

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM391782

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Spirit Imports, Inc.		06/30/2016	Corporation:
Spirit Assets LLC		06/30/2016	Limited Liability Company:
SMWSA, Inc. dba Scotch Malt Whisky Society of Amreica Ltd.		06/30/2016	Limited Company:
RECEIVING PARTY DATA			
Name:	The Scotch Malt Whisky Society Ltd.		
Street Address:	The Vaults, 87 Giles Street		
City:	Edinburgh		
State/Country:	SCOTLAND		
Postal Code:	EH6 6BZ		
Entity Type:	Limited Company: UNITED KINGDOM		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	4947522	SMWS	
Registration Number:	4355147	SOCIETY	
Registration Number:	3740392	THE SCOTCH MALT WHISKY SOCIETY	
Registration Number:	3545841	THE SCOTCH MALT WHISKY SOCIETY ESTD THE	
Registration Number:	3545832	THE SCOTCH MALT WHISKY SOCIETY THE VAULT	
Registration Number:	3545825	THE SCOTCH MALT WHISKY SOCIETY	
Registration Number:	3740393	THE SCOTCH · MALT WHISKY SOCIETY · THE V	
Registration Number:	2663037	THE SCOTCH MALT WHISKY SOCIETY THE VAULT	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Phone:	2125458022		
Email:	trademarks@beharlawfirm.com		
Correspondent Name:	Allan Rooney		
Address Line 1:	800 Third Avenue		

OP \$215.00 4947522

Address Line 4:	New York, NEW YORK 10022
NAME OF SUBMITTER:	Brad M. Behar
SIGNATURE:	/Brad M. Behar/
DATE SIGNED:	07/18/2016
Total Attachments: 3 source=Assignment - signed#page1.tif source=Assignment - signed#page2.tif source=Assignment - signed#page3.tif	

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS (this "Assignment of Trademarks") is made as of June ~~30~~ 2016, by Spirit Imports, Inc., Spirit Assets LLC and SMWSA, Inc., dba Scotch Malt Whisky Society of America Ltd. (collectively "Assignor"), to The Scotch Malt Whisky Society Ltd. ("Assignee").

WHEREAS, Assignee and each Assignor have entered into an Asset Purchase and Sale Agreement (the "Purchase Agreement") dated as of the date hereof, pursuant to which, Assignee is to acquire certain Intellectual Property Rights (as defined therein) owned and used by Assignor.


WHEREAS, pursuant to the Purchase Agreement, Assignor has agreed to execute such instruments as the Assignee may reasonably request in order more effectively to assign, sell, transfer, and convey the Intellectual Property Rights to Assignee.

WHEREAS, in accordance with the terms and conditions of the Purchase Agreement, Assignor desires to transfer and assign to Assignee, and Assignee desires to accept the transfer and assignment of all of Assignor's worldwide rights, title and interest in, to and under the registered and unregistered domestic and foreign trademarks, and trademark applications included in the Intellectual Property Rights, including without limitation, the trademarks, applications and registrations listed on Schedule A annexed hereto and incorporated herein by reference (all of the foregoing being collectively referred to herein as the "Assigned Trademarks").

NOW, THEREFORE, Assignor, for and in exchange for the payment set forth in the Purchase Agreement, the receipt of which is hereby acknowledged, does hereby transfer and assign to Assignee, and Assignee hereby accepts the transfer and assignment of all of Assignor's worldwide right, title and interest in, to and under the Assigned Trademarks, together with the goodwill of the business associated therewith and which is symbolized thereby, all rights to sue for infringement of any of the Assigned Trademarks, whether arising prior to or subsequent to the date of this Assignment, and any and all renewals and extensions thereof that may hereafter be secured under the laws now or hereafter in effect in the United States, Canada and in any other jurisdiction, the same to be held and enjoyed by Assignee, its successors and assigns from and after the date hereof as fully and entirely as the same would have been held and enjoyed by Assignor had this Assignment of Trademarks not been made.

IN WITNESS WHEREOF, Assignor has caused its duly authorized officer to execute this Assignment of Trademarks as of the date first above written.


SPIRIT IMPORTS, INC.

By: 
Name: Alan Shayne

SPIRIT ASSETS LLC

By: 
Name: Gabrielle Shayne

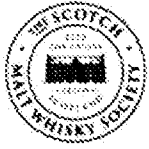


SMWSA, INC., dba Scotch Malt Whisky Society of America Ltd.

By: 
Name: Madeleine Shayne



[Signature Page to Assignment of Trademarks]

Schedule A

US Trademark Registrations

	Serial No.	Reg. Number	Word Mark	Design Portion of Mark	App. Date	Reg. Date
1	86521811	4947522	SMWS	N/A	1/2/2015	4/26/2016
2	85586425	4355147	SOCIETY	N/A	9/2/2012	6/18/2013
3	77201590	3740392	THE SCOTCH MALT WHISKY SOCIETY	N/A	6/8/2007	1/19/2010
4	77199917	3545841	THE SCOTCH MALT WHISKY SOCIETY ESTD THE VAULTS LEITH SCOTLAND		6/7/2007	12/16/2008
5	77195043	3545832	THE SCOTCH MALT WHISKY SOCIETY THE VAULTS LEITH SCOTLAND		5/31/2007	12/16/2008
6	77191027	3545829	THE SCOTCH MALT WHISKY SOCIETY	N/A	9/25/2007	12/16/2008
7	77201615	3740393	THE SCOTCH MALT WHISKY SOCIETY THE VAULTS LEITH SCOTLAND		6/8/2007	1/19/2010
8	76378237	2683037	THE SCOTCH MALT WHISKY SOCIETY THE VAULTS LEITH SCOTLAND	N/A	3/4/2002	12/17/2002

Canadian Trademark Applications/Registrations

	Serial Number	Reg. Number	Word Mark	Design Portion of Mark	App. Date	Reg. Date
1	1476592	TMA791541	THE SCOTCH MALT WHISKY SOCIETY THE VAULTS LEITH SCOTLAND		4/13/2010	2/24/2011
2	1476593	TMA791144	THE SCOTCH MALT WHISKY SOCIETY	N/A	4/12/2010	2/18/2011
3	777672	TMA456868	THE SCOTCH MALT WHISKY SOCIETY THE VAULTS LEITH SCOTLAND		3/13/1995	4/26/1996

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