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04-13-2000

Docket No.:

314-100 DA

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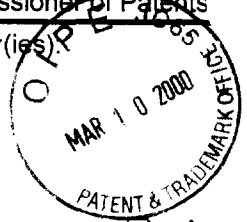
ached original documents or copy thereof.

To the Honorable Commissioner of Patents

1. Name of conveying party(ies):
Bruno's, Inc.

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

Additional names(s) of conveying party(ies) Yes No



2. Name and address of receiving party(ies):

Name: **Bruno's Supermarkets, Inc.**
Internal Address: _____
Street Address: **800 Lakeshore Parkway**
City: **Birmingham** State: **AL** ZIP: **35211**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State **Delaware**
 Other _____

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from
Additional name(s) & address(es) Yes N

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **27 January 2000**

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)		B. Trademark Registration No.(s)			
75/534,133	75/841,980	1,479,152	1,503,161	2,200,209	2,244,825
75,831,653	The Low	1,488,695	2,196,202	2,215,066	
75/831,654	Price Place	1,969,490	2,196,313	2,232,549	

Additional numbers Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: **Donald N. Huff**
Internal Address: **Watson Cole Grindle Watson**

Street Address: **1400 K Street, N.W.**
Tenth Floor

City: **Washington** State: **DC** ZIP: **20005**

6. Total number of applications and registrations involved:..... **15**

7. Total fee (37 CFR 3.41):.....\$ **\$390.00**

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

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01 FC:481 40.00 OP
02 FC:482 350.00 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.

Donald N. Huff *Donald N. Huff* **09 March '00**
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and

3

TRADEMARK

REEL: 002049 FRAME: 0406

ASSIGNMENT OF TRADEMARKS

WHEREAS, effective as of 27 January 2000, Bruno's, Inc. a corporation of Alabama (hereinafter ASSIGNOR), having a principal place of business at 800 Lakeshore Parkway, Birmingham, Alabama 35211 is the owner of the trademark rights and goodwill in and to the following U.S. trademark applications and registrations (THE TRADEMARKS):

<u>Trademarks</u>	<u>App/Reg No.</u>	<u>Filed/Registered</u>
FOODMAX	1,479,152	01 March 1988
MAX PAK	1,488,695	17 May 1988
SWIPEOUT	1,969,490	23 April 1996
FOODMAX	1,503,161	06 September 1988
CHECKOUT FOR CHARITY	2,196,202	13 October 1998
SOUTHERN UP	2,196,313	13 October 1998
SOUTHERN MOUNTAIN	2,200,209	28 October 1998
DR. S	2,215,066	29 December 1998
SOUTHERN HOME	2,232,549	16 March 1999
VINCENT'S MARKET	2,244,825	11 May 1999
SOUTHERN HOME	75/534,133	07 August 1999
SPIRAL REWARDS	75/831,653	26 October 1999
TURKEY DOLLAR\$	75/831,654	26 October 1999
SMART VALU	75/841,980	05 November 1999
THE LOW PRICE PLACE	(awaiting serial no.)	24 January 2000

WHEREAS, Bruno's Supermarkets, Inc. (hereinafter ASSIGNEE), a corporation of Delaware, having a principal place of business at 800 Lakeshore Parkway, Birmingham, Alabama, 35211, is desirous of formally acquiring the said trademark rights and goodwill in

and to THE TRADEMARKS by express assignment;

NOW, THEREFORE, for good and valuable consideration in hand receipt of which is hereby acknowledged, ASSIGNOR does hereby sell, assign, transfer and set over unto ASSIGNEE, its legal representatives, successors, and assigns, all trademark rights in and to said THE TRADEMARKS, together with the business symbolized thereby and goodwill appurtenant thereto, the right to sue and recover for damages for past infringement thereof, all applications to register same, and all licenses and other agreements relating to same.

I hereby set my hand at the date below entered,

Bruno's, Inc.

January 27, 2000

Date

Walter M. Grant

Walter Grant
Vice President