

08-15-2003

OFFICE

Docket No. 18614.0636



102525466

OVER SHEET

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

8-12-03

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date

Month Day Year
08 08 2003

Name Fleming Companies, Inc.

Formerly _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____
- Citizenship/State of Incorporation/Organization Oklahoma

Receiving Party

Mark if additional names of receiving parties attached

Name Core-Mark International, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 395 Oyster Point Boulevard, Suite 415

Address (line 2) _____

Address (line 3) South San Francisco
City

California
State/Country

94080
Zip Code

- Individual
 - General Partnership
 - Limited Partnership
 - Corporation
 - Association
 - Other _____
 - Citizenship/State of Incorporation/Organization Delaware
- If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

08/14/2003 ECOOPER 00000082 191565 2458539

01 FC:8521 40.00 DA
02 FC:8522 25.00 DA

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

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name _____

Address (line 1) _____

Address (line 2) _____

Address (line 3) _____

Address (line 4) _____

Correspondent Name and Address

Area Code and Telephone Number

202.663.8000

Name Kathy J. McKnight

Address (line 1) ShawPittman LLP

Address (line 2) 2300 N. Street, NW

Address (line 3) Washington, D.C. 20037-1128

Address (line 4) _____

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 2

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

2458539 2429626

Number of Properties Enter the total number of properties involved. # 2

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ _____

Method of Payment: Enclosed Deposit Account

Deposit Account
(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: # 19-1565

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Kathy J. McKnight
Name of Person Signing

Kathy McKnight
Signature

Aug. 12, 2003
Date Signed

ASSIGNMENT

WHEREAS, FLEMING COMPANIES, INC., an Oklahoma corporation, having an address of 1945 Lakepointe Drive, Lewisville, Texas 75029 (hereinafter "ASSIGNOR") adopted, used and is using the marks listed on Appendix A hereto for the services listed on Appendix A and is the record owner of United States Federal Service Mark Registration Nos. 2,458,539 and 2,429,626 thereof.

WHEREAS, Core-Mark International, Inc., a Delaware corporation, having an address of 395 Oyster Point Boulevard, Suite 415, South San Francisco, California 94080 (hereinafter "ASSIGNEE"), is desirous of acquiring all rights, title and interest in and to the said service marks, the goodwill symbolized thereby, and the United States registrations thereof.

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby mutually acknowledged, ASSIGNOR hereby sells, assigns, transfers and conveys to ASSIGNEE all rights, title and interest in and to the service marks FEASTONA and JAVA STREET & Design, the goodwill symbolized thereby, and United States Service Mark Registration Nos. 2,458,539 and 2,429,626 thereof.

FLEMING COMPANIES, INC.

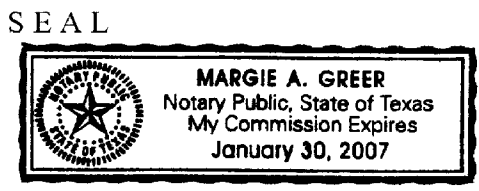
By: *Carlos M. Hernandez*

Title: EVP, General Counsel and Secretary

STATE OF TEXAS)
 : ss:-
COUNTY OF DENTON)

Signed before me this 8th day of August, 2003.

Margie A. Greer
Notary Public



My commission expires: 1-30-07

APPENDIX A

Registration No.	Mark	Services	Issue Date
2,458,539	FEASTONA	Retail kiosk services, namely, a section within a retail supermarket, other retail stores, or stand-alone kiosks, which feature ready-made food products	June 5, 2001
2,429,626	JAVA STREET & Design	Retail kiosk services, namely, a section within a retail supermarket, other retail stores, or stand-alone kiosks, which feature ready-made food products	February 20, 2001