

FORM PTO-1594  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)  
M&G 8442.156US01

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

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

1. Name of conveying party(ies):  
  
 Surry Licensing, LLC

Individuals       Association  
 General Partnership       Limited Partnership  
 Corporation-State of  
 Other: New Hampshire limited liability company

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

2. Name and address of receiving party(ies):  
  
 SUPERVALU Holdings, Inc.  
 11840 Valley View Road  
 Eden Prairie, MN 55344

Individual(s) citizenship       Association  
 General Partnership       Limited Partnership  
 Corporation-State of Missouri  
 Other: \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  
 Yes       No  
 (Designations must be separate document from Assignment)

Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:  
 Assignment       Merger  
 Security Agreement       Change of Name  
 Other: \_\_\_\_\_

Execution Date: April 29, 2004

4. Application number(s) or trademark number(s):  
 A. Trademark Application No.(s)/ Mark(s)  
 B. Trademark Reg. No.(s)/Mark(s)

**See attached Appendix A**

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Scott W. Johnston  
 Address: MERCHANT & GOULD P.C.  
P.O. Box 2910  
Minneapolis, MN 55402-0910


6. Total number of applications and trademarks involved: Eight (8)

7. Total fee (37 CFR 3.41):      \$215.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Please charge any additional fees or credit any overpayments to our Deposit account number: 13-2725

DO NOT USE THIS SPACE

9. Signature:  
  
Scott W. Johnston  
 Name of Person Signing

  
 Signature

May 19, 2004  
 Date

Total number of pages including cover sheet, attachments, and document: Four (4)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patent & Trademarks, Box Assignments  
Director of the United States Patent and Trademark Office  
Washington, D.C. 20231

CHI \$216.00 132726 2490140

**APPENDIX A**

<b>Registration No.</b>	<b>Mark</b>	<b>Goods/Services</b>	<b>Issue Date</b>
2,490,140	SAMURAI STIR FRY FESTIVAL FOODS & Design	Prepared meals consisting primarily of beef or chicken and vegetables	September 18, 2001
2,469,156	TOT SPOT	Child care services featuring a supervised play area for children to use while adults are shopping	July 17, 2001
2,529,031	DAD'S CHICKEN BREASTS FESTIVAL FOODS & Design	Poultry	January 15, 2002
2,539,075	MOM'S MEATLOAF FESTIVAL FOODS & Design	Prepared meatloaf mix consisting primarily of beef, pork and spices	February 19, 2002
2,566,497	RIBS ON A STICK FESTIVAL FOODS & Design	Prepared meats	May 7, 2002
2,625,726	GRANDMA'S PIES FESTIVAL FOODS & Design	Bakery products	September 24, 2002
2,670,811	OKTOBERFEST BRATS FESTIVAL FOODS & Design	Meats	January 7, 2003
2,693,222	EVERYTHING YOU'RE LOOKING FOR . . . INCLUDING LOW PRICES	Retail supermarket services	March 4, 2003

ASSIGNMENT

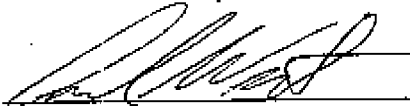
WHEREAS, SURRY LICENSING LLC, a limited liability company of New Hampshire, having an address of 7 Corporate Drive, Keene, New Hampshire 03431 (hereinafter "SURRY") acquired from a predecessor in interest various marks associated with supermarket services rendered under the mark FESTIVAL FOODS and is the record owner of the United States Federal Registrations listed on Appendix A hereto for the listed goods and services.

WHEREAS, SURRY acquired from a predecessor in interest various common law marks associated with supermarket services rendered under the mark FESTIVAL FOODS, as listed on Appendix B hereto.

WHEREAS, Supervalu Holdings, Inc., a Missouri corporation, having an address of 11840 Valley View Road, Eden Prairie, Minnesota 55440 (hereinafter "SUPERVALU"), is desirous of acquiring all rights, title and interest in and to the said marks, the goodwill symbolized thereby, the United States registrations thereof and the common law rights which were acquired by SURRY.

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, SURRY hereby sells, assigns, transfers and conveys to SUPERVALU all of its rights, title and interest in and to the marks listed on Appendices A and B hereto, the goodwill symbolized thereby, the United States Registrations thereof.

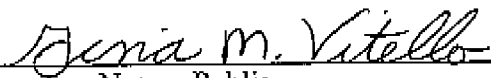
SURRY LICENSING, LLC

By:   
Carl G. Wistreich  
Senior Vice President

STATE OF Vermont )  
 :  
COUNTY OF Windham )

ss:-

Signed before me this 29th day of April, 2004.

  
Notary Public

SEAL

My commission expires: 2/10/2007

**TRADEMARK**

REEL: 002856 FRAME: 0325

**APPENDIX B**

KITCHEN CLASSICS  
LEMON PEPPER PORK ROAST  
ANN E. BEES SOUTHERN STYLE CHICKEN  
OKTOBERFEST TURKEY BRATS  
TAKE & BAKE COOKIE DOUGH  
PIZZA PARLOR PIZZA  
AUNT BEA'S BAGELS  
BURGUNDY PEPPER SPOON ROAST  
PREMIO STROMBOLI  
RICHLAND HILLS ANGUS BEEF  
STOCK UPS  
SURPRISE BUYS  
"WE DO THE WORK. YOU GET THE GLORY"  
"NO TROUBLE. IT'S DOUBLE"