

10-09-2002



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RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

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

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

Fleet Retail Finance Inc.

10-4-02

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other \_\_\_\_\_
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Security Interest Termination
- Merger
- Change of Name

Execution Date: 09/11/2002

2. Name and address of receiving party(ies)

Name: Homeland Stores, Inc.

Internal

Address: \_\_\_\_\_

Street Address: 2601 N.W. Expressway

City: Oklahoma City State: OK Zip: 73112

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State Delaware
- 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) \_\_\_\_\_

B. Trademark Registration No.(s) 1,650,397

1,645,401; 1,555,307; 1,820,865;  
2,520,377; 2,520,378; 2,520,376

Additional number(s) attached  Yes  No

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

Name: Lawrence A. Swain, Esq.

Internal Address: \_\_\_\_\_

Street Address: 9225 Indian Creek Parkway

Suite 1100

City: Overland Park State: KS Zip: 66210

6. Total number of applications and registrations involved: \_\_\_\_\_

**7**

7. Total fee (37 CFR 3.41).....\$ 190.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

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FINANCE SECTION

DO NOT USE THIS SPACE

9. Signature.

Lawrence A. Swain

Name of Person Signing

Signature

9-26-02

Date

Total number of pages including cover sheet, attachments, and document: **3**

10/08/2002 LMUELLER 00000084 1650397

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

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

TRADEMARK  
REEL: 002595 FRAME: 0299

**SECURITY INTEREST TERMINATION**

WHEREAS, Homeland Stores, Inc. (the "Debtor"), granted a security interest to Fleet Retail Finance Inc. ("FRFI") in its trademark (the "Trademark") pursuant to a certain Security Agreement dated as of August 15, 2001 (the "Agreement"), which was filed at the United States Patent and Trademark Office on September 7, 2001 and recorded beginning at Reel 002366 and Frame 614; and

WHEREAS, the obligations of the Debtor to FRFI have been terminated, including the security interests of the Debtor to FRFI under the foregoing Security Agreement.

NOW, THEREFORE, FRFI releases its security interest in, and reassigns to the Debtor, any and all interest in the Trademark on Exhibit A attached hereto. FRFI agrees that, upon the request of the Debtor or any successor in interest or assignee thereof, and at the expense of the Debtor, FRFI will execute any document, cause to be made any filing or take any other action deemed reasonably necessary or advisable by the Debtor, or any successor in interest or assignee thereof, to effectuate the release of interests contemplated herein.

IN WITNESS WHEREOF, FRFI by the signature below of its duly authorized representative agrees to be bound by the provisions of this Security Interest Termination as of this 11<sup>th</sup> day of September, 2002.

FLEET/RETAIL FINANCE INC.  
By: Sally A. Sheehan  
Name: Sally A. Sheehan  
Title: Director

COUNTY OF Middlesex, SS

Then personally appeared before me the above-named Sally A. Sheehan of Fleet Retail Finance Inc. and acknowledged the foregoing to be his free act and deed this 11 day of September, 2002.

Notary Public: Nelou Longueville  
My commission expires: 4/2/04

EXHIBIT A

Borrower's now owned or existing or hereafter acquired or arising registered service marks and Federal service mark applications, registered trademarks, and Federal trade mark applications:

**Trademark/Service Mark Registrations**

<u>TRADEMARK</u>	<u>REGISTRATION NUMBER</u>	<u>REGISTRATION DATE</u>
H (and design) (Class 042 - grocery store services)	1,555,307	9/5/1989
HOMELAND (Class 029 - eggs)	1,645,401	5/21/1991
HOMELAND (Class 042 - grocery store services)	1,650,397	6/9/1991
A GOOD DEAL BETTER (Class 042 - grocery store services)	1,820,865	2/8/1994

**Trademark Applications**

<u>MARK</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>
HOMELAND (Class 029 - milk and milk products)	78/066,230	5/29/2001
HOMELAND (Class 030 - ice cream)	78/066,216	5/29/2001
HOMELAND (Class 032 - orange juice)	78/066,210	5/29/2001