

01-16-2004



Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

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TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. 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):
J.H. Harvey Company

- Individual(s)
- General Partnership
- Corporation-GA
- Association
- Limited Partnership
- Other _____

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

3. Nature of Conveyance:

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

Execution Date: October 26, 2003

2. Name and address of receiving party(ies)

Name: Hare Acquisition Company, LLC
Internal Address:
Street Address: 727 South Davis Street
City: Nashville State: Georgia
Zip: 31639

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation --

Other - a Georgia Limited Liability Company

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

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

OPR/FINANCE
JAN 14 AM 9:17

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

A. Trademark Application No.(s): 78/238,005, 78/238,045, and 78/238,019

B. Trademark Registration No.(s) N/A

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Karol A. Kepchar

Internal Address:
AKIN GUMP STRAUSS HAUER & FELD LLP

Street Address:
1676 International Drive, Penthouse

City: McLean State: VA Zip: 22102

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 3.41)..... \$90.00

- Enclosed (check)
- Authorized to be charged to deposit account

8. Deposit account number: 50-2310 - The PTO is authorized to charge any additional fees which may be due.

(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.*

Karol A. Kepchar
Name of Person Signing

LMUELLER 00000253 78238005

Signature

January 13, 2004
Date

01/15/2004
01 FC:8521
02 FC:8522

40.00 DP Total number of pages including cover sheet, attachments, and document: 4
50.00 DP

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002897 FRAME: 0914

ASSIGNMENT OF TRADEMARKS AND DOMAIN NAMES

WHEREAS, J.H. Harvey Company, a Georgia corporation, having a business address of 727 S. Davis Street, Nashville, GA 31639 ("Assignor"), has used and is using in its business the trademarks and domain names set forth in Schedule A attached hereto;

WHEREAS, Hare Acquisition Company, LLC, a Georgia limited liability company, having an address of 727 S. Davis Street, Nashville, GA 31639 ("Assignee") is desirous of acquiring all right, title and interest in and to the said marks and names, together with the goodwill of the business symbolized by the marks and names, and the applications and registrations thereof, as set forth in Schedule A;

WHEREAS, Assignor and Assignee are parties to an Asset Purchase Agreement dated September 2, 2003, relating to the trademarks, domain names and other assets of Assignor;

WHEREAS, it is desired that this Assignment of Trademarks and Domain Names be made of record in the United States Patent and Trademark Office, as appropriate, and other appropriate Patent and Trademark Offices and authorities.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and intending to be legally bound hereby, said Assignor hereby assigns to said Assignee all right, title and interest in and to the said marks and names, together with the goodwill of the business symbolized by the said marks and names, and the applications and registrations thereof as set forth in Schedule A, and all rights to damages and profits, due or

accrued, arising out of past infringements of said marks and names, and the right to sue for and recover the same.

J.H. HARVEY COMPANY

By: [Signature]
Title:

Dated: October 26, 2003

STATE OF :
Georgia : SS
COUNTY OF :
Fulton

Sworn to and subscribed
before me this 26 day
of October 2003.

[Signature]
NOTARY PUBLIC



SCHEDULE A TO TRADEMARK AND DOMAIN NAME ASSIGNMENT

<u>Mark/Name</u>	<u>Reg./App. No.</u>
HARVEYS THE SAVINGS PLACE and Flag Design	U.S. Serial No. 78/238,005
HARVEYS THE SAVINGS PLACE and Design	U.S. Serial No. 78/238,045
HARVEYS SUPERMARKETS and Design	U.S. Serial No. 78/238,019
J.H. HARVEY COMPANY	
HARVEYS	
HARVEYS SUPERMARKETS	
HARVEYS THE SAVINGS PLACE	
THE SAVINGS PLACE	
jh-harvey.com	
harveys-supermarkets.com	