| FORM PTO-1618A Expires 06/30/99 CMB 0651-0927   | 1-15-2000                           | U.S. Department of Commerce Patent and Trademark Office TRADEMARK |  |  |
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| Correspondent Name and Address Area Code and Telephone Number 513-762-4240   |  |  |  |  |
| Name   | Janet Welling  |  |  |  |
| Address (fine 1)   | The Kroger Co.   |  |  |  |
| Address (line 2)   | 1014 Vine Street   |  |  |  |
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|  | 1966331  |  |  |  |
|  | 1966330  |  |  |  |
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|  | Heldman, Vice President/Secretary // Heldman, Vi |  |  |  |

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## TRADEMARK ASSIGNMENT

WHEREAS, Ralphs Grocery Company, a corporation organized under the laws of the State of Delaware, having its principal office at 1100 Artesia Blvd., Los Angeles, CA 90554 (hereinafter the "Assignor"), is the owner of the entire right, title and interest in, to and under the trademarks and the registrations listed on Schedule A attached hereto (the "Marks");

WHEREAS, The Kroger Co. of Michigan, a corporation organized under the laws of the State of Michigan and having its principal office at 18334 Laurel Park Drive, North, Livonia, MI 48152, (hereinafter the "Assignee") desires to acquire the entire right, title and interest in and to the Marks, including the goodwill of the business with which the Marks are used, and the registrations therefor;

NOW, THEREFOR, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, the Assignor hereby sells, assigns and transfers to the Assignee and its successors, Assignor's entire right, title and interest in, to and under the Marks and the registrations thereof, identified in the attached Schedule A, together with the goodwill of the business in connection with which the Marks are used.

Witness my hand this 15 day of August, 2000.

Ralphs Grocery Company

Paul W. Heldman, Vice President and Secretary

STATE OF OHIO ) ss:
COUNTY OF HAMILTON )

On this <u>15</u> day of August, 2000, before me personally appeared Paul W. Heldman, Vice President and Secretary of Ralphs Grocery Company, known to me to be the same person who duly acknowledged the signing of the foregoing assignment to be his voluntary act and deed on behalf of assignor and who executed the same for the uses and purposes therein specified.

DOROTHY DANSBERRY NOTARY PUBLIC, STATE OF OHIO MY COMMISSION EXPIRES 08-28-05 Drewn Dredon



## SCHEDULE A

| MARK                 | REGISTRATION NUMBER | REGISTRATION DATE |
|----------------------|---------------------|-------------------|
| PRIVATE SELECTION    | 2025371             | 12/24/1996        |
| PRIVATE SELECTION    | 1966331             | 04/09/1996        |
| PS PRIVATE SELECTION | 1966330             | 04/09/1996        |

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**RECORDED: 08/15/2000**