

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM351461

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Sidney Frank Importing Company, Inc.		07/27/2015	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	Eagle Seller's Rep LLC		
Street Address:	194 East Shore Road		
City:	Huntington Bay		
State/Country:	NEW YORK		
Postal Code:	11743		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 20			
Property Type	Number	Word Mark	
Registration Number:	3990795	AMERICAN HARVEST	
Registration Number:	4066829	AMERICAN HARVEST	
Registration Number:	4617902	COCOYAC	
Registration Number:	3120730	HENRI SAVARD	
Registration Number:	2536674	JACQUES CARDIN	
Registration Number:	3242924	JC	
Registration Number:	3142729	JC	
Registration Number:	3143468	JC JACQUES CARDIN COGNAC	
Registration Number:	3086678	MICHAEL COLLINS	
Registration Number:	4126517	ONE NATION. ONE SPIRIT.	
Serial Number:	85581213	DALIA DE AGAVO	
Serial Number:	85553931	JUST TEQUILA	
Serial Number:	85549952	KING JAMES	
Serial Number:	85353887	KURO OBI	
Serial Number:	85553945	MY TEQUILA	
Serial Number:	85733110	SAIKO SAKE BOMB	
Serial Number:	85566592	SALEM SIN	
Serial Number:	86128187	SHO	
Serial Number:	85553970	SIMPLY TEQUILA	
TRADEMARK			

OP \$515.00 3990795

Property Type	Number	Word Mark
Serial Number:	85564058	SPANISH FLY

CORRESPONDENCE DATA

Fax Number: 7147558290

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: 714-540-1235

Email: ipdocket@lw.com

Correspondent Name: Latham & Watkins LLP

Address Line 1: 650 Town Center Drive, Suite 2000

Address Line 4: Costa Mesa, CALIFORNIA 92626

ATTORNEY DOCKET NUMBER: 054672-0001

NAME OF SUBMITTER: Anna T Kwan

SIGNATURE: /atk/

DATE SIGNED: 08/14/2015

Total Attachments: 8

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TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT (this “Trademark Assignment”) is made by SIDNEY FRANK IMPORTING COMPANY, INC., a New York corporation (“Assignor”) to EAGLE SELLERS’ REP LLC, a Delaware limited liability company (“Assignee”).

WHEREAS, Mast-Jaegermeister (USA), Inc. (f/k/a Mast-Jaegermeister Services (USA), Inc.) (“Buyer”), the holders of 100% of the issued and outstanding shares of Assignor and the holders of 100% of the issued and outstanding shares of Tap Machine Inc., a New York corporation (the “Sellers”), Assignee, and solely for the limited purposes set forth therein, Mast-Jägermeister SE, a privately held European Company (*Societas Europaea, SE*) are parties to a certain Purchase and Sale Agreement, dated as of June 19, 2015 (the “Purchase Agreement”), pursuant to which the Sellers agreed to sell, and Buyer agreed to acquire 100% of the issued and outstanding shares of Assignor and Tap Machine Inc.;

WHEREAS, Assignor is engaged in the business of importing, distributing and marketing the Product (as defined in the Purchase Agreement) (the “Product Business”), and is also engaged in certain business activities unrelated to the Product (the “Non-Product Business,” together with the Product Business, the “Business”);

WHEREAS, in connection with the Business, Assignor has adopted and used or has otherwise owned or has the bona-fide intent to use the trademarks and/or service marks set forth in Exhibit A, attached hereto and made a part hereof, said trademarks, including all registrations and applications for registration thereof, all common law rights with respect thereto, and all rights to sue and recover for past, present and future infringement, dilution or other violation thereof, being collectively referred to herein as the “Assigned Trademarks”;

WHEREAS, pursuant to the Purchase Agreement, Buyer has agreed to cause Assignor to convey, transfer and deliver to Assignee all the assets related to the Non-Product Business, including, without limitation, the Assigned Trademarks, and Assignee has agreed to assume all the liabilities related to the Non-Product Business;

WHEREAS, Assignee wishes to acquire, and Assignor wishes to transfer all of the right, title and interest in and to the Assigned Trademarks; and

WHEREAS, Assignee and Assignor are desirous of executing a document suitable for recordation with the United States Patent and Trademark Office.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign, convey, deliver and transfer to Assignee all of Assignor’s right, title and interest in and to the Assigned Trademarks throughout the world, including, but not limited to, all benefits, privileges, causes of action, and remedies, including, without limitation, the exclusive rights to (a) apply for and maintain all registrations, renewals and/or extensions thereof, (b) bring actions for past, present and future infringement, dilution, or other violation thereof, (c) grant licenses or other interests therein, and (d) receive all proceeds, including license fees, royalties, income, payments, claims, damages, and proceeds of suit now or hereafter due and/or payable with respect thereto. The foregoing

includes, and Assignor hereby assigns, sells and transfers to Assignee, the goodwill connected with the use of and symbolized by the Assigned Trademarks.

IN WITNESS WHEREOF, Assignor has caused this Trademark Assignment to be executed by its duly authorized representative.

ASSIGNOR: SIDNEY FRANK IMPORTING COMPANY, INC.

By: Stuart Moselman
Name: Stuart Moselman
Title: Chief Operating Officer
Date: 7/27/15




STATE OF New York)
COUNTY OF Westchester) ss.:

On this 27 day of July, 2015, before me personally appeared Stuart Moselman, known to me, who being duly sworn, did depose and say that that the foregoing Trademark Assignment was made for the purposes and considerations so stated, and that he was authorized to act on behalf of Sidney Frank Importing Company, Inc. in entering into such Trademark Assignment.

Jean Kenna Heins
Notary Public:
My commission expires:

**Jean Kenna Heins
Notary Public, State of New York
No. 01KE483867
Qualified in Westchester County
Commission Expires. 7/5/18**

ACKNOWLEDGED BY:
ASSIGNEE: EAGLE SELLERS' REP LLC

By: 
Name: Robert Friemann
Title: President
Date: 7/27/15

[Acknowledgment of Trademark Assignment]

TRADEMARK
REEL: 005599 FRAME: 0744

**Exhibit A
Assigned Trademarks**

Country	Title	Appln No.	Appln Date	Reg. No.	Reg. Date	Goods /Services
Argentina	JC JACQUES CARDIN COGNAC	2570446	08-Feb-2005			33 - Cognac
Bahamas	JC JACQUES CARDIN COGNAC	27688	23-Feb-2005			33 - Rum
Barbados	JC JACQUES CARDIN COGNAC		07-Feb-2005	81/20347	17-May-2006	33 - Cognac
Bermuda	JC JACQUES CARDIN COGNAC	41778	11-Feb-2005	41778	11-Feb-2005	33 - Cognac
Bolivia	JC JACQUES CARDIN COGNAC	SM-0413	04-Feb-2005	106383-C	20-Nov-2006	33 - Cognac
Brazil	JC JACQUES CARDIN COGNAC	827160364	10-Feb-2005	827160364	06-May-2008	33 - Cognac
Canada	AMERICAN HARVEST	1483591	03-Jun-2010			33 - Vodka
Canada	JACQUES CARDIN	1138381	29-Apr-2002	630962	25-Jan-2005	33 - French Brandy
Canada	MICHAEL COLLINS Label Design	1503935	16-Nov-2010			33 - Irish whiskey
Canada	ONE NATION. ONE SPIRIT.	1535404	12-Jul-2011			33 - Distilled spirits
Chile	JC JACQUES CARDIN	691880	07-Feb-2005	750017	08- Feb-2006	33 - Cognac
China	JC JACQUES CARDIN COGNAC	882890	09-Sep-2005	882890	09-Sep-2005	33 - Cognac
China	MICHAEL COLLINS	864550	25-May-2005	864550	25-May-2005	33 - Rum
Colombia	JC JACQUES CARDIN COGNAC	5009941	04-Feb-2005	305801	22-Sep-2005	33 - Cognac
Cos ta Rica	JC JACQUES CARDIN COGNAC	2005841	04-Feb-2005	157401	20-Mar-2006	33 - Cognac
Dominican Republic	JC JACQUES CARDIN COGNAC	2005-11445	23-Feb-2005	147899	30-May-2005	33 - Cognac
Ecuador	JC JACQUES CARDIN COGNAC	156867	04- May-2005	425-06	21- Dec-2005	33 - Cognac
El Salvador	JC JACQUES CARDIN COGNAC	20050060575	04-Feb-2005	236 Book 48	07- Oct-2005	33 - Cognac
European Community	AMERICAN HARVEST	9153925	04-Jun-2010	9153925	19-Oct-2010	33 - Vodka
European Community	JACQUES CARDIN	2928026	08-Nov-2002	2928026	08- Nov-2002	33 - Brandy
European Community	JC COGNAC	4334587	11-Mar-2005	4334587	10-Jan-2007	33 -Brandy
European Community	JC JACQUES CARDIN COGNAC	882890	09-Sep-2005	882890	09-Sep-2005	33 - Cognac
European	MICHAEL COLLINS	864550	25-May-2005	864550	25-May-	33 - Rum

Country	Title	Appln No.	Appln Date	Reg. No.	Reg. Date	Goods /Services
Community					2005	
European Community	ONE NATION. ONE SPIRIT.	10116168	12-Jul-2011	10116168	24- Nov-2011	33 – Distilled spirits
Haiti	JC JACQUES CARDIN COGNAC		14-Feb-2005	321 Reg 147	22-Aug-2005	33 - Cognac
Hong Kong	JC JACQUES CARDIN COGNAC	300367434	04-Feb-2005	300367434	04- Feb-2005	33 - Cognac
Ireland	THE BIG FELLOW	2006/02545	15-Nov-2006	235373	12-Jun-2007	33 - Irish whiskey
Jamaica	JC JACQUES CARDIN COGNAC	46376	07-Feb-2005	46376	07-Feb-2005	33 - Cognac
Japan	JC JACQUES CARDIN COGNAC	882890	09-Sep-2005	882890	09- Sep-2005	33 - Cognac
Japan	MICHAEL COLLINS	864550	25- May-2005	864550	25- May-2005	33 - Rum
Macau	JC JACQUES CARDIN COGNAC	N/035660	25-Apr-2008	N/035660	30-Sep-2008	33 - Cognac
Madrid Protocol (TM)	JC JACQUES CARDIN COGNAC	882890	09-Sep-2005	882890	09- Sep-2005	33 - Cognac
Madrid Protocol (TM)	MICHAEL COLLINS	864550	25- May-2005	864550	25- May-2005	33 - Rum
Mexico	AMERICAN HARVEST	1095238	08-Jun-2010	1174001	17-Aug-2010	33 - Vodka
Mexico	JC JACQUES CARDIN	933625	14-May-2008	1044151	14-May-2008	
Mexico	ONE NATION. ONE SPIRIT.	1193582	12-Jul-2011	1257651	12-Dec-2011	33 –Distilled spirits
New Zealand	KIA KAHA	739792	02-Dec-2005	739792	09-Aug-2005	33 - Wine
Nicaragua	JC JACQUES CARDIN COGNAC	2005-00429	10-Feb-2005	83601	13-Oct-2005	33 - Cognac
Panama	JC JACQUES CARDIN COGNAC	140643-01	10-Feb-2005	140643	10- Feb-2005	33 - Cognac
Peru	JC JACQUES CARDIN COGNAC	232199	07-Feb-2005	106519	17-Jun-2005	33 - Cognac
Republic of Korea	JC JACQUES CARDIN COGNAC	882890	09-Sep-2005	882890	09- Sep-2005	33 - Cognac
Republic of Korea	MICHAEL COLLINS	864550	25-May-2005	864550	25-May-2005	33 - Rum
Russian Federation	JC JACQUES CARDIN COGNAC	882890	09-Sep-2005	882890	09-Sep-2005	33 - Cognac
Russian Federation	MICHAEL COLLINS	864550	25- May-2005	864550	25- May-2005	33 - Rum
Singapore	JC JACQUES CARDIN COGNAC	882890	09-Sep-2005	882890	09-Sep-2005	33 - Cognac
Singapore	MICHAEL COLLINS	864550	25-May-2005	864550	25-May-2005	33 - Rum
Switzerland	JC JACQUES CARDIN COGNAC	882890	09-Sep-2005	882890	09-Sep-2005	33 - Cognac
Switzerland	MICHAEL COLLINS	864550	25-May-2005	864550	25-May-2005	33 - Rum

Country	Title	Appln No.	Appln Date	Reg. No.	Reg. Date	Goods /Services
Turkey	JC JACQUES CARDIN COGNAC	882890	09-Sep-2005	882890	09-Sep-2005	33 - Cognac
Turkey	MICHAEL COLLINS	864550	25-May-2005	864550	25-May-2005	33 - Rum
Ukraine	JC JACQUES CARDIN COGNAC	882890	09-Sep-2005	882890	09-Sep-2005	33 - Cognac
Ukraine	MICHAEL COLLINS	864550	25-May-2005	864550	25-May-2005	33 - Rum
United States of America	AMERICAN HARVEST	77/888886	08-Dec-2009	3990795	05-Jul-2011	33 - Vodka
United States of America	AMERICAN HARVEST	85/303831	25-Apr-2011	4066829	06-Dec-2011	33 -Distilled spirits
United States of America	COCOYAC	85/533184	03-Feb-2012	4617902	07-Oct-2014	33 - Cognac
United States of America	DALIA DE AGAVO	85/581213	27-Mar-2012			33 -Distilled spirits
United States of America	HENRI SAVARD	78/696191	19-Aug-2005	3120730	25-Jul-2006	33 -Sparkling grape wine
United States of America	JACQUES CARDIN	76/293386	01-Aug-2001	2536674	05-Feb-2002	33 - French brandy
United States of America	JC	78/532272	14-Dec-2004	3242924	15-May-2007	33 - Cognac
United States of America	JC (Stylized)	76/629969	31-Jan-2005	3142729	12-Sep-2006	33 - Cognac
United States of America	JC JACQUES CARDIN COGNAC	78/553978	26-Jan-2005	3143468	12-Sep-2006	33 - Cognac
United States of America	JUST TEQUILA	85/553931	27-Feb-2012			33 - Tequila
United States of America	KING JAMES	85/549952	22-Feb-2012			33 -Distilled spirits
United States of America	KURO OBI	85/353887	23-Jun-2011			33 - Alcoholic beverages
United States of America	MICHAEL COLLINS	78/524988	01-Dec-2004	3086678	25- Apr-2006	33 - Iris h whis key
United States of America	MY TEQUILA	85/553945	27-Feb-2012			33 - Tequila
United States of America	ONE NATION. ONE SPIRIT.	85/215869	12-Jan-2011	4126517	10-Apr-2012	33 -Distilled spirits
United States of America	SAIKO SAKE BOMB	85/733110	19-Sep-2012			33 - Alcoholic beverage produced from a brewed malt base with natural flavors ; flavored brewed malt beverages
United States of America	SALEM SIN	85/566592	12-Mar-2012			33 -Distilled spirits
United States of America	SHO	86/128187	25-Nov-2013			33 - Alcoholic beverages including sake
United States of America	SIMPLY TEQUILA	85/553970	27-Feb-2012			33 - Tequila
United States of America	SPANISH FLY	85/564058	08-Mar-2012			33 -Distilled spirits

Country	Title	Appln No.	Appln Date	Reg. No.	Reg. Date	Goods /Services
Venezuela	JC JACQUES CARDIN COGNAC	2005-006871	07-Apr-2005	P268043	16-Feb-2006	33 - Cognac