

Form PTO-1594 (rev 3/1)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U. S. Department of Commerce 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): Butson's Enterprises of Massachusetts, Inc. Individual(s) Association General Partnership Limited Partnership [X] Corporation - Massachusetts Other Additional name(s) of conveying party(ies) attached? Yes [X] No

2. Name and Address of receiving party(ies): Surry Licensing LLC 7 Corporate Drive Keene, NH 03431 Individual(s) citizenship Association General Partnership Limited Partnership Corporation [X] Other - Limited Liability Company - New Hampshire If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No [X] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes [X] No

3. Nature of conveyance: [X] Assignment Merger Security Agreement Change of Name Other: Execution Date: September 13, 2003

4. Application number(s) or registration number(s): A. Trademark Application No(s). B. Trademark Registration No(s). Please see attached. Additional numbers attached? [X] Yes No

B. Trademark Registration No(s). Please see attached. Additional numbers attached? [X] Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Kenneth A. Rubenstein, Esq. SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036

6. Total number of applications/registrations involved: 4

7. Total fee (37 CFR 3.41) \$115 [X] All fees and any deficiencies are authorized to be charged to Deposit Account (Our Ref. 003170/24)

8. Deposit Account No. 19-2385

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. Kenneth A. Rubenstein Signature November 5, 2003 Date Name Signature Date Total number of pages including cover sheet, attachments, and document: 8

CH \$116.00 192385 2209288

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CONTINUATION OF ITEM 4. Trademark Application and Registration Numbers

A. Trademark Application No(s).	B. Trademark Registration No(s).
	2209288
	2326218
	2209289
	2209290

ASSIGNMENT OF INTELLECTUAL PROPERTY
(Supervalu- RO-JACK'S)

This ASSIGNMENT OF INTELLECTUAL PROPERTY, dated as of September 13 2003 (this "Assignment") by Butson's Enterprises of Massachusetts, Inc., a Massachusetts corporation ("Assignor"), in favor of Surry Licensing LLC, a New Hampshire limited liability company ("Assignee") with its principal place of business at 7 Corporate Drive Keene NH 0343

WITNESSETH

WHEREAS, C&S Acquisition LLC, SUPERVALU INC. and the other entities identified therein are parties to an Asset Exchange Agreement, dated as of September 6, 2003, whereby Assignee will acquire all rights associated with certain of the assets of Assignor (as amended from time to time, the "Asset Exchange Agreement").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign, transfer and deliver to Assignee all of Assignor's right, title, and interest in and to:

All trademark registrations and applications set forth on Attachment I, all goodwill associated therewith, and rights to sue for past Infringement (as defined in the Asset Exchange Agreement) thereof, and all rights corresponding to the foregoing throughout the world; and

All Internet domain names set forth on Attachment II and all rights corresponding to the foregoing throughout the world.

Assignor further agree, without further consideration, to cause to be performed such lawful acts and to execute such further assignments and other lawful documents as Assignee may reasonably request to effectuate fully this Assignment.

11/05/2003

17:02

SKADDEN ARPS → 917033065995#003170

NO. 844 0005

NO. 700 002

11/04/2003

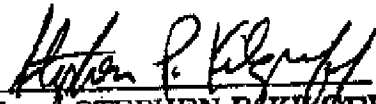
12:07

SKADDEN ARPS → 919177774188P003170

IN WITNESS WHEREOF, the undersigned have caused this Assignment to be executed by the signature of its duly authorized officer as of the date above first written.

ASSIGNOR:


Butson's Enterprises of Massachusetts, Inc.

By: 
Name: STEPHEN P. KILGRIFF
Title: VICE PRESIDENT

Acknowledged and Accepted:

ASSIGNEE:

Surry Licensing LLC

By: 
Name:
Title: SVP

STATE OF New York)
COUNTY OF New York) SS.

I, a notary public, in and for the county and state aforesaid, do hereby certify that Stephen R. Guff personally known to me to be the VP of Butson's Enterprises of Massachusetts, Inc., a Massachusetts corporation, appeared before me this day in person and acknowledged that (s)he signed the above and foregoing instrument as his/her free and voluntary act and as the free and voluntary act of said corporation pursuant to authority granted to him/her by the board of directors of said corporation for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal this 13 day of September, 2003.

Demian Akhan
Notary Public

My commission expires: 10/2/05

DEMIAN AKHAN
Notary Public, State of New York
No. 01AK5048189
Qualified in New York County
Commission Expires October 2, 2005

STATE OF New York)
) SS.
COUNTY OF New York)

I, a notary public, in and for the county and state aforesaid, do hereby certify that Carl Westrich personally known to me to be the _____ of Butson's Enterprises of Massachusetts, Inc., a Massachusetts corporation, appeared before me this day in person and acknowledged that (s)he signed the above and foregoing instrument as his/her free and voluntary act and as the free and voluntary act of said corporation pursuant to authority granted to him/her by the board of directors of said corporation for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal this 13 day of September, 2003.

Demian Akhan
Notary Public

My commission expires: Oct 2, 2005

DEMIAN AKHAN
Notary Public, State of New York
No. 01AK5048188
Qualified in New York County
Commission Expires October 2, 2005

ATTACHMENT I TO ASSIGNMENT OF INTELLECTUAL PROPERTY
Trademarks

Legal Entity	Mark	Type	Registration
Butson's Enterprise of Massachusetts, Inc.	RO-JACK'S	Federal	2,209,288
Butson's Enterprise of Massachusetts, Inc.	RO-JACK'S	Federal	2,326,218
Butson's Enterprise of Massachusetts, Inc.	RO-JACK'S	Federal	2,209,289
Butson's Enterprise of Massachusetts, Inc.	RO-JACK'S	Federal	2,209,290

11/05/2003 17:02 SKADDEN ARPS → 917033065995#003170
11/04/2003 12:07 SKADDEN ARPS → 919177774188P003170

NO. 844 0009
NO. 700 006

ATTACHMENT II TO ASSIGNMENT OF INTELLECTUAL PROPERTY
Internet Domain Names

<u>Internet Domain Name</u>	<u>Listed Registrant</u>
rojacks.com	Butson's Enterprise of Massachusetts, Inc.