170778
Porter and Plot	United States	86109443	4615152
PREGAME	United States	86340852	4934846
PRETTY YOUNG THING	United States	86409036	4762003
PRISMUS	United States	86406390	4761999
QTY	United States	87056805	5197235
QUESTO QUELLO	United States	86493614	4878573
RAP	United States	86498895	5064894
REFRACTORY RHYME	United States	97240606	
RESTLESS EARTH	United States	86972572	5197040
ROME OF THE NORTH	United States	90738404	6840849
RUZA	United States	86460598	4814797
SALIENT	United States	86340846	4746631
SCHEDULE-A-SOMM	United States	87022182	5082288
SIN FREE	United States	90838642	
SO THIS HAPPENED...	United States	86357085	4733319
SOFOS (in Greek characters)	United States	85164454	3989104
SPARTICO	United States	86564179	4850062
SUMMER WATER	United States	90777874	
SUMMER WATER	United States	90978106	
SUMMER WATER	United States	86567030	4924228
SUMMER WATER SOCIÉTÉ	United States	87786052	5574421
SUPERCLUSTER	United States	86409040	4762004
TARANTAS & Design	United States	86457246	4793611
THE BLUFFER	United States	86530677	4924159
THE BONDSMAN	United States	86406394	4860821
THE INDEPENDENT	United States	86359962	4825091
UN PASO MÁS	United States	86452434	4814763
UNDERCARD	United States	86498870	4878588
UPSWELL	United States	86360710	4842377

Trademark	Country	Application No.	Registration No.
VIARAE	United States	97231326	
VILLE BASSE	United States	86359936	4711882
W (Stylized)	United States	97029528	
W (Stylized)	United States	97029717	6754306
WILHELMINA	United States	86498857	4878587
WINC	United States	87079265	5086799
WINC	United States	87078911	5143508
WKND	United States	86737779	4957480
WONDERFUL WINE CO	United States	86320375	4737928
WONDERS	United States	88722156	
ZWICKER	United States	86493625	4878574
SUMMER WATER	Canada	1941925	TMA1128051
SUMMER WATER	International Registration with designations in Australia, China, European Union, Japan, Mexico, Monaco, New Zealand, South Korea, Switzerland, United Kingdom, Vietnam, Thailand	1451739	1451739
SUMMER WATER	International Registration with designations in Australia, Canada, China, European Union, Japan, Mexico, Monaco, New Zealand, South Korea, Switzerland, United Kingdom, Vietnam, Thailand	1640992	1640992
SUMMER WATER	United Kingdom	UK00801451739	UK00801451739