

09-12-2002

3



102219183

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

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): First National Supermarkets, Inc. 8.23.02

2. Name and address of receiving party(ies) Name: Tops Markets, LLC Internal Address: Street Address: 6363 Main Street City: Williamsville NY 14221 State: Zip: 3. Nature of conveyance: X Assignment nunc pro tunc Merger Execution Date: 09/15/2000

3. Nature of conveyance: X Assignment nunc pro tunc Merger Security Agreement Change of Name Other Execution Date: 09/15/2000

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) Additional number(s) attached X Yes No

B. Trademark Registration No.(s) Additional number(s) attached X Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Sue Heberlig Internal Address: McNeese Wallace & Nurick Street Address: 100 Pine Street City: Harrisburg State: PA Zip: 17108

6. Total number of applications and registrations involved: 11 7. Total fee (37 CFR 3.41): \$ 290 X Enclosed Authorized to be charged to deposit account 8. Deposit account number: (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. Sue Heberlig Signature Date 8/22/02

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

09/11/2002 6T0N11 00000064 1242225

01 FC:481 40.00 OP 02 FC:482 250.00 OP

SCHEDULE A

<u>Mark</u>	<u>Registration Number</u>
GOLDEN GLAZED	1,242,225
FINAST	1,457,095
FINAST	1,449,161
FINAST	1,411,781
FINAST	1,415,359
FINAST	791,795
FINAST	638,553
FINAST	557,127
FINAST	959,600
FINAST	959,601
SIMPLE-PEEL	1,784,278

TRADEMARK ASSIGNMENT

WHEREAS, **First National Supermarkets, Inc.** ("Assignor"), a Massachusetts corporation, having its principal office at 500 North Street, Windsor Locks, Connecticut 06096, has adopted and used the trademarks listed on the Schedule A attached hereto, which are now registered in the United States Patent and Trademark Office;

and WHEREAS, **Tops Markets, LLC** ("Assignee"), a New York limited liability company with its principal office at 6363 Main Street, Williamsville, NY 14221, has succeeded to the business, assets and accompanying goodwill of said First National Supermarkets, Inc.;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound hereby, Assignor hereby sells, assigns, and transfers unto Assignee *nunc pro tunc* as of **September 15, 2000**, the entire right, title and interest in and to those trademarks and trademarks registrations listed on Schedule "A" hereto, together with the goodwill of the business symbolized by the trademarks and trademark registrations, together with 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.

IN WITNESS WHEREOF, the said Assignor has caused this instrument to be executed by its duly authorized corporate officer on the 15th day of August, 2002.

TOPS MARKETS, LLC
f/k/a FIRST NATIONAL SUPERMARKETS, INC.



Name: John Mineo
Title: Vice President, General Counsel and
Secretary

SCHEDULE A

<u>Mark</u>	<u>Registration Number</u>
GOLDEN GLAZED	1,242,225
FINAST	1,457,095
FINAST	1,449,161
FINAST	1,411,781
FINAST	1,415,359
FINAST	791,795
FINAST	638,553
FINAST	557,127
FINAST	959,600
FINAST	959,601
SIMPLE-PEEL	1,784,278