

09-18-2001

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Butler Refrigerated Meats, Inc.
9-7-01

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

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Giant Eagle, Inc.
Internal Address: _____
Street Address: 101 Kappa Drive
City: Pittsburgh State: PA Zip: 15238

Individual(s) citizenship _____
 Association _____
 General Partnership 8-17-2001
 Limited Partnership _____
 Corporation-State Pennsylvania
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: August 28, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
1,667,957

Additional number(s) attached Yes No

6. Total number of applications and registrations involved: **1**

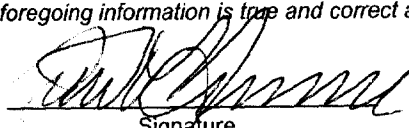
5. Name and address of party to whom correspondence concerning document should be mailed:
Name: DAVID V. RADACK, ESQUIRE
Internal Address: Eckert Seamans
Cherin & Mellott, LLC
USX Tower
Street Address: 600 Grant Street
44th Floor
City: Pittsburgh State: PA Zip: 15219

7. Total fee (37 CFR 3.41).....\$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
02-2556
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

DAVID V. RADACK  September 5, 2001
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: **2**

Mail documents to be recorded with required cover sheet information to:
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Washington, D.C. 20231

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