

UCC APPROVAL SHEET

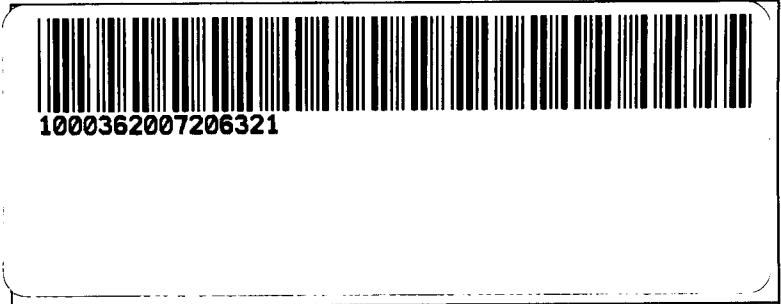
** KEEP WITH DOCUMENT **

TRANSACTION TYPE

FEES REMITTED

_____	UO – Original Financing Statement	\$25.00
_____	UOA – Original Financing Statement with assignment	\$25.00
_____	UOTU – Original Financing Statement Transmitting Utility	\$25.00
<input checked="" type="checkbox"/>	UMA – Amendment	\$25.00
_____	UMDA – Amendment – Debtor Added	\$25.00
_____	UMDC – Amendment – Debtor Name Change	\$25.00
_____	UMDD – Amendment – Debtor Deleted	\$25.00
_____	UMSA – Amendment – Secured Party Added	\$25.00
_____	UMSC – Amendment – Secured Party Name Change	\$25.00
_____	UMSD – Amendment – Secured Party Deleted	\$25.00
_____	UMC – Amendment – Continuation	\$25.00
_____	UMT – Amendment – Termination	\$25.00
_____	UMZ – Amendment – Assignment	\$25.00
_____	UMZP – Amendment – Partial Assignment	\$25.00
_____	UMIS – Amendment – Information Statement	\$25.00
_____	UOMH – Manufactured Home – Original Financing Statement	\$25.00
_____	UOPF – Public Finance – Original Financing Statement	\$25.00
_____	Documents Nine (9) Pages or More	\$75.00
_____	Certified Copies	
_____	Plain Copies	

TOTAL FEES: \$200



RECORDED ON 11/13/2014 AT 04:16 AM
 IN THE FINANCING RECORDS OF THE MD. ST.
 DEPARTMENT OF ASSESSMENTS AND TAXATION.
 WO # 0004385454 ACK # 1000362007206321
 ORIGINAL FILE NUMBER: 0000000181339637
 PAGES: 0004

OTHER CHANGES:

Code _____
 Attention: _____

Mail to Address:
 CT LIEN SOLUTIONS
 7TH FL.
 351 W. CAMDEN ST.
 BALTIMORE MD 21201

NO FEE TRANSACTION TYPES

- _____ URC – Copies
- _____ UNCP – Void – Non-Payment
- _____ UCC – Cancellation
- _____ UCR – Reinstatement
- _____ UCO – Departmental Action
- _____ UCREF – Refund Recordation Tax
- _____ UCIS – Incorrect ID Number
- _____ XOVRU – UCC Overrides
- _____ UMFC – Filing Office Correction Statement

Method of Payment:

Cash Check Credit Card
 Number of Checks

Comments(s):

CUST ID: 0003168874
 WORK ORDER: 0004385454
 DATE: 11-14-2014 02:09 PM
 AMT. PAID: \$50.00

CUST ID: 0003168874
WORK ORDER: 0004385454
DATE: 11-14-2014 02:09 PM
AMT. PAID: \$50.00

RECEIVED

2014 NOV 13 2 4 16

PROPERTY
ASSESSMENTS

UCC
FOLLOW

A. N/A

B. E-MAIL CONTACT AT FILER (optional)

C. SEND ACKNOWLEDGMENT TO: (Name and Address)

CT Lien Solutions
351 W. Camden St., 7th Floor
Baltimore, MD 21201
Order 45672684.3

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE NUMBER
0000000181339637 filed 4/21/2008

1b. This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS
Filer: attach Amendment Addendum (Form UCC3Ad) and provide Debtor's name in item 13

2. TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to the security interest(s) of Secured Party authorizing this Termination Statement

3. ASSIGNMENT (full or partial). Provide name of Assignee in item 7a or 7b, and address of Assignee in item 7c and name of Assignor in item 9
For partial assignment, complete items 7 and 9 and also indicate affected collateral in item 8

4. CONTINUATION: Effectiveness of the Financing Statement identified above with respect to the security interest(s) of Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law

5. PARTY INFORMATION CHANGE:

Check one of these two boxes: Debtor or Secured Party of record

AND Check one of these three boxes to:

CHANGE name and/or address: Complete item 6a or 6b; and item 7a or 7b and item 7c

ADD name: Complete item 7a or 7b, and item 7c

DELETE name: Give record name to be deleted in item 6a or 6b

6. CURRENT RECORD INFORMATION: Complete for Party Information Change - provide only one name (6a or 6b)

6a. ORGANIZATION'S NAME

OR

6b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
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7. CHANGED OR ADDED INFORMATION: Complete for Assignment or Party Information Change - provide only one name (7a or 7b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S SURNAME

INDIVIDUAL'S FIRST PERSONAL NAME

INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

7c. MAILING ADDRESS

CITY	STATE	POSTAL CODE	COUNTRY
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8. COLLATERAL CHANGE: Also check one of these four boxes: ADD collateral DELETE collateral RESTATE covered collateral ASSIGN collateral

Indicate collateral:

The collateral description pertaining to the above-referenced original financing statement is hereby amended and restated in its entirety as set forth on Exhibit A and Schedule 1 attached hereto and made a part hereof.

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT: Provide only one name (9a or 9b) (name of Assignor, if this is an Assignment)
If this is an Amendment authorized by a DEBTOR, check here and provide name of authorizing Debtor

9a. ORGANIZATION'S NAME
PNC Bank, National Association, as Administrative Agent

OR

9b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
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10. OPTIONAL FILER REFERENCE DATA:
Debtor: David John Trone

MARYLAND DEPARTMENT OF ASSESSMENTS AND TAXATION

EXHIBIT A

DEBTOR:

David John Trone

SECURED PARTY:

**PNC Bank, National Association,
as Administrative Agent**

COLLATERAL

All of the Debtor's right, title and interest in and to the following whether now owned or hereafter acquired property (where applicable and except as otherwise expressly provided herein, terms used herein (whether or not capitalized) shall have the respective meanings assigned to them in the Uniform Commercial Code of the applicable jurisdiction (the "Code")):

(i) all investment property, capital stock, shares, securities, member interests, partnership interests, warrants, options, put rights, call rights, similar rights, and all other ownership or participation interests in any entity or business or in the revenue, income, or profits thereof, (ii) all property of the Debtor in the Secured Party's possession or in transit to or from, under the custody or control of, or on deposit with, the Secured Party or any affiliate thereof, including deposit and other accounts, (iii) cash and cash equivalents (collectively referred to herein as "Investments", including all Investments listed on Schedule 1 attached hereto and made a part hereof, and all rights and privileges pertaining thereto, including, without limitation, all present and future Investments receivable in respect of or in exchange for any Investments, and all rights under shareholder, member, partnership agreements and other similar agreements relating to any Investments, all rights to subscribe for Investments, whether or not incidental to or arising from ownership of any Investments, (iv) all Investments hereafter pledged by the Debtor to Secured Party to secure the obligations of the Debtor to the Secured Party, (v) together with all cash, interest, stock and other dividends or distributions paid or payable on any of the foregoing, and all books and records (whether paper, electronic or any other medium) pertaining to the foregoing, including, without limitation, all stock record and transfer books, and together with whatever is received when any of the foregoing is sold, exchanged, replaced or otherwise disposed of, including all proceeds, as such term is defined in the Code, and all other investment property of the Debtor; and (vi) all cash and non-cash proceeds (including, without limitation, insurance proceeds) of any of the foregoing property, all products thereof, and all additions and accessions thereto, substitutions therefor and replacements thereof.

SCHEDULE 1

INVESTMENTS

DEBTOR	DESCRIPTION OF PLEDGED COLLATERAL
David John Trone	<p>100% of the Debtor's now owned or hereafter acquired ownership interests in each of the companies listed below:</p> <ul style="list-style-type: none">• Arizona Fine Wine and Spirits, LLC (an Arizona limited liability company)• California Fine Wine & Spirits LLC (a California limited liability company)• CHERRY HILL WINE & SPIRITS, INC. (a New Jersey corporation)• Connecticut Fine Wine & Spirits, LLC (a Connecticut limited liability company)• Fine Wines & Spirits of North Texas, LLC (a Texas limited liability company)• GFWS Holdings, Inc. (a Georgia corporation)• Massachusetts Fine Wines & Spirits, LLC (a Massachusetts limited liability company)• Minnesota Fine Wines & Spirits, LLC (a Minnesota limited liability company)• Nevada Fine Wine & Spirits LLC (a Nevada limited liability company)• Retail Services & Systems, Inc. (a Pennsylvania corporation)• TFWS, INC. (a Maryland corporation)• Washington Fine Wine & Spirits, LLC (a Washington limited liability company)