

TRADEMARKS ONLY

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MRS 10-18-99

To the Hon
Please record



101178753

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

The Kroger Co. of Michigan

Entity:

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

3. Interest Conveyed:

- Assignment Change of Name
- Security Agreement Merger
- Other Quitclaim

Execution Date

October 11, 1999

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

Name: Marbo, Inc.

Address: 2425 West Barry Ave.
Chicago, IL 60618

Entity:

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

Citizenship: Illinois

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

- Yes
- No

(The attached document must not be an assignment)

4. Application number(s) or registration number(s). Additional sheet attached?

- Yes No

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,994,132; 1,994,123; 1,602,666; 1,626,204

5. Please mail documents back to:

Calendar/Docketing Dept.
Pillsbury Madison & Strue LLP
Post Office Box 7880
San Francisco, CA 94120

6. Number of applications and registrations involved: 4

7. Amount of fee enclosed: \$ 115

8. If above amount is missing or inadequate, charge deficiency to our Deposit Account No. 03-3975 under Order No. 61148/RLK/CEP/KAS.

10/20/1999 DNGUYEN 00000263 1994132

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 FC:482 75.00 OP

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.

Signature

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

3

Attorney: Caroline E. Papas

Date: _____

Atty/Sec: _____

Tel: (415) 983-6187

Fax: (415) 983-1200

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

QUITCLAIM AND DECLARATION OF THE KROGER CO. OF MICHIGAN

The below-signed declares as follows:

1. I am an officer of The Kroger Co. of Michigan (a Michigan corporation) ("Kroger Michigan").
2. The following registered marks: TAMPICO and Design (Reg.No.1,994,132), TAMPICO (Reg.No.1,994,123), TAMPICO (Reg.No.1,602,666), and TAMPICO CITRUS PUNCH and Design (Reg.No.1,626,204) were included in an assignment made from The Kroger Co. (an Ohio corporation) to Kroger Michigan, executed on September 13, 1999. This assignment was filed for recordation in the Assignment Branch of the United States Patent and Trademark Office on September 14, 1999.
3. On information and belief, Kroger has never owned the above-identified marks.
4. Marbo, Inc. (an Illinois corporation) ("Marbo") claims ownership of the above-identified marks.
5. On information and belief, the above-identified marks were included in the assignment by innocent, inadvertent mistake, and

therefore were never owned by Kroger or assigned to Kroger Michigan.

6. Kroger Michigan hereby quitclaims to Marbo, Inc. (an Illinois corporation) all right, title and interest that Kroger Michigan has or may have had in and to the following marks and any related goodwill: TAMPICO and Design (Reg.No.1,994,132), TAMPICO (Reg.No.1,994,123), TAMPICO (Reg.No.1,602,666), and TAMPICO CITRUS PUNCH and Design (Reg.No.1,626,204).

The undersigned, being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. § 1001, declares that he/she is properly authorized to execute this Declaration, and all statements made of his/her own knowledge are true and all statements made on information and belief are believed to be true.

Dated: October 11, 1999

By: *Paul Heldman*
Name: Paul Heldman
Title: President

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