

01-05-2001

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101572147
RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID # _____

Correction of PTO Error
Reel # _____ Frame # _____

Corrective Document
Reel # _____ Frame # _____

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger
Effective Date
Month Day Year _____

Change of Name

Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Fred Meyer, Inc.

Execution Date
Month Day Year
12 01 00

Formerly _____

75468118

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name The Kroger Co. of Michigan

DBA/AKA/TA _____

Composed of _____

Address (line 1) 18334 Laurel Park Drive, North

Address (line 2) _____

Address (line 3) Livonia MI 48152

Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Michigan

01/05/2001 INHUYEN 00000229 75468118

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
125.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75468118"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1960597"/>	<input type="text" value="2290742"/>	<input type="text"/>
<input type="text" value="75783592"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2304989"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1750179"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

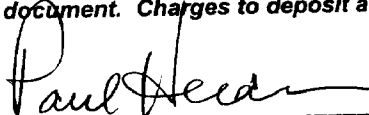
No

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. Charges to deposit account are authorized, as indicated herein.

Paul W. Heldman, V.P. & Secretary

Name of Person Signing



Signature

12/1/00

Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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Trademark Application Number(s)

Registration Number(s)

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TRADEMARK ASSIGNMENT

WHEREAS, Fred Meyer, Inc., a corporation organized under the laws of the State of Delaware, having its principal office at 3800 S.E. 22nd Avenue, P.O. Box 42121, Portland, Oregon (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 1st day of December, 2000.

Fred Meyer, Inc.
By: Paul W. Heldman
Paul W. Heldman, Vice President and Secretary

MRS

STATE OF OHIO)
) ss:
COUNTY OF HAMILTON)

On this 1st day of December, 2000, before me personally appeared Paul W. Heldman, Vice President and Secretary of Fred Meyer, Inc., 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

DOROTHY DANSBERRY
NOTARY PUBLIC, STATE OF OHIO
MY COMMISSION EXPIRES 03-28-05

SCHEDULE A

<u>MARK</u>	<u>REGISTRATION NUMBER</u>	<u>REGISTRATION DATE</u>
FMV VALUE BRAND	1960597	03/05/1996
BUENA COMIDA	2304989	12/28/1999
EVERYDAY LIVING	1750179	02/02/1993
FLORAL ESSENCE	2290742	11/02/1999

<u>MARK</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>
FIRST CHOICE	75/468118	04/15/1998
PERFECT CHOICE	75/783592	08/23/1999