

5-22-03

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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

RECORDATION FOR TRADEMARK



DEPARTMENT OF COMMERCE 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): Genuardi's Family Markets, L.P. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation-State [] Other Additional name(s) of conveying party(ies) attached? [] Yes [x] No

2. Name and address of receiving party(ies) Name: SAFEWAY INC. Internal Address: Street Address: 5918 Stoneridge Mall Road City: Pleasanton State: CA Zip: 94588-3229 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [x] Corporation-State DELAWARE [] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [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: 05/07/2003

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 2,062,539 Additional number(s) attached [] Yes [x] 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: LEWIS F. GOULD, JR. Internal Address: DUANE MORRIS LLP Street Address: ONE LIBERTY PLACE City: PHILADELPHIA State: PA Zip: 19103

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

8. Deposit account number: 04-1679

DO NOT USE THIS SPACE

9. Signature. 06/12/2003 DATE 00000069 2062539 01 FC:652 LEWIS F. GOULD, JR. 40.00 OP Name of Person Signing Signature Date May 19 2003 Total number of pages including cover sheet, attachments, and document: 3

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

ASSIGNMENT

WHEREAS, Genuardi's Family Market , L.P., a limited partnership organized under the laws of Delaware, located and doing business at 301 East Germantown Pike, Norristown PA 19401 (hereinafter referred to as Assignor) is the owner of the registered and pending application trademarks shown in Exhibit A hereto attached; and

WHEREAS, Safeway Inc., a corporation organized under the laws of Delaware, located and doing business at 5918 Stoneridge Mall Road, Pleasanton CA 94588 (hereinafter referred to as Assignee), desires to obtain said trademarks in Exhibit A and the application/**registration** thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to said marks, together with the good will of the business symbolized by the mark, and the above identified application for registration/**registration** of said mark.

5/7/03
Date

Linda C. Sayler
Linda C. Sayler, Assistant Vice President & Asst. Secretary
GFM Holdings, LLC as General Partner

SCHEDULE A

<u>Registration No.</u>	<u>Mark</u>	<u>Registration Date</u>
Registration No. 2,062,539	GENUARDI'S and gapple design	05/20/1997