

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Memorandum and Notice of Security Interest in Intellectual Property

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Hood River Distillers, Inc.		10/08/2010	CORPORATION: OREGON

RECEIVING PARTY DATA

Name:	JPMorgan Chase Bank, N.A.
Street Address:	3 Park Plaza, 9th Floor
City:	Irvine
State/Country:	CALIFORNIA
Postal Code:	92614
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Serial Number:	76540436	GRAND MONARCH
Serial Number:	77545404	LET YOUR HOT OUT
Serial Number:	76303053	MONARCH
Serial Number:	77742625	MONARCA
Serial Number:	72161994	SPUDKA
Serial Number:	77495721	SPUDKA
Serial Number:	77559466	SPUDKA
Serial Number:	77559463	PRAY FOR SNOW
Serial Number:	78775451	ULLR
Serial Number:	76507713	YAZI
Serial Number:	72077210	HRD
Serial Number:	73616403	HRD
Serial Number:	75934184	HRD
Serial Number:	76263076	BROKER'S

CH \$515.00 76540436

Serial Number:	72362374	BROKER'S
Serial Number:	76617737	LEWIS & CLARK
Serial Number:	76310141	KNICKERS
Serial Number:	76246687	STAY IN CONTROL
Serial Number:	77559450	
Serial Number:	76682149	OLD DELICIOUS

CORRESPONDENCE DATA

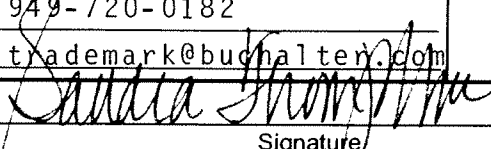
Fax Number: (949)720-0182
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 949-224-6282
Email: trademark@buchalter.com
Correspondent Name: Sandra P. Thompson
Address Line 1: 18400 Von Karman Ave., Suite 800
Address Line 4: Irvine, CALIFORNIA 92612-0514

ATTORNEY DOCKET NUMBER:	J0272-0003
NAME OF SUBMITTER:	Sandra P. Thompson
Signature:	/Sandra P. Thompson/
Date:	10/11/2010

Total Attachments: 12
source=HoodRiverSecAgmt#page1.tif
source=HoodRiverSecAgmt#page2.tif
source=HoodRiverSecAgmt#page3.tif
source=HoodRiverSecAgmt#page4.tif
source=HoodRiverSecAgmt#page5.tif
source=HoodRiverSecAgmt#page6.tif
source=HoodRiverSecAgmt#page7.tif
source=HoodRiverSecAgmt#page8.tif
source=HoodRiverSecAgmt#page9.tif
source=HoodRiverSecAgmt#page10.tif
source=HoodRiverSecAgmt#page11.tif
source=HoodRiverSecAgmt#page12.tif

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

<p>1. Name of conveying party(ies): Hood River Distillers, Inc. 116 3rd Street, Ste. 321 Hood River, OR 97031</p> <p> <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation- State: <u>OR</u> <input type="checkbox"/> Other _____</p> <p>Citizenship (see guidelines) <u>OR</u></p> <p>Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Additional names, addresses, or citizenship attached? <input checked="" type="checkbox"/> No</p> <p>Name: <u>JPMorgan Chase Bank, N.A.</u> Internal Address: _____ Street Address: <u>3 Park Plaza, 9th Flr.</u> City: <u>Irvine</u> State: <u>CA</u> Country: <u>US</u> Zip: <u>92614</u></p> <p> <input checked="" type="checkbox"/> Association Citizenship <u>US</u> <input type="checkbox"/> General Partnership Citizenship _____ <input type="checkbox"/> Limited Partnership Citizenship _____ <input type="checkbox"/> Corporation Citizenship _____ <input type="checkbox"/> Other _____ Citizenship _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment)</p>
<p>3. Nature of conveyance /Execution Date(s) : Execution Date(s) <u>October 8, 2010</u></p> <p> <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p>	<p>4. Application number(s) or registration number(s) and identification or description of the Trademark.</p> <p>A. Trademark Application No.(s) See attached list</p> <p>B. Trademark Registration No.(s) See attached list</p> <p style="text-align: right;">Additional sheet(s) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):</p>
<p>5. Name & address of party to whom correspondence concerning document should be mailed: Name: <u>Sandra P. Thompson</u> Internal Address: _____ Street Address: <u>Buchalter Nemer</u> <u>18400 Von Karman Blvd., Ste. 800</u> City: <u>Irvine</u> State: <u>CA</u> Zip: <u>92612-0514</u> Phone Number: <u>949-224-6282</u> Fax Number: <u>949-720-0182</u> Email Address: <u>trademark@buchalter.com</u></p>	<p>6. Total number of applications and registrations involved: 20</p> <p>7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ <u>515.00</u></p> <p> <input type="checkbox"/> Authorized to be charged by credit card <input checked="" type="checkbox"/> Authorized to be charged to deposit account <input type="checkbox"/> Enclosed</p>
<p>9. Signature: <u></u> _____ Sandra P. Thompson Name of Person Signing</p>	<p>8. Payment Information:</p> <p>a. Credit Card Last 4 Numbers _____ Expiration Date _____</p> <p>b. Deposit Account Number <u>500977</u> Authorized User Name <u>Buchalter Nemer</u></p> <p style="text-align: right;">Date <u>October 11, 2010</u></p> <p style="text-align: right;">Total number of pages including cover sheet, attachments, and document: 12</p>

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
 Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARKS FOR RECORDATION

<u>TRADEMARK</u>	<u>SERIAL NO.</u>	<u>REGISTRATION NO.</u>
GRAND MONARCH	76/540,436	2,896,861
LET YOUR HOT OUT	77/545,404	3,624,560
MONARCH	76/303,053	2,731,283
MONARCA	77/742,625	
SPUDKA	72/161,994	774,698
SPUDKA	77/495,721	3,564,271
SPUDKA	77/559,466	3,564,676
PRAY FOR SNOW	77/559,463	3,602,170
ULLR	78/775,451	3,277,678
YAZI	76,507.713	2,938,653
HRD	72/077,210	703,660
HRD	73,616,403	1,478,945
HRD	75/934,184	2,436,924
BROKER'S	76/263,076	2,703,781
BROKER'S	72/362,374	925,621
LEWIS & CLARK	76/617,737	3,113,475
KNICKERS	76/310,141	2,637,252
STAY IN CONTROL	76/246,687	2,944,255
design only	77/559,450	3,615,219
OLD DELICIOUS	76/682,149	

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

HOOD RIVER DISTILLERS, INC., an Oregon corporation, whose address is 116 3rd Street, Suite 321, Hood River, Oregon 97031 ("Debtor") hereby acknowledges that it has granted to JPMORGAN CHASE BANK, N.A., whose address is 3 Park Plaza, 9th Floor, Irvine, California 92614 ("Secured Party"), a security interest in and to all of 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 Debtor (the "Trademarks"), together with the goodwill and assets of the business, as set forth in the Agreement (as defined below); (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Debtor (the "Patents"); and (c) the copyright registrations which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by Debtor (the "Copyrights"), and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Pledge and Security Agreement dated as of October 8, 2010 (the "Agreement"), by and between Debtor, Dog River Holdings LLC, an Oregon limited liability company 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.

[Signature page to follow.]

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the 8th day of
October 2010.

HOOD RIVER DISTILLERS, INC.,
an Oregon corporation

By: Lynda M Webber
Name: Lynda Webber
Title: Vice President



EXHIBIT A
TRADEMARKS

See Attached


HOOD RIVER DISTILLERS, INC. TRADEMARKS

Matter ID	Country	Mark Name	Description of Goods	Filing Date	App. No.	Reg. Date	Reg. No.	Section 8&15	Renewal	Status
476-6795-01	Oregon	BARON ROTHSCHILD	alcoholic beverages			9/14/1961	9527		9/14/2011	Registered
476-6842-01	Utah	BARON ROTHSCHILD	distilled alcoholic beverages, namely vodka and the like			1/15/1962	8,434		1/15/2012	Registered
476-28803-01	Oregon	GRAND MONARCH	distilled Alcoholic Liquors			1/27/1984	T15633		1/27/2014	Registered
476-66534-01	USA	GRAND MONARCH	distilled spirits	8/14/2003	76/540,436	10/26/2004	2,866,861	10/26/2010	10/26/2014	Registered
476-48804-01	Washington	GRAND MONARCH	distilled alcoholic liquors			11/30/1988	18501		11/30/2014	Registered
476-41011-01	California	MONARCH	alcoholic beverages; including Canadian whiskey and vodka			9/8/1982	67301		9/8/2012	Registered
476-31891-01	Canada	MONARCH	spiritous liquors, namely, whiskey, gin, vodka, rum, tequila	2/3/1989	624,783	5/25/1990	368,975		5/25/2020	Registered
476-81245-01	USA	LET YOUR HOT OUT	distilled spirits	8/12/2008	77/545,404	5/19/2009	3,624,560	5/19/2015	5/19/2019	Registered
476-41010-01	Hawaii	MONARCH	alcoholic beverages, including Scotch whiskey, rum and brandy			5/19/1970	19008		5/18/2015	Registered
476-41012-01	Idaho	MONARCH	alcoholic beverages			1/9/1978	8292		1/9/2018	Registered




HOOD RIVER DISTILLERS, INC. TRADEMARKS

Matter ID	Country	Mark Name	Description of Goods	Filing Date	App. No.	Reg. Date	Reg. No.	Section 8&15	Renewal	Status
476-68716-01	Japan	MONARCH	whiskey and other western liquors; alcoholic beverages of fruit	6/14/2004	54705/2004	8/28/2005	4890399		8/28/2015	Registered
476-41008-01	Oregon	MONARCH	alcoholic beverages, including rum, brandy, etc.			11/2/1994	T28755		11/2/2014	Registered
476-60859-01	USA	MONARCH	distilled spirits	8/21/2001	76/603,053	7/1/2003	2,731,283		7/1/2013	Registered
476-50453-01	Utah	MONARCH	alcoholic beverages			9/29/1997	37459		9/29/2012	Registered
476-41013-01	Washington	MONARCH	alcoholic beverages			5/25/1962	4740		5/25/2013	Registered
476-63241-01	USA	MONARCA	distilled spirits	5/21/2009	77/742,625					Pending
476-7577-01	USA	 SPUDKA	vodka	2/4/1963	72/161,994	8/4/1964	774,698		8/4/2014	Registered
476-81246-01	USA	SPUDKA	distilled spirits	7/1495,721	6/10/2008	1/20/2008	3,564,271	1/20/2015	1/20/2019	Registered
476-81452-01	USA	 SPUDKA	distilled spirits	8/29/2008	77/559,466	1/20/2009	3,564,676	1/20/2015	1/20/2019	Registered
476-81762-01	USA	PRAY FOR SNOW	distilled spirits	8/28/2009	77/559,463	4/7/2009	3,602,170	4/7/2015	4/7/2019	Registered
476-72952-01	USA	ULLR	distilled spirits	12/16/2005	78/775,451	8/7/2007	3,277,678	8/7/2013	8/7/2017	Registered

HOOD RIVER DISTILLERS, INC. TRADEMARKS

Matter ID	Country	Mark Name	Description of Goods	Filing Date	App. No.	Reg. Date	Reg. No.	Section 8&15	Renewal	Status
476-65722-01	USA	YAZI	distilled spirits	4/18/2003	76/507,713	4/5/2005	2,938,653	4/5/2011	4/5/2015	Registered
476-69544-01	Idaho	IDAHO SILVER BRAND (with outline of the State of Idaho intersecting into the words)	distilled alcoholic liquors			4/1/1986	15289		4/1/2016	Registered
476-69543-01	Idaho	IDAHO GOLD BRAND (with outline of the State of Idaho intersecting into the words)	distilled alcoholic liquors			4/1/1986	15270		4/1/2016	Registered
476-69753-01	Montana	MONTANA SILVER AND OUTLINE OF MONTANA	distilled liquor			3/13/1986	T-014604		3/13/2011	Registered
476-69754-01	Montana	MONTANA GOLD AND OUTLINE OF MONTANA	distilled liquor			3/13/1986	T014,603		3/13/2011	Registered
476-69755-01	Montana	CANADIAN LABEL CANADIAN WHISKEY & DESIGN	distilled liquor			1/28/1993	T-017241		1/28/2013	Registered
476-5560-01	USA		vodka	7/7/1959	72/077,210	8/30/1960	703,660		8/30/2020	Registered

HOOD RIVER DISTILLERS, INC. TRADEMARKS

Matter ID	Country	Mark Name	Description of Goods	Filing Date	App. No.	Reg. Date	Reg. No.	Section 8&15	Renewal	Status
476-28976-01	USA		vodka and liqueurs, namely schnapps	8/25/1986	73616,403	3/1/1988	1,478,945		3/1/2018	Registered
476-54323-01	USA	HRD	distilled spirits	3/2/2000	75934,184	3/20/2001	2,436,924		3/20/2011	Registered
476-59106-01	USA	BROKER'S	distilled spirits	5/24/2001	76263,076	4/8/2003	2,703,781		4/8/2013	Registered
476-14585-01	USA		whiskey	6/11/1970	72382,374	12/14/1971	925,621		12/14/2011	Registered
476-69669-01	USA	LEWIS & CLARK	distilled spirits	10/26/2004	76617,737	7/11/2006	3,113,475	7/11/2012	7/11/2016	Registered
476-61167-01	USA	KNICKERS	distilled spirits	9/7/2001	76310,141	10/15/2002	2,637,252		10/15/2012	Registered
476-58946-01	USA	STAY IN CONTROL	promoting through the distribution of written material public awareness of the need for	4/25/2001	76246,687	4/26/2005	2,944,255	4/26/2011	4/26/2015	Registered
476-81763-01	USA		distilled spirits	12/5/1988	73767,434	5/5/2009	3,615,219	5/5/2015	5/5/2019	Registered

HOOD RIVER DISTILLERS, INC. TRADEMARKS
 INTENT-TO-USE

Matter ID	Country	Mark Name	Description of Goods	Filing Date	App. No.	Reg. Date	Reg. No.	Section 8&15	Renewal	Status
476-83390-01	Mexico	MONARCH	distilled spirits	6/2/2009	1014694					Pending
476-70289-02	USA	OLD DELICIOUS	distilled spirits	9/20/2007	76/682,149					Pending
476-77582-01	Canada	ULLR	distilled spirits, namely liqueurs	1/9/2007	1330764					Pending
476-77583-01	Canada	YAZI	distilled spirits, namely liqueurs	1/9/2007	1330765					Pending

EXHIBIT B
PATENTS

None

EXHIBIT C
COPYRIGHTS

None

BN 7225188v1

RECORDED: 10/11/2010

TRADEMARK
REEL: 004294 FRAME: 0116