FORM PTO-1594

(Rev. 03/01) OMB No. 0651-0027 (exp. 05/31/02) 102560547

U.S.	DE	PARI	MENT	of	CC	MMERCI
Paten	ıt .	and	Trad	emar	·k	Office

Randall's Food and Drugs, Inc.   Individual(s)   Association   Additional number statched?   Yes   No	To the Director of the United States Patent and Trademark Office. Please record the	attached original documents or copy thereof.
Individual(s)		2. Name and address of receiving party(ies):
Individual(s)	Randall's Food and Drugs, Inc.	
Ceneral Partnership   Estimated Partnership   Ceneral Partnersh	☐ Individual(s) ☐ Association	Houston, Texas 77042
Corporation - Date of Defension   Corporation   Corporation   Corporation   Corporation   Corporation   Corporation   Corporation is attached   Yes   No	General Partnership Limited Partnership	
Carporation - Carporation - Corporation - Carporation - Ca	□ Corporation - State of Delaware	☐ General Partnership ☐ Limited Partnership - Delaware
3. Nature of Conveyance:    Assignment	Other	Corporation –
Additional name(s) & address(es) attached?   Yes   No	Additional name(s) of conveying party(ies) attached?  Yes  No	
Security Agreement   Change of Name     Other     Execution Date: June 20, 2003	3. Nature of Conveyance:	(Designations must be a separate document from Assignment)
Execution Date: June 20, 2003  4. Application number(s) or registration number(s):  A. Trademark Application No.(s)  See Attached  Additional numbers attached? Yes No  See Attached  Additional numbers attached? Yes No  Total number of applications and registrations involved: 28  Jordan S. Weinstein, Esquire OBLON, SPIVAK, McCLELLAND, MAIER & NEUSTADT, P.C. Attorneys at Law 1940 Duke Street Alexandria, Virginia 22314  OSMMN Ref: 210395US-10885-56  B. Trademark Registration No.(s)  See Attached  7. Total fee (37 CFR 3.41): \$965.00  Enclosed Authorized to be charged to deposit account B. Deposit account number: 50-2014 (Attach duplicate copy of this page if paying by deposit account)  DO NOT USE THIS SPACE  9. Statement and signature.		Additional name(s) & address(es) attached?   Yes   No
Execution Date: June 20, 2003  4. Application number(s) or registration number(s):  A. Trademark Application No.(s)  75/183,819  See Attached  Additional numbers attached? Yes No  5. Name and address of party to whom correspondence concerning document should be mailed.  Jordan S. Weinstein, Esquire OBLON, SPIVAK, McCLELLAND, MAIER & NEUSTADT, P.C. Attorneys at Law 1940 Duke Street Alexandria, Vigninia 22314  OSMMN Ref: 210395US-10885-56  B. Trademark Registration No.(s)  See Attached  6. Total number of applications and registrations involved: 38  ### Authorized to Be charged to deposit account  8. Deposit account number: 50-2014 (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.	☐ Security Agreement ☐ Change of Name	
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document.		
Jordan S. Weinstein June 24, 2003		true and correct and any attached copy is a true copy of the original
Jordan S. Weinstein Lardam J. Weinstein June 24, 2003	11	011
Name of Person Signing Signature Date	Jordan S. Weinstein Name of Person Signing Signia	Weinstein June 24, 2003 ture Date
Total number of pages, including cover sheet, attachments, and document: 7	· · · · · · · · · · · · · · · · · · ·	

Mail documents to be recorded with required cover sheet information to:

Director of the United States Patent and Trademark Office Mail Stop Assignment Recordation Services Alexandria, Virginia 22313

## Recordation Form Cover Sheet – Page 2 4.B: Additional Trademark Registration Nos.

2,384,508	1,875,694	2,316,646
2,342,996	1,417,880	2,441,903
2,215,144	2,503,333	2,353,454
2,353,453	2,503,337	2,353,451
2,503,334	2,405,214	2,420,564
2,503,336	2,353,452	2,408,551
2,503,340	2,448,983	2,363,894
2,503,332	2,448,981	2,179,378
2,448,982	2,153,449	2,300,878
2,448,753	2,421,277	2,161,249
2,357,234	2,429,762	2,305,066
2,331,520	2,356,825	2,342,717
2,403,278		

## **EXHIBIT 1**

Trademark	Application/ Registration No.
R REMARKABLE & Design	75/183,819
MENU SELECTIONS	2,215,144
THE BUSY CHEF	2,384,508
SIMON DAVID	1,417,880
TOM THUMB FOOD & PHARMACY	1,875,694
REMARKABLE RANDALL'S	2,503,333
RANDALL'S FOOD & DRUGS & Design	2,503,337
RANDALL'S FLAGSHIP	2,503,334
TELL A FRIEND ABOUT RANDALL'SYOUR REMARKABLE STORE	2,503,336
RANDALLS FOOD & PHARMACY	2,503,340
RANDALL'S STYLIZED	2,503,332
R REMARKABLE	2,405,214
FLAGSHIP	2,353,452
TOM THUMB CARES CANCER AWARENESS REQUIRES EDUCATION AND SUPPORT	2,448,983
RANDALLS FOR KIDS & Design	2,448,981
TOM THUMB FOR KIDS	2,448,982
REMARKABLE	2,448,753
RANDALLS REMARKABLE	2,357,234
R REMARKABLE DESIGN	2,153,449
RANDALLS CARES CANCER AWARENESS REQUIRES EDUCATION AND SUPPORT	2,421,277
KINDNESS FOR KIDS (Stylized)	2,429,762

Trademark	Application/ Registration No.
TOM THUMBYOUR REMARKABLE STORE	2,316,646
TOM THUMB REWARD	2,441,903
FLAGSHIP	2,353,454
FLAGSHIP	2,353,451
FLAGSHIP	2,420,564
YOUR REMARKABLE STORE	2,408,551
R REMARKABLE	2,363,894
TODOS SANTOS	2,179,378
PURRFECTLY REMARKABLE	2,300,878
CAN DO! & Design	2,161,249
REMARKABLE	2,305,066
R REMARKABLE	2,331,520
R REMARKABLE	2,356,825
R REMARKABLE	2,342,717
R REMARKABLE	2,403,278
REMARKABLE REWARDS	2,342,996
FLAGSHIP	2,353,453

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**ASSIGNMENT** 

WHEREAS, RANDALL'S FOOD & DRUGS, INC., a corporation organized

under the laws of Delaware, located and doing business at 3663 Briarpark Drive,

Houston, Texas 77042 (hereinafter referred to as "Incorporated") was the owner of the

trademark registrations and applications as set forth in the Index attached hereto as

Exhibit 1; and

WHEREAS, RANDALL'S FOOD & DRUGS, LP, a limited partnership

organized under the laws of Delaware located and doing business at 3663 Briarpark

Drive, Houston, Texas 77042, whose general partner is RANDALL'S FOOD

MARKETS, INC., a corporation organized under the laws of Delaware, located and

doing business at 3663 Briarpark Drive, Houston, Texas 77042 (hereinafter referred to as

"Partnership"), is the successor to the entire business of Incorporated:

WHEREAS, Partnership succeeded to the ownership of the trademark

registrations and applications as set forth in the Index attached hereto as Exhibit 1; and

WHEREAS, Partnership desires to record its ownership of the trademark

registrations and applications as set forth in the Index attached hereto.

NOW, THEREFORE, this instrument witnesseth that, effective on the 2<sup>nd</sup> day of

May, 2001, Partnership acquired all rights, title and interest in and to the trademark

registrations and applications as set forth in the Index attached hereto as Exhibit 1 and the

goodwill connected with and symbolized by the trademarks together with the right to recover for past infringement of said trademarks prior to the date of this instrument.

RANDALL'S FOOD & DRUGS, INC.

Signature:

RANDALL'S FOOD & DRUGS, LP

RANDALLS FOOD MARKETS IN

Signature:

Name: David E. Dullawi (printed or typewritten)

lame: DAVID E. d

(printed or typewritten)

Title/Position: Assr VI Assr Section

Title/Position: ASST VP/ASST SECRETARY

Date:

JSW/dlb I:\atty\JSW\Safeway\10885-210395US-Assignment.doc

ASSIGNMENT

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WHEREAS, Partnership succeeded to the ownership of the trademark

registrations and applications as set forth in the Index attached hereto as Exhibit 1; and

WHEREAS, Partnership desires to record its ownership of the trademark

registrations and applications as set forth in the Index attached hereto.

NOW, THEREFORE, this instrument witnesseth that the Partnership acquired all

rights, title and interest in and to the trademark registrations and applications as set forth

in the Index attached hereto as Exhibit 1 and the goodwill connected with and symbolized

TRADEMARK

REEL: 002833 FRAME: 0474

trademarks prior to the date of this instrument.	
RANDALL'S FOOD & DRUGS, INC.	RANDALL'S FOOD & DRUGS, LP BY ITS GENERAL PARTNER RANDAZLS FOOD MARKETS MC.
Signature:	Signature: Signature:
Name: David E- Normania (printed or typewritten)	Name: David E. Duran, (printed or typewritten)

by the trademarks together with the right to recover for past infringement of said

Title/Position: AssrVP/AssrSecretary

Date: 6/20/03

Date: 6/20/03

JSW/d1b I:\atty\JSW\Safeway\10885-210395US-Assignment2.doc

## **EXHIBIT 1**

Trademark	Application/ Registration No.
R REMARKABLE	75/584,025
RANDALL'S FOOD & DRUGS YOUR REMARKABLE STORE! & Design	2,503,335
FLAGSHIP	2,622,624
TOM THUMB	1,975,931

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**RECORDED: 06/25/2003**