

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
-------------------------	----------------

NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
------------------------------	--

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Smith's Food & Drug Centers, Inc.		12/29/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	The Kroger Co. of Michigan
Street Address:	18334 Laurel Park Drive
City:	Livonia
State/Country:	MICHIGAN
Postal Code:	48152
Entity Type:	CORPORATION: MICHIGAN

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	2206011	SKIM ROYALE

CORRESPONDENCE DATA	
Fax Number:	(503)228-9446
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	(503) 226-7391
Email:	john.stuart@klarquist.com
Correspondent Name:	John W. Stuart
Address Line 1:	121 S.W. Salmon Street
Address Line 2:	Suite 1600
Address Line 4:	Portland, OREGON 97204

ATTORNEY DOCKET NUMBER:	5844-50643
--------------------------------	------------

NAME OF SUBMITTER:	Taunya Wilcox
---------------------------	---------------

Total Attachments: 2 source=skim royale pg 1#page1.tif source=skim royale pg 2#page1.tif

CH \$40.00 2206011

ASSIGNMENT

WHEREAS, Smith's Food & Drug Centers, Inc., a Delaware corporation, having its principal place of business at 1550 South Redwood Road, Salt Lake City, Utah 84104, is the registered owner of United States trademark Registration No. 2,206,011, registered November 24, 1998, covering the mark SKIM ROYALE; and

WHEREAS, The Kroger Co. of Michigan, a Michigan corporation, having offices at 18334 Laurel Park Drive, Livonia, Michigan 48152, is desirous of acquiring said mark and the registration therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Smith's Food & Drug Centers, Inc. does hereby sell, assign, transfer and set over unto the said The Kroger Co. of Michigan all rights, title and interest in and to the said trademark, together with the goodwill of the business symbolized by the mark and the registration therefor.

THIS ASSIGNMENT dated and effective as of 12/29/2003.

SMITH'S FOOD & DRUG CENTERS, INC.

Date: 12-29-03

By Paul Heldman

Name: Paul W. Heldman

Title: Vice President and Secretary

STATE OF OHIO)
) ss.
COUNTY OF HAMILTON)

On this 29th day of December, 2003, before me personally came the above-named Paul Heldman, who executed the foregoing instrument in my presence, and who acknowledged to me that he executed the same of his own free will for the purposes set forth.

Cathleen B Owen

Notary Public for OHIO

My Commission expires: September 22, 2007

[SEAL]