

05-06-2002



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

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

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Tab settings

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

1. Name of conveying party(ies):

Tops Markets, Inc. 4-25-02

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 04/15/2002

2. Name and address of receiving party(ies)

Name: Tops Brands, Inc.

Internal Address: Suite 1202

Street Address: 300 Delaware Avenue

City: Wilmington State: DE Zip: 19801

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State DE 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

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

A. Trademark Application No.(s)

76/037,445

B. Trademark Registration No.(s)



04-25-2002

U.S. Patent & TMO/TM Mail Rpt Dt. #70

Additional number(s) attached Yes No

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

Name: Sue Heberlig, Paralegal

Internal Address:

McNees, Wallace & Nurick

Street Address: 100 Pine Street

City: Harrisburg State: PA Zip: 17108

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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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.

Sue Heberlig Name of Person Signing

Signature

4.23.2002 Date

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

05/03/2002 TDIAZI 00000073 76037445

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TRADEMARK REEL: 002498 FRAME: 0389

TRADEMARK ASSIGNMENT

This Trademark Assignment, effective as of the 15 day of April, 2002, is made by and between Tops Markets, Inc. ("Markets"), a New York corporation with its principal place of business at 6363 Main Street, Williamsville, New York 14221, and Tops Brands, Inc. ("Brands"), a Delaware corporation with its principal place of business at 300 Delaware Avenue, Suite 1202, Wilmington, Delaware 19801.

Markets is the owner of trademark application no. 76/037,445 for the mark JAVANA COFFEE and Design (the "Mark"); and

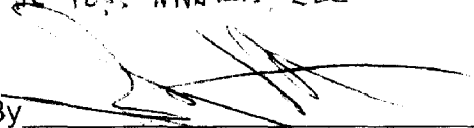
Markets has elected to transfer all of its right, title and interest in and to the Mark to Brands.

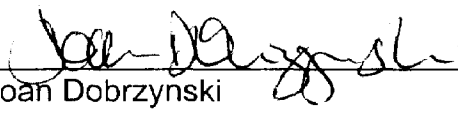
NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, Markets hereby assigns and transfers unto Brands the entire right, title and interest in and to the Mark, including any and all rights in the trade dress and packaging designs related thereto, and any and all other rights which Markets may have acquired with respect thereto pursuant to common law or any other law or regulation or practice, including but not limited to all claims for damages by reason of past infringement of said trademarks, with the right to sue for and collect the same for its own use and enjoyment, and for the use and enjoyment of its successors, assigns, or other legal representatives, together with the good will of the business symbolized thereby.

IN WITNESS WHEREOF, the parties have caused this Trademark Assignment to be duly executed and made effective as of the day and year first written above.

TOPS MARKETS, INC. *New York*
as Tops Markets, LLC

TOPS BRANDS, INC.

By 
Name: John Mineo
Title: VP, General Counsel &
Government Relations

By 
Joan Dobrzynski
President