

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Spirit Imports, Inc.		06/29/2012	CORPORATION: FLORIDA
RECEIVING PARTY DATA			
Name:	Spirit Assets LLC		
Street Address:	10210 NW 50th Street		
City:	Sunrise		
State/Country:	FLORIDA		
Postal Code:	33351		
Entity Type:	LIMITED LIABILITY COMPANY: FLORIDA		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	3545841	THE SCOTCH MALT WHISKY SOCIETY ESTD THE VAULTS LEITH SCOTLAND	
Registration Number:	3740393	THE SCOTCH · MALT WHISKY SOCIETY · THE VAULTS LEITH SCOTLAND	
Registration Number:	3740392	THE SCOTCH MALT WHISKY SOCIETY	
Registration Number:	3545832	THE SCOTCH MALT WHISKY SOCIETY THE VAULTS LEITH SCOTLAND	
Registration Number:	3545825	THE SCOTCH MALT WHISKY SOCIETY	
Registration Number:	2663037	THE SCOTCH MALT WHISKY SOCIETY THE VAULTS LEITH SCOTLAND	
Serial Number:	85586425	THE SOCIETY	
CORRESPONDENCE DATA			
Fax Number:	9547041588		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	954-704-1599		

OP \$190.00 3545841

Email: trademarks@mayback.com
Correspondent Name: Catherine F. Hoffman, Esq.
Address Line 1: Mayback & Hoffman, P.A.
Address Line 2: 5722 So. Flamingo Road, #232
Address Line 4: Fort Lauderdale, FLORIDA 33330

ATTORNEY DOCKET NUMBER:	SPIRIT IMPORTS/TMS
NAME OF SUBMITTER:	C Goe Paralegal for C. Hoffman Esq.
Signature:	/c goe/
Date:	07/16/2012

Total Attachments: 6

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TRADEMARK TRANSFER AND ASSIGNMENT AGREEMENT

This Trademark Transfer and Assignment Agreement ("**Agreement**") is entered into as of June 29, 2012, by and between Spirit Imports, Inc. ("**Transferor**"), a Florida corporation, and Spirit Assets LLC, a Florida limited liability company ("**Transferee**") (collectively, the "**Parties**" and individually, a "**Party**").

RECITALS

- A. Transferor is the owner in the United States of the trademarks (the "**Marks**") set forth in Schedule A.
- B. Transferor also has or may have interests in (a) trade names, trademarks, service marks, logos, and other commercial symbols relating to the Marks, including distinctive elements or items, or distinctive combination of elements or items, used as part of services or products related to the Marks and (b) knowledge, information, expertise, trade secrets, methods, procedures, techniques, directives, systems, specifications standards, designs, trade dress, advertising, copyrights, copyrighted materials, software, copyrightable works, methods of Internet usage, marketing programs, research and development, and goodwill of the business, that are symbolized and associated with the Marks or related products or services. The foregoing interests are collectively referred to as the "**Associated Intellectual Property**." The Associated Intellectual Property does not include any rights to trademarks used outside of the United States and its possessions.
- C. Transferor desires to sell, assign and transfer to Transferee, and Transferee desires to acquire all of the right, title and interest from Transferor, the Marks and the Associated Intellectual Property.

AGREEMENT

For good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. Transfer. Transferor hereby transfers and assigns to Transferee all of Transferor's rights, title and interests in, to and under the Marks and the Associated Intellectual Property, including the right to sue and recover for any past infringement thereof, and Transferee hereby accepts such transfer and assignment.
2. Miscellaneous. This Agreement is governed by Florida law. The headings of the paragraphs of this Agreement are inserted for convenience of reference only and in no way restrict or otherwise modify any of the terms or provisions of this Agreement. The use of the words "include," "includes," and "including" followed by one or more examples is intended to be illustrative and does not limit the scope of the description or term for which the examples are provided. This Agreement is the Parties' entire

agreement respecting its subject matter. This Agreement supersedes all prior agreements, written and oral, concerning the matters addressed. This Agreement is binding on the Parties' successors and assigns. This Agreement may be executed in counterparts, each of which is deemed an original but all of which collectively constitute one instrument. If a Party delivers its signature by electronic means (including fax or email/pdf), then such signature and delivery are effective to bind the Party to this Agreement, and the Party shall promptly thereafter deliver to the other Party an executed, signed original of this Agreement.

SIGNED:

TRANSFEROR:

Spirit Imports, Inc.

By: 

Name: ALAN SPAYNE

Title: PRESIDENT

TRANSFeree:

Spirit Assets LLC

By: 

Name: ALAN SPAYNE

Title: MANAGING PARTNER

Schedule A:

Word Mark THE SCOTCH MALT WHISKY SOCIETY THE VAULTS · LEITH · SCOTLAND

Goods and Services IC 033. US 047 049. G & S: scotch whiskey. FIRST USE: 19831001. FIRST USE IN COMMERCE: 19930500

Registration Number 3545841

Registration Date December 16, 2008

Owner (REGISTRANT) Spirit Imports, Inc. CORPORATION FLORIDA 10210 N. W. 50th Street, Sunrise, FLORIDA 33351

Disclaimer NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "SCOTCH MALT WHISKY" AND "LEITH SCOTLAND" APART FROM THE MARK AS SHOWN

Type of Mark TRADEMARK

Register PRINCIPAL

Word Mark THE SCOTCH MALT WHISKY SOCIETY THE VAULTS · LEITH · SCOTLAND

Goods and Services IC 039. US 100 105. G & S: Whisky club services featuring periodic shipments of whisky to members. FIRST USE: 19941201. FIRST USE IN COMMERCE: 19941201

IC 043. US 100 101. G & S: Restaurant and bar services; private club services, namely, restaurant services; restaurants; bars services; members-only club services, namely, bar and restaurant services. FIRST USE: 19941201. FIRST USE IN COMMERCE: 19941201

Registration Number 3740393

Registration Date January 19, 2010

Owner (REGISTRANT) Spirit Imports, Inc. CORPORATION FLORIDA 10210 N. W. 50th Street, Sunrise, FLORIDA 33351

Disclaimer NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "SCOTCH MALT WHISKY" "LEITH SCOTLAND" APART FROM THE MARK AS SHOWN

Type of Mark SERVICE MARK

Register PRINCIPAL

Word Mark THE SCOTCH MALT WHISKY SOCIETY

Goods and Services IC 039. US 100 105. G & S: Whisky club services featuring periodic shipments of whisky to members. FIRST USE: 19941201. FIRST USE IN COMMERCE: 19941201

IC 043. US 100 101. G & S: Restaurant and bar services; private club services, namely, restaurant services; restaurants; bars services; members-only club services, namely, bar and restaurant services. FIRST USE: 19941201. FIRST USE IN COMMERCE: 19941201

Registration Number 3740392

Registration Date January 19, 2010

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Owner (REGISTRANT) Spirit Imports, Inc. CORPORATION FLORIDA 10210 N. W. 50th Street, Sunrise, FLORIDA 33351

Type of Mark SERVICE MARK

Register PRINCIPAL

Word Mark THE SCOTCH MALT WHISKY SOCIETY THE VAULTS LEITH SCOTLAND

Goods and Services IC 033. US 047 049. G & S: scotch whiskey. FIRST USE: 19831001. FIRST USE IN COMMERCE: 19930630

Registration Number 3545832

Registration Date December 16, 2008

Owner (REGISTRANT) Spirit Imports, Inc. CORPORATION FLORIDA 10210 N. W. 50th Street, Sunrise, FLORIDA 33351

Disclaimer NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "SCOTCH MALT WHISKY" AND "LEITH SCOTLAND" APART FROM THE MARK AS SHOWN

Type of Mark TRADEMARK

Register PRINCIPAL

Word Mark THE SCOTCH MALT WHISKY SOCIETY

Goods and Services IC 033. US 047 049. G & S: scotch whiskey. FIRST USE: 19831001. FIRST USE IN COMMERCE: 19930630

Registration Number 3545825

Registration Date December 16, 2008

Owner (REGISTRANT) Spirit Imports, Inc. CORPORATION FLORIDA 10210 N. W. 50th Street, Sunrise FLORIDA 33351

Disclaimer NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "SCOTCH MALT WHISKY" APART FROM THE MARK AS SHOWN

Type of Mark TRADEMARK

Register PRINCIPAL

Word Mark THE SCOTCH MALT WHISKY SOCIETY THE VAULTS LEITH SCOTLAND

Goods and Services IC 033. US 047 049. G & S: SCOTCH WHISKY. FIRST USE: 19831001. FIRST USE IN COMMERCE: 19930630

Registration Number 2663037

Registration Date December 17, 2002

Owner (REGISTRANT) Spirit Imports, Inc. CORPORATION FLORIDA 10210 N. W. 50th Street, Sunrise FLORIDA 33351

Disclaimer NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "THE SCOTCH MALT WHISKY SOCIETY" and "LEITH SCOTLAND" APART FROM THE MARK AS SHOWN

Type of Mark TRADEMARK

Register PRINCIPAL

Word Mark THE SOCIETY

Goods and Services IC 033. US 047 049. G & S: SCOTCH WHISKY

Registration Number Currently pending

Owner Spirit Imports, Inc.

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