

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM327482

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>SEQUENCE:</b>	1		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
DOMAINE M.B., LLC		12/23/2014	LIMITED LIABILITY COMPANY: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BANK OF THE WEST, as Agent		
<b>Street Address:</b>	300 South Grand Avenue		
<b>City:</b>	Los Angeles		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90071		
<b>Entity Type:</b>	CORPORATION: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86413611	CIRQ. EST. 2009	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2136305788		
<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>	213-891-5935		
<b>Email:</b>	hpanneck@buchalter.com		
<b>Correspondent Name:</b>	Helen Panneck c/o Buchalter Nemer		
<b>Address Line 1:</b>	1000 Wilshire Blvd., Ste.1500		
<b>Address Line 4:</b>	Los Angeles, CALIFORNIA 90017		
<b>ATTORNEY DOCKET NUMBER:</b>	U5087-0021		
<b>NAME OF SUBMITTER:</b>	Helen Panneck		
<b>SIGNATURE:</b>	/Helen Panneck/		
<b>DATE SIGNED:</b>	12/29/2014		
<b>Total Attachments: 5</b>			
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source=First Lien Facility Memo and Notice of Security Interest in IP (Domaine)#page2.tif			
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TRADEMARK



**MEMORANDUM AND NOTICE OF SECURITY INTEREST  
IN INTELLECTUAL PROPERTY**

December 23, 2014


DOMAINE M.B., LLC, a California limited liability company ("Debtor"), whose address is 6780 Depot Street, Suite 200, Sebastopol, California 95472, hereby acknowledge that, pursuant to the Agreement (defined below), they have granted to BANK OF THE WEST, a California corporation, as agent ("Secured Party"), whose address is 300 South Grand Avenue, Los Angeles, California 90071, a security interest in and to all of the 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 the 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 the Debtor (the "Patents"); and (c) the copyright registrations which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by the 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 First Lien Loan and Security Agreement dated as of December 23, 2014 (the "Agreement"), entered into among, on the one hand, Debtor, KB Wines Corporation, a Delaware corporation and KB Wines, LLC, a California limited liability company, and, on the other hand, the financial institutions party thereto and Secured Party, as security for the obligations as set forth in the 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 Agreement or otherwise.

\* \* \* \* \*

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

**DOMAINE M.B., LLC,**  
a California limited liability company


By:   
Name: Adam Suttin  
Title: Vice President

First Lien Memorandum and Notice of Security Interest  
in Intellectual Property

**TRADEMARK**  
**REEL: 005431 FRAME: 0524**

# EXHIBIT A

## Trademarks

Owner	Trademark Title	Serial No./ Registration. No.	File Date/ Date Registered
Domaine M.B., LLC	CIRQ. EST. 2009 and Design 	86-413611	10/02/2014 (Pending)

**EXHIBIT B**

**Patents**

**Patent Description**

**Registration No./  
Application No.**

**Issue Date/  
File Date**

NONE

**EXHIBIT C**

**Copyrights**

**Title**

**Registration No.**

**Registration Date**

NONE