TRADEMARKS ONLY	TRADEMARKS ONLY
To t	the Honorable Commissioner of Patents and Trademarks se record the attached original document or copy thereof.
Name of Party(ies) conveying an interest:	Name and Address of Party(ies) receiving an interest: Name: Marbo, Inc.
The Kroger Co.	Address: 2425 West Barry Ave. 10-21-1999 Chicago, IL 60618
Entity:	
[] Individual(s) [] Association	101178754
[] General Partnership [] Limited Partnership	Entity:
[x] Corporation-State Ohio	[] Individual(s) [] Association
[] Other	[x] Corporation-State [] General Partnership [] Limited Partnership
	[] Other
3. Interest Conveyed:	Citizenship: Illinois
[x] Assignment [] Change of Name	
[] Security Agreement [] Merger	If not domiciled in the United States, a domestic representative designation is attached:
[x] Other Quitclaim	[] Yes
Execution Date	[] No
October 7, 1999	(The attached document must not be an assignment)
4. Application number(s) or registration number(s). Addi	
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:	6. Number of applications and registrations involved: 4
Calendar/Docketing Dept. Pillsbury Madison & Sutro LLP Post Office Box 7880 San Francisco CA 94120	7. Amount of fee enclosed: \$\frac{115}{}
8. If above amount is missing or inadequate, charge defic	DO NOT USE THIS SPACE
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.
D/20/1999 DNGUYEN 00000262 1994132	Total number of pages including cover
1 FC:481 40.00 OP	sheet, attachments and document.
? FC:482 75.00 0P	(excluding duplicate cover sheet)
Signature	
Attorney: Caroline E. Papas Date:	Tel: (415) 983-6187
Atty/Sec:	Fax: (415) 983-1200

File in DUPLICATE with post card receipt

NO30 11/1996

10/11/99 MON 14:42 FAX 513 762 4935

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

QUITCLAIM AND DECLARATION OF THE KROGER CO.

The below-signed declares as follows:

- 1. I am an officer of The Kroger Co. (an Ohio corporation) ("Kroger").
- 2. On information and belief, 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 FUNCH and Design (Req.No.1,626,204) were included in a security agreement executed by Kroger on behalf of Chemical Bank and July 19, 1994. This security agreement was filed for recordation in the Assignment Branch of the United States Patent and Trademark Office on November 15, 1995 (Reel/Frame 1425/0177).
- On information and belief, Kroger has never owned the above-identified marks, nor does Kroger own these marks now.
- Marbo, Inc. (an Illinois corporation) ("Marbo") claims ownership of the above-identified marks.
- On information and belief, the above-identified marks were included in the security agreement by innocent, inadvertent

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TRADEMARK **REEL: 001977 FRAME: 0088** mistake and therefore were never owned by Kroger or secured by the bank.

- On information and belief, the security interest erronecusly recorded against the above-identified marks was released by Chemical Bank on November 19, 1996 (Reel/Frame 1527/0074).
- Kroger hereby quitclaims and assigns any and all right, 7. title and interest that Kroger has or may have in the aboveidentified marks and any related goodwill to Marbo, Inc.

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.

10xtober 7, 1999

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