

TRADEMARKS ONLY



TRADEMARKS ONLY

marks
hereof.

1-28-99

100953425

1. Name of Party(ies) conveying an interest:

The Kroger Co.

Entity:

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation-State
- Other

1-28-99

3. Interest Conveyed:

- Assignment Change of Name
- Security Agreement Merger
- Other

Execution Date

January 15, 1999

2. Name and Address of Party(ies) receiving an interest:

Name: The Kroger Co. of Michigan

Address: 17390 Laurel Park Drive North, Suite 400
Livonia, Michigan 48152-2686

Entity:

- Individual(s) Association
- Corporation-State General Partnership Limited Partnership
- Other

Citizenship

Michigan

If not domiciled in the United States, a domestic representative designation is attached:

Yes

No

(The attached document must not be an assignment)

RECEIVED
JAN 20 1999
COMMERCIAL

4. Application number(s) or registration number(s). Additional sheet attached? Yes No

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

RN 1,749,549

5. Please mail documents back to:
Calendar/Docketing Dept.
Pillsbury Madison & Sutro LLP
Post Office Box 7880
San Francisco, CA 94120

6. Number of applications and registrations involved: 1

7. Amount of fee enclosed: \$ 40.00

8. If above amount is missing or inadequate, charge deficiency to our Deposit Account No. 61148 / 84571 / CAT / RLT
C# M#

DO NOT USE THIS SPACE

40E

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Cydney Tune

Signature

Cydney A. Tune

Attorney:

Date: 1/25/99

Atty/Sec:

Total number of pages including cover sheet, attachments and document. (excluding duplicate cover sheet)

3

Tel: (415) 983-6443
Fax: (415) 983-1200

ASSIGNMENT

This Assignment is made as of the 15TH day of January, 1999 between The Kroger Co., an Ohio corporation, with its principal office located at 1014 Vine Street, Cincinnati, Ohio 45202-1100 ("Assignor") and The Kroger Co. of Michigan, a Michigan corporation, with an office located at 17390 Laurel Park Drive North, Suite 400, Livonia, Michigan 48152-2686 ("Assignee").

For good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, Assignor assigns to Assignee all right, title and interest in and to the trademark shown on Exhibit A, the goodwill associated therewith, and the registration therefor, together with all rights of action accrued and to accrue under and by virtue hereof, including the right to sue and recover for past infringement.

The effective date of this Assignment is JAN. 15, 1999.

In Witness Whereof, Assignor has caused this Assignment to be duly executed by an authorized representative of the Assignor.

The Kroger Co.

By: Thomas P. O'Brien

Title: ASSISTANT SECRETARY

EXHIBIT "A"

	<u>Mark/Goods</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
1.	CITRUS DROP Soft Drinks	1,749,549	01/26/93