

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination of Security Interest (R3988-F0971)

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Capital One, National Association, as Administrative Agent		11/18/2011	National Banking Association:

RECEIVING PARTY DATA

Name:	Sazerac Company, Inc.
Street Address:	3850 North Causeway Boulevard
City:	Metairie
State/Country:	LOUISIANA
Postal Code:	70002
Entity Type:	CORPORATION: LOUISIANA

Name:	Buffalo Trace Distillery, Inc.
Street Address:	113 Great Buffalo Trace
City:	Frankfort
State/Country:	KENTUCKY
Postal Code:	40601
Entity Type:	CORPORATION: KENTUCKY

PROPERTY NUMBERS Total: 131

Property Type	Number	Word Mark
Serial Number:	71388341	VIRGINIA GENTLEMAN
Serial Number:	71471976	PEYCHAUD'S
Serial Number:	71471977	PEYCHAUD'S AMERICAN AROMATIC COCKTAIL BITTERS
Serial Number:	71608235	CARSTAIRS
Serial Number:	71608236	
Serial Number:	71627038	ROYAL CANADIAN
Serial Number:	71659820	SAZERAC
Serial Number:	72031592	TAAKA

OP \$3290.00 71388341

Serial Number:	72038548	NIKOLAI
Serial Number:	72096744	TORADA
Serial Number:	72142233	R & R
Serial Number:	72149214	JOHN HANDY
Serial Number:	72160668	MIMS DELUXE
Serial Number:	72161096	LEGACY
Serial Number:	72182102	MONSIEUR HENRI
Serial Number:	72193708	MILES'
Serial Number:	72193709	DOBRA
Serial Number:	72243297	AMWAY
Serial Number:	72279961	HERBSAINT
Serial Number:	72287587	SIR MALCOLM
Serial Number:	72289211	HERBSAINT VERITAS BY LEGENDRE LIQUEUR D'ANIS
Serial Number:	72292423	LEGENDRE
Serial Number:	72329310	CROWN RUSSE
Serial Number:	72390144	MIXES EASY...JUST ADD PEOPLE
Serial Number:	73046616	JAMES FOXE
Serial Number:	73059349	WEBER
Serial Number:	73071853	EAGLE RARE
Serial Number:	73097046	KENTUCKY DALE
Serial Number:	73109314	PRALINE
Serial Number:	73126947	TAAKA
Serial Number:	73190609	GOLD RING
Serial Number:	73243292	OLD WELLER THE ORIGINAL 107 PROOF
Serial Number:	73254081	PREMIAT
Serial Number:	73401360	DOBRA
Serial Number:	73432491	THE SPIRIT OF OLD MEXICO
Serial Number:	73457495	CHARTER
Serial Number:	73496737	DI PADRINO
Serial Number:	73553165	DIESEL
Serial Number:	73568479	MEXICO'S BEST SHOT
Serial Number:	73572125	PEYCHAUD'S
Serial Number:	73588717	DENAKA
Serial Number:	73696840	TIJUANA
Serial Number:	73734236	EGRI BIKAVER

	73764447	TORADA MARGARITA TEQUILA
Serial Number:	73770028	BOURBON SQUARE
Serial Number:	73814795	RON PONTALBA
Serial Number:	73820349	KISSES...BUT NEVER TELLS
Serial Number:	74058312	TAAKA PLATINUM
Serial Number:	74147084	DR. MCGILLICUDDY'S
Serial Number:	74148956	CROWN RUSSE
Serial Number:	74156905	NIKOLAI
Serial Number:	74210323	TINA
Serial Number:	74398089	OLD CHARTER
Serial Number:	74450637	W.L. WELLER
Serial Number:	74512610	MAJESTIC VALLEY
Serial Number:	74512611	MAJESTIC ROYALE
Serial Number:	74618752	DR. MCGILLICUDDY'S
Serial Number:	74638178	BOWMAN'S
Serial Number:	74719979	MONSIEUR HENRI SINCE 1934 FINE WINES & SPECIALTY SPIRITS
Serial Number:	75117197	RAIN
Serial Number:	75421686	
Serial Number:	75421687	VG 90
Serial Number:	75596954	VIRGINIA GENTLEMAN
Serial Number:	75604017	VG 90
Serial Number:	75613521	CORAZON DE AGAVE
Serial Number:	75617043	DR. MINT
Serial Number:	75703460	TASTE THE SPIRIT OF LEGENDS
Serial Number:	75731575	
Serial Number:	75731576	
Serial Number:	75819911	
Serial Number:	75819932	BUFFALO TRACE
Serial Number:	75833572	RAIN
Serial Number:	75866822	SAZERAC
Serial Number:	75941554	DR. MCGILLICUDDY'S FIREBALL
Serial Number:	76021843	GRAN DOMINIO
Serial Number:	76100737	HERBSAINT MAKES THE HEART GROW FONDER
Serial Number:	76116847	CORAZON

Serial Number:	76177434	HERBSAINT
Serial Number:	76187729	THE ORIGINAL WHEATED BOURBON
Serial Number:	76306606	SINGLE OAK
Serial Number:	76337349	FIREBALL
Serial Number:	76339870	
Serial Number:	76354856	GEORGE T. STAGG
Serial Number:	76401932	MCAFEE'S BENCHMARK
Serial Number:	76423039	USE YOUR IMAGINATION
Serial Number:	76423689	CANADIAN HUNTER
Serial Number:	76430789	REGANS' NO. 6
Serial Number:	76476803	WAREHOUSE C
Serial Number:	76481926	ONE KISS IS ALL IT TAKES
Serial Number:	76519913	PR
Serial Number:	76524115	THE ONE AND ONLY NEW ORLEANS ORIGINAL
Serial Number:	76525535	CHARTER PRIVATE RESERVE
Serial Number:	76532018	AMERICA'S ORIGINAL COCKTAIL
Serial Number:	76541075	
Serial Number:	76552268	MAKE THE ORDINARY, EXTRAORDINARY
Serial Number:	76554783	DR. MCGILLICUDDY'S IMPORTED FIREBALL
Serial Number:	76561372	ANYTIME, ANYWHERE, WITH ANYONE
Serial Number:	76663015	CORAZON DE AGAVE
Serial Number:	77009717	RAIN RENEWS
Serial Number:	77024647	
Serial Number:	77052011	RAIN RENEWS
Serial Number:	77053317	PLATINUM 7X
Serial Number:	77133674	RAIN
Serial Number:	77207062	RAIN ORGANICS
Serial Number:	77464673	7X
Serial Number:	77471282	
Serial Number:	77471284	FIREBALL
Serial Number:	77589265	WHAT DOES LONG ISLAND KNOW ABOUT TEA?
Serial Number:	77591389	
Serial Number:	77618236	THIS AIN'T YOUR GRANDMA'S SWEET TEA
Serial Number:	77618276	TASTES LIKE HEAVEN. BURNS LIKE HELL.
Serial Number:	77624820	STRAIGHT FROM THE HEART.

	78171791	KISS
Serial Number:	78404016	AMERICA'S FIRST COCKTAIL
Serial Number:	78434825	EXPERIMENTAL COLLECTION
Serial Number:	78457236	THE SPIRIT TO EXPLORE
Serial Number:	78457249	DR. MCGILLICUDDY'S FIREBALL
Serial Number:	78457383	CPR
Serial Number:	78464911	SAZERAC
Serial Number:	78474094	MILES'
Serial Number:	78526640	THE DOCTOR IS IN
Serial Number:	78526767	WHISKY WITH A KICK
Serial Number:	78551693	ROYAL CANADIAN
Serial Number:	78567640	OLD WELLER
Serial Number:	78582747	KISS IT AND MAKE IT BETTER
Serial Number:	78649297	
Serial Number:	78724361	MIMS
Serial Number:	78888228	RICH & RARE
Serial Number:	78934521	THE SPIRIT OF NEW ORLEANS
Serial Number:	78970746	BEAST OF BOURBON
Serial Number:	78970747	CHARTER COUNTRY

CORRESPONDENCE DATA

Fax Number: (704)444-8847

Phone: 704-343-2000

Email: ksaltrick@mcguirewoods.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Christian Brose, Esq./McGuireWoods, LLP

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Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER: 4506050-0070 (TW)

NAME OF SUBMITTER: Christian Brose, Esq./McGuireWoods, LLP

Signature: /Christian Brose/

Date: 11/30/2011

Total Attachments: 8

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TRADEMARK
REEL: 004668 FRAME: 0248

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**TERMINATION AND RELEASE OF SECURITY INTEREST IN
UNITED STATES TRADEMARKS**

U.S. Department of Commerce
U.S. Patent and Trademark Office

THIS TERMINATION AND RELEASE OF SECURITY INTEREST IN U.S. TRADEMARKS (the "*Trademark Termination and Release*") dated as of November 16, 2011, from CAPITAL ONE, NATIONAL ASSOCIATION, a national banking association, in its capacity as administrative agent (the "*Administrative Agent*") pursuant to a Trademark Security Agreement (the "*Security Agreement*") dated as of March 24, 2009 among SAZERAC COMPANY, INC. and BUFFALO TRACE DISTILLERY, INC. (each a "*Grantor*" and collectively, the "*Grantors*"), and the Administrative Agent.

WITNESSETH:

WHEREAS, pursuant to the Security Agreement dated as of March 24, 2009, a security interest (the "*Security Interest*") was granted by the Grantors to the Administrative Agent in certain collateral, including the Trademark Collateral (as hereinafter defined); and

WHEREAS, the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on May 15, 2009 at Reel 003988, Frame 00971; and

WHEREAS, the Administrative Agent now desires to terminate and release the entirety of its Security Interest in the Trademark Collateral;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent hereby agrees as follows:

1. Definitions. The term "*Trademark Collateral*", as used herein, shall mean all of the Grantors' right, title and interest of every kind and nature as of the date hereof in the Trademark Collateral (as defined in the Security Agreement), including, without limitation, those items listed on Exhibit A hereto.

2. Release of Security Interest. The Administrative Agent hereby terminates, releases and discharges its Security Interest in the Trademark Collateral without representation, warranty or recourse of any kind or nature.

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IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

CAPITAL ONE, NATIONAL ASSOCIATION,
as Administrative Agent

By: Cheryl Denenea
Name: Cheryl Denenea
Title: Senior Vice President

STATE OF LOUISIANA

COUNTY OF ORLEANS

On this 18th day of November, 2011 before me personally appeared Cheryl Denenea, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

PHILIP de V. CLAVERIE
NOTARY PUBLIC
Bar No. 4177
State of Louisiana
My Commission is issued for Life

Philip de V. Clavier
Notary Public

My commission expires: at death

(SEAL)

134939737

Reel: 003988
Frame: 0971

Termination of Security Interest in Trademarks
Signature Page

TRADEMARK
REEL: 004668 FRAME: 0251

EXHIBIT A

Trademark Registration Numbers:

FEDERALLY REGISTERED TRADEMARKS

OWNED BY BORROWER:

MARK	SERIAL NUMBER	REGISTRATION NUMBER
7X Shield Design	77464673	3549701
AMERICA'S FIRST COCKTAIL	78404016	2962684
AMERICA'S ORIGINAL COCKTAIL	76532018	2955839
ANYTIME, ANYWHERE, WITH ANYONE	76561372	2910075
BEAST OF BOURBON	78970746	3497309
BENCHMARK	72289752	852023
BOURBON SQUARE	73770028	1554978
BOWMAN'S	74638178	2062499
Buffalo Etching Design	75731575	2601650
Buffalo Logo Design	75819911	2516318
Buffalo Rip Design	75731576	2476423
BUFFALO TRACE	75508213	2294792
BUFFALO TRACE & Logo Design	75819932	2622735
CANADIAN HUNTER	76423689	2700180
CARSTAIRS (Stylized)	71608235	553978
CHARTER	73457495	1309275
CHARTER COUNTRY	78970747	3400190
CHARTER PRIVATE RESERVE	76525535	3211702
CORAZON & Heart Design	76116847	2667817
Corazon Bottle Design	76339870	2706421
CORAZON DE AGAVE	75613521	2460552
CORAZON DE AGAVE	76663015	3287327
CPR	78457383	3225600
CROWN RUSSE	74148956	1684614
CROWN RUSSE	72329310	0889145
DENAKA	73588717	1422224
DI PADRINO	73496737	1337076
DIESEL	73553165	1388502
DOBRA	73401360	1286322
DOBRA (Stylized)	72193709	0787352
Dr. M with Dog Design	78649297	3093262
DR. MCGILLICUDDY'S	74618752	1950931
DR. MCGILLICUDDY'S	74147084	1667801
DR. MCGILLICUDDY'S FIREBALL	78457249	2997888
DR. MCGILLICUDDY'S FIREBALL	75941554	2847730
DR. MCGILLICUDDY'S IMPORTED FIREBALL	76554783	2907946

MARK	SERIAL NUMBER	REGISTRATION NUMBER
DR. MINT	75617043	2289105
Eagle Flying Over Water & Design	77024647	3254611
EAGLE RARE	73071853	1065407
EGRI BIKAVER (Stylized)	73734236	1578008
EXPERIMENTAL COLLECTION	78434825	3228476
FIREBALL	77471284	3550110
FIREBALL	76337349	2852432
Fireball Dragon Man Design	77591389	
Fireball Dragon Man Design	77471282	
Fox Head Design	75421686	2262503
GEORGE T. STAGG	76354856	2765276
GOLD RING	73190609	1133288
GRAN DOMINIO	76021843	2762151
HERBSAINT	76177434	2722057
HERBSAINT (Stylized)	72279961	854292
HERBSAINT MAKES THE HEART GROW FONDER	76100737	2762213
HERBSAINT VERITAS BY LEGENDRE LIQUEUR D'ANIS & Design	72289211	867255
JAMES FOXE	73046616	1039842
JOHN HANDY (Stylized)	72149214	0753060
KENTUCKY DALE	73097046	1069486
KISS	78171791	3506350
KISS IT AND MAKE IT BETTER	78582747	3082158
KISSES...BUT NEVER TELLS	73820349	1592238
LEGACY (Stylized)	72161096	0762850
LEGENDRE (Stylized)	72292423	0921248
MAJESTIC ROYALE	74512611	1890103
MAJESTIC VALLEY	74512610	1887392
MAKE THE ORDINARY, EXTRAORDINARY	76552268	2891050
MCAFFEE'S BENCHMARK	76401932	2683430
MEXICO'S BEST SHOT	73568479	1426784
MILES'	78474094	3005935
MILES' (Stylized)	72193708	792405
MIMS	78724361	3212540
MIMS DELUXE (Stylized)	72160668	787899
MIXES EASY...JUST ADD PEOPLE (Stylized)	72390144	0941635
MONSIEUR HENRI	72182102	0786907
MONSIEUR HENRI SINCE 1934 FINE WINES & SPECIALTY SPIRITS And Design	74719979	2111135
NIKOLAI	74156905	1681377
NIKOLAI (Stylized)	72038548	664531
OLD CHARTER	74398089	1825377
OLD WELLER	78567640	3055183
OLD WELLER THE ORIGINAL 107 PROOF (Stylized)	73243292	1194084
ONE KISS IS ALL IT TAKES	76481926	2936680
PEYCHAUD'S	73572125	1461248

MARK	SERIAL NUMBER	REGISTRATION NUMBER
PEYCHAUD'S (Stylized)	71471976	0410827
PEYCHAUD'S AMERICAN AROMATIC COCKTAIL BITTERS And Design	71471977	0410828
PLATINUM 7X LOGO	77053317	
PR	76519913	3204272
PRALINE	73109314	1085003
PREMIAT	73254081	1200619
R&R	72142233	751412
RAIN	75117197	2438707
RAIN (Stylized)	75833572	2541274
Rain Bottle Design	76541075	2941176
RAIN ORGANICS & Drop Design	77207062	3442010
RAIN RENEWS	77052011	3389502
RAIN RENEWS	77009717	3568043
RAIN w/ Drop Design	77133674	3306396
REGANS' NO. 6	76430789	3085789
RICH AND RARE	78888228	3233043
RON PONTALBA	73814795	1596734
ROYAL CANADIAN	78551693	3054382
ROYAL CANADIAN (Stylized)	71627038	575951
SAZERAC	78464911	3001691
SAZERAC	75866822	2798082
SAZERAC (Stylized)	71659820	0602218
Seal w/Ball Design	71608236	0561130
SINGLE OAK	76306606	2691597
SIR MALCOLM (Stylized)	72287587	0871891
STRAIGHT FROM THE HEART	77624820	
TAAKA	73126947	1106813
TAAKA	72031592	667187
TAAKA PLATINUM	74058312	2042131
TASTE THE SPIRIT OF LEGENDS	75703460	2448302
TASTES LIKE HEAVEN BURNS LIKE HELL	77618276	
THE DOCTOR IS IN	78526640	3023696
THE ONE AND ONLY NEW ORLEANS ORIGINAL	76524115	2971991
THE ORIGINAL WHEATED BOURBON	76187729	2566334
THE SPIRIT OF NEW ORLEANS	78934521	3362465
THE SPIRIT OF OLD MEXICO	73432491	1297950
THE SPIRIT TO EXPLORE	78457236	2995291
THIS AIN'T YOUR GRANDMA'S SWEET TEA	77618236	
TIJUANA	73696840	1508505
TINA	74210323	1707112
TORADA (Stylized)	72096744	0752613
TORADA MARGARITA TEQUILA (Stylized)	73764447	1554977
USE YOUR IMAGINATION	76423039	2792601
VG 90 & FOX Head Design	75604017	2373919
VG 90 & FOX Head Design	75421687	2262504

MARK	SERIAL NUMBER	REGISTRATION NUMBER
VIRGINIA GENTLEMAN	75596954	2349121
VIRGINIA GENTLEMAN (Stylized)	71388341	0347081
W.L. WELLER	74450637	1879987
WAREHOUSE C	76476803	2900383
WEBER	73059349	1033225
WHAT DOES LONG ISLAND KNOW ABOUT TEA?	77589265	
WHISKY WITH A KICK	78526767	3054078

OWNED BY BUFFALO TRACE:

MARK	SERIAL NUMBER	REGISTRATION NUMBER
NONE		