

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/08/2000

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BI-LO, INC.		10/03/2000	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	BI-LO, LLC
Street Address:	211 BI-LO BOULEVARD
City:	GREENVILLE
State/Country:	SOUTH CAROLINA
Postal Code:	29607
Entity Type:	LTD LIAB JT ST CO: DELAWARE

PROPERTY NUMBERS Total: 19

Property Type	Number	Word Mark
Registration Number:	2281897	BI-LO CENTER
Registration Number:	2282003	BI-LO CENTER
Registration Number:	2282004	BI-LO CENTER
Registration Number:	2283542	BI-LO CENTER
Registration Number:	2283543	BI-LO CENTER
Registration Number:	2283544	BI-LO CENTER
Registration Number:	2283754	BI-LO CENTER
Registration Number:	2286114	BI-LO CENTER
Registration Number:	2352172	BI-LO CENTER
Registration Number:	2352270	BI-LO CENTER
Registration Number:	2355580	BI-LO CENTER
Registration Number:	2355634	BI-LO CENTER
Registration Number:	2366599	BI-LO CENTER

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Registration Number:	2410977	BI-LO CENTER
Registration Number:	2423633	BI-LO CENTER
Registration Number:	2423634	BI-LO CENTER
Registration Number:	2428655	BI-LO CENTER
Registration Number:	2428656	BI-LO CENTER
Registration Number:	2430190	BI-LO CENTER

CORRESPONDENCE DATA

Fax Number: (214)855-4300
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 214-855-4731
Email: awalker@jenkens.com
Correspondent Name: Cathryn A. Berryman, Jenkens & Gilchrist
Address Line 1: 1445 Ross Avenue
Address Line 2: Suite 3700
Address Line 4: Dallas, TEXAS 75202-2799

NAME OF SUBMITTER:	ANDREA WALKER
Signature:	/ANDREA WALKER/
Date:	08/30/2005

Total Attachments: 4
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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "BI-LO, LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE FIFTEENTH DAY OF AUGUST, A.D. 2000, AT 6:30 O'CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE FOURTH DAY OF OCTOBER, A.D. 2000, AT 10 O'CLOCK A.M.

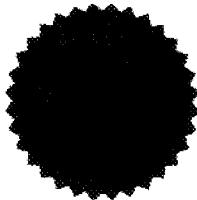
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE EIGHTH DAY OF OCTOBER, A.D. 2000, AT 12 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, FILED THE THIRTEENTH DAY OF MARCH, A.D. 2002, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY.

3275027 8100H

050037961



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3621262

DATE: 01-17-05

TRADEMARK
REEL: 003150 FRAME: 0119

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 10:00 AM 10/04/2000
001501050 - 3275027

STATE OF DELAWARE
CERTIFICATE OF MERGER OR CONSOLIDATION
OF DOMESTIC CORPORATION AND
LIMITED LIABILITY COMPANY

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law, the undersigned limited liability company executed the following Certificate of Merger.

FIRST: The name of the surviving limited liability company is BI-LO, LLC, a Delaware limited liability company, and the name of the corporation being merged into this surviving limited liability company is BI-LO, Inc., a Delaware corporation.

SECOND: The Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by the surviving limited liability company and the merging corporation.

THIRD: The name of the surviving limited liability company is BI-LO, LLC.

FOURTH: The merger is to become effective on October 8, 2000 at 12:00 p.m.

FIFTH: The executed Agreement of Merger is on file at 211 Industrial Boulevard, Greenville, South Carolina 29607, the place of business of the surviving limited liability company

SIXTH: A copy of the Agreement of Merger will be furnished by the surviving limited liability company, on request and without cost, to any member of the surviving limited liability company or a stockholder of the merging corporation.

IN WITNESS WHEREOF, said limited liability company has caused this certificate to be signed by an authorized officer, the 3rd day of October, A.D., 2000.

BI-LO, LLC

BY: 
Jon Wilken

TITLE OF OFFICER: President

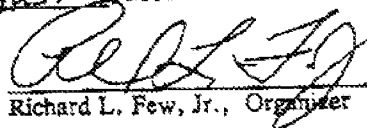
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TRADEMARK
REEL: 003150 FRAME: 0120

CERTIFICATE OF FORMATION
OF
BI-LO, LLC

1. The name of the limited liability company is BI-LO, LLC.
2. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the city of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of BI-LO, LLC this 15th day of August 2000.


Richard L. Few, Jr., Organizer

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 06:30 PM 08/15/2000
001413662 - 3275027

Certificate of Amendment to Certificate of Formation

of

BI-LO, LLC

It is hereby certified that:

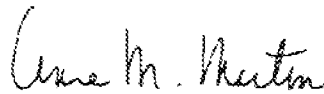
1. The name of the limited liability company (hereinafter called the "limited liability company") is:

BI-LO, LLC

2. The certificate of formation of the limited liability company is hereby amended by striking out Article Second thereof and by substituting in lieu of said Article the following new Article Second:

"The address of the registered office and the name and the address of the registered agent of the limited liability company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act are Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808."

Executed on March 8, 2002



Authorized Person

Name: Anne M. Martin