

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

1. Name of conveying party(ies):
JPMorgan Chase Bank (formerly known as The Chase Manhattan Bank)

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - New York banking corporation
 Other

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

2. Name and Address of receiving party(ies)
Name: The Great Atlantic & Pacific Tea Company, Inc.
Address: 2 Paragon Drive, Montvale, NJ 07645

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation - Maryland
 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

3. Nature of conveyance:

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

Effective Date: November 21, 2003

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s): _____
 B. Trademark Registration No.(s): 1409723, 1409722
 Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Hayley M. Smith
 Senior Legal Assistant
 Kirkland & Ellis
 153 East 53rd Street
 New York, NY 10022-4675
 Telephone (212) 446-4800
 Fax (212) 446-4900

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41)..... \$ 65
 Enclosed
 To be Charged to Deposit Account

8. Deposit Account No. 111098
 (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.

Hayley M. Smith Hayley M. Smith December 2, 2003
 Name of Person Signing Signature Date

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

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

CH \$65.00 111098 1409723

RELEASE OF SECURITY INTEREST IN TRADEMARK

THIS RELEASE OF SECURITY INTERESTS IN TRADEMARK (this "Release") is made as of November 21, 2003 ("Effective Date") by and between The Great Atlantic & Pacific Tea Company, Inc., a Maryland corporation with its principal office at 2 Paragon Drive, Montvale, New Jersey 07645 ("Grantor"), and JPMorgan Chase Bank (formerly known as The Chase Manhattan Bank), a New York banking corporation with its principal office at 270 Park Avenue, New York New York 10017 ("Grantee"), as Agent.

WHEREAS, pursuant to the terms and conditions of that certain U.S. Security Agreement by and between Grantor and Grantee dated February 23, 2001 (the "Security Agreement"), Grantor granted to Grantee a security interest in and to the trademark registrations set forth on Schedule A attached hereto, together with the goodwill associated therewith (the "Trademarks"); and

WHEREAS, the Security Agreement was recorded with the United States Patent and Trademark Office ("PTO") on March 6, 2001 at Reel 2254, Frame 0490;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantee hereby terminates, cancels and releases any and all security interests it has against the Trademarks.

Grantee represents and warrants that: (i) it has the full power and authority to execute this Release; and (ii) it has not assigned, transferred, restricted or otherwise encumbered any security interest it has against the Trademarks.

Grantee shall take all further actions, and provide to Grantor, its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), necessary to effectuate the purposes of this Release.

* * * * *

IN WITNESS WHEREOF, Grantee has caused this Release to be executed by its duly authorized representative to be effective as of the Effective Date.

JPMORGAN CHASE BANK, as Agent

[Handwritten Signature]

Name: BARRY K. BERGMAN
VICE PRESIDENT

Title: _____

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

On this 20th day of November, 2003, there appeared before me Barry K. Bergman, personally known to me, who acknowledged that he signed the foregoing Release as his voluntary act and deed on behalf and with full authority of JPMorgan Chase Bank

[Handwritten Signature]
Notary Public

EDELIN C. ADDERLEY
Notary Public, State of New York
No. 01AD6079940
Qualified in Bronx County
Commission Expires September 03, 2006

SCHEDULE A

U.S. TRADEMARK REGISTRATIONS

| MARK | STATUS | JURISDICTION | SERIAL/REG. NO. | SERIAL/REG. DATE |
|---------------|---------------|---------------------|------------------------|-------------------------|
| BOKAR | Registration | United States | 1,409,723 | 9/16/86 |
| EIGHT O'CLOCK | Registration | United States | 1,409,722 | 9/16/86 |