

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Fred Meyer Stores, Inc.		05/26/2004	CORPORATION: OHIO

RECEIVING PARTY DATA	
Name:	The Kroger Co. of Michigan
Street Address:	18334 Laurel Park Drive North
City:	Livonia
State/Country:	MICHIGAN
Postal Code:	48152-2686
Entity Type:	CORPORATION: MICHIGAN

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	2536628	BABY YOUR BABY

CORRESPONDENCE DATA	
Fax Number:	(415)983-1200
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	415-983-6318
Email:	sftrademarks@pillsburywinthrop.com
Correspondent Name:	Pillsbury Winthrop LLP
Address Line 1:	Calendar/Docketing Department
Address Line 2:	P.O. Box 7880
Address Line 4:	San Francisco, CALIFORNIA 94120-7880

ATTORNEY DOCKET NUMBER:	061148/0237062
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NAME OF SUBMITTER:	Laura C. Gustafson
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Total Attachments: 2
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CH \$40.00 2536628

JWS:trw 05/20/04 6431-59139-01

ASSIGNMENT

WHEREAS, Fred Meyer Stores, Inc., an Ohio corporation, having its principal place of business at 3800 S.E. 22nd Avenue, P.O. Box 42121, Portland, Oregon 97242, is the registered owner of United States Service Mark Registration No. 2,536,628, registered February 5, 2002, covering the mark BABY YOUR BABY; and

WHEREAS, The Kroger Co. of Michigan, a Michigan corporation, having offices at 18334 Laurel Park Drive, North 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 Fred Meyer Stores, 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 service mark, together with the goodwill of the business symbolized by the mark and the registration therefor.

THIS ASSIGNMENT dated and effective as of May 26, 2004

FRED MEYER STORES, INC.

Date: May 26, 2004

By Nona M. Soltero

Name: Nona M. Soltero

Title: Vice President & Asst. Secretary

JWS:trw 05/20/04 6431-59139-01

STATE OF Oregon)
COUNTY OF Multnomah) ss.

On this 26th day of May, 2004, before me personally came the above-named Nona M. Soltero, 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.



Ginger L. Spencer
Notary Public for Oregon
My Commission expires: 3/25/2006

[SEAL]