

LICENSE AND DISTRIBUTION AGREEMENT

THIS LICENSE and DISTRIBUTION AGREEMENT (the "Agreement") is dated as of the 5 day of September 2013 (the "Effective Date") is by and between [REDACTED] US WINES ("Notorious", "Company" or "Licensor"), c/o [REDACTED], Suite 1204, Miami Beach, FL 33141 (hereinafter "BHG" or "Licensee"). Each of the foregoing is referred to herein as a "Party" and together constitute the "Parties."

RECITALS

- A. Licensor is the owner of a brand of Rose Wine or Grenache Wine commonly referred to as "Notorious Pink" ("NP", "Product" or "Brand") in the marketplace and, as such, the sole authorized distributor of same; and
- B. Licensor has the absolute and exclusive right to grant to BH Group all rights with respect to the Product hereinafter described; and
- C. The parties desire that Licensor grant to Licensee an exclusive license to import and distribute the Product in certain domestic, international and duty free markets set forth in Schedule "1" annexed (the "Territories"), as well as to appoint suitable distributors for the brand in the aforementioned territories including, but not limited to, the right to authorize distributors to appoint sub-distributors under certain terms and conditions

NOW, THEREFORE, in consideration of the promises and agreements set forth below and the other considerations cited herein, the Parties agree as follows.

Section 1. Definitions

As used in this Agreement, the following terms have the meanings indicated:

- 1.1. "Licensed Product" means any Rose or Grenache wine product sold by the Company bearing the "Notorious Pink" mark pursuant to this Agreement.
- 1.2. "Notorious Pink" shall include all Rose or Grenache wine products currently sold by, or that is offered for sale by Company at any time during the term of this Agreement.
- 1.3. "Minimum Order" means the minimum amount of the product per order which the Company will ship to BH Group's Distribution Network.
- 1.4. "Distribution Network" means all distributors and sub-distributors authorized by BHG to sell the Product.