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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 Trademark Application No. 78/205,590, filed January 21, 2003, covering the mark ANGELINO'S; 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 application 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 trademark, together with the goodwill of the business symbolized by the mark and any registration resulting therefrom.

THIS ASSIGNMENT dated and effective as of August 11, 2004.

FRED MEYER STORES, INC.

Date: August 11, 2004

By Nona Soltero

Name: Nona Soltero
Title: Vice President

