

09-29-2003

FORM PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 05/31/02)



U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

102561255

To the Director of the United States Patent and Trademark Office. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Randall's Food and Drugs, Inc.

- Individual(s)       Association
- General Partnership     Limited Partnership
- Corporation - State of Delaware
- Other \_\_\_\_\_

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

3. Nature of Conveyance:

- Assignment       Merger
- Security Agreement     Change of Name
- Other \_\_\_\_\_

Execution Date: June 20, 2003

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

75/183,819

B. Trademark Registration No.(s)

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, Virginia 22314  
OSMMN Ref: 210395US-10885-56

6. Total number of applications and registrations involved: 38

7. Total fee (37 CFR 3.41):      \$965.00

- Enclosed
- 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.

Jordan S. Weinstein  
Name of Person Signing

Signature

June 24, 2003  
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

TRADEMARK  
REEL: 002834 FRAME: 0226

**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**

| <b>Trademark</b>   | <b>Application/<br/>Registration No.</b> |
|--|--|
| 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'S...YOUR<br>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<br>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<br>REQUIRES EDUCATION AND SUPPORT  | 2,421,277                                |
| KINDNESS FOR KIDS (Stylized)                                       | 2,429,762                                |

| <b>Trademark</b>                  | <b>Application/<br/>Registration No.</b> |
|-----------------------------------|--|
| TOM THUMB...YOUR 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: 

Name: DAVID E. DURANT  
(printed or typewritten)

Title/Position: ASST VP / ASST SECRETARY

Date: 6/20/03

RANDALL'S FOOD & DRUGS, LP

BY ITS GENERAL PARTNER  
RANDALLS FOOD MARKETS INC.

Signature: 

Name: DAVID E. DURANT  
(printed or typewritten)

Title/Position: ASST VP / ASST SECRETARY

Date: 6/20/03

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June 25, 2003

Honorable Commissioner for Trademarks  
2900 Crystal Drive  
Arlington, VA 22202-3514

ATTORNEYS AT LAW  
JORDAN S. WEINSTEIN  
(703) 412-6442  
JWEINSTEIN@OBLON.COM

Re: RANDALL'S FOOD AND DRUGS, LP  
Mark: VARIOUS TRADEMARKS  
Atty Dkt. No.: 210395US56SD

Dear Commissioner:

We enclose the following for filing in the U.S. Patent and Trademark Office:

Assignment

Also enclosed is our check for the required filing fee in the amount of \$115.00.

The Commissioner is hereby authorized to charge any additional fees which may be required, or credit any overpayment, to Account No. 50-2014.

Respectfully submitted,

OBLON, SPIVAK, MCCLELLAND,  
MAIER & NEUSTADT, P.C.

  
Jordan S. Weinstein

JSW/dlb

## 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 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



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: 

Name: DAVID E. DURANT  
(printed or typewritten)

Title/Position: ASST VP / ASST SECRETARY

Date: 6/20/03

RANDALL'S FOOD & DRUGS, LP

BY ITS GENERAL PARTNER  
RANDALL'S FOOD MARKETS INC.

Signature: 

Name: DAVID E. DURANT  
(printed or typewritten)

Title/Position: ASST VP / ASST SECRETARY

Date: 6/20/03

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**EXHIBIT 1**

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

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