TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, as collateral agent		10/14/2005	Banking Corporation: NEW YORK

RECEIVING PARTY DATA

Name:	The Great Atlantic & Pacific Tea Company, Inc.
Street Address:	2 Paragon Drive
City:	Montvale
State/Country:	NEW JERSEY
Postal Code:	07645
Entity Type:	CORPORATION: MARYLAND

PROPERTY NUMBERS Total: 46

Property Type	Number	Word Mark
Registration Number:	1304288	A&P
Registration Number:	2024122	A & P
Registration Number:	2713141	A&P
Registration Number:	2019444	AMERICA'S CHOICE
Registration Number:	1861428	AMERICA'S CHOICE
Registration Number:	1860494	AMERICA'S CHOICE
Registration Number:	2425385	AMERICA'S CHOICE
Registration Number:	1384513	AMERICA'S CHOICE
Serial Number:	78218486	AMERICA'S CHOICE
Registration Number:	507581	ANN PAGE
Registration Number:	2861651	ATHENA
Serial Number:	76465806	BABY BONUS SAVINGS CLUB
Registration Number:	2884450	BASICS

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Serial Number:	76419247	BASICS FOR LESS
Registration Number:	765268	BALDERSON'S
Registration Number:	1279449	BEAUTY PRIDE
Registration Number:	2808673	BRILLIANT BUBBLES
Registration Number:	2861650	CONCORDE
Serial Number:	78303661	DOLLAR BARN
Registration Number:	2934844	EASY BRIGHT NIGHT
Registration Number:	2680997	EXPRESS YOURSELF
Registration Number:	1479128	FARMER JACK
Registration Number:	2723648	FE
Registration Number:	2881606	FEEL LIKE A TRUE GOURMET!
Registration Number:	2726744	FOOD BASICS
Registration Number:	2766316	FOOD BASICS LOWER PRICES EVERY DAY!!!
Serial Number:	78235016	FOR GOODNESS SHAKE
Serial Number:	78303800	FRESH REWARDS
Registration Number:	1355968	FUTURE STORE
Registration Number:	1232381	HEALTH PRIDE
Serial Number:	78236046	HEALTHY REWARDS
Serial Number:	76424332	I LOVE THIS STORE!
Registration Number:	2857946	MASTER CHOICE
Registration Number:	2073501	MASTER CHOICE MC
Registration Number:	1519019	MASTER-CHOICE-MC
Registration Number:	1182561	
Serial Number:	78247608	O2
Registration Number:	855682	PINK AHOY
Registration Number:	1366041	R
Registration Number:	2924218	RED ALARM
Registration Number:	1412706	SAV-A-CENTER
Registration Number:	2085126	SUPER FRESH
Registration Number:	2527933	SUPERMARKET OF CHOICE
Registration Number:	2685875	THE FOOD EMPORIUM
Registration Number:	2741163	THE FOOD EMPORIUM
Registration Number:	2761287	THE VERY BEST... JUST FOR YOU!

CORRESPONDENCE DATA

Fax Number: (202)728-0744
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2027216405
Email: christine.wilson@thomson.com
Correspondent Name: Corporation Service Company
Address Line 1: 1133 Avenue of the Americas
Address Line 2: Suite 3100
Address Line 4: New York, NEW YORK 10036

NAME OF SUBMITTER:	Christine Wilson
Signature:	/CHRISTINE WILSON/
Date:	11/14/2005

Total Attachments: 6
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RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (this "Release") is made as of October 14, 2005 (the "Effective Date") between THE GREAT ATLANTIC & PACIFIC TEA COMPANY, INC., a Maryland Corporation (the "Grantor") and JPMORGAN CHASE BANK, a New York banking corporation, as collateral agent (in such capacity, the "Collateral Agent") for the Secured Parties.

WHEREAS, pursuant to the terms and conditions of that certain U.S. Security Agreement, dated as of February 23, 2001 and as Amended and Restated as of December 4, 2003 between the Grantor and the Collateral Agent (the "Security Agreement"; all capitalized terms used but not defined herein shall have the respective meanings ascribed thereto in the Security Agreement), the Grantor granted to the Collateral Agent a continuing security interest in all of their right, title and interest in and to the trademarks, including without limitation the trademark registrations and applications set forth on Schedule I hereto (collectively, the "Trademarks"), together with the goodwill associated therewith;

WHEREAS, the Security Agreement relating to the Trademarks was recorded with the Trademarks Division of the U.S. Patent & Trademark Office on February 3, 2004 at Reel 2908, Frame 0732;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent hereby terminates the Security Agreement, and hereby terminates, cancels, and releases any and all security interests it has against the Trademarks together with the goodwill associated therewith, without any representation, warranty or recourse of any kind, whether expressed or implied.

If and to the extent the Collateral Agent has acquired any right, title or interest to any of the Trademarks, it hereby assigns and transfers such rights, title or interest to the Grantor.

The Collateral Agent shall take all further actions, and provide to the Grantor and each of its respective successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), requested by the Grantor to more fully and effectively effectuate the purposes of this Release. Any and all of the Collateral Agent's costs and expenses of such cooperation shall be borne by the Grantor.

IN WITNESS WHEREOF, The Collateral Agent has caused this Release to be executed by its duly authorized representative as of the Effective Date:

JPMORGAN CHASE BANK, as Collateral Agent

By: _____

Name: Paul J. O'Neill

Title: Sr. Vice President

Schedule I

TRADEMARKS

Trademarks:

MARK	REGISTERED OWNER/APPLICANT	Appl. No. (Reg. No.)	Exp. Date
A&P (Design and color)	The Great Atlantic & Pacific Tea Company, Inc.	73/454,363 (1,304,288)	11/6/04
A&P (Stylized)	The Great Atlantic & Pacific Tea Company, Inc.	75/064,054 (2,024,122)	12/17/06
A&P (Block Letters)	The Great Atlantic & Pacific Tea Company, Inc.	76/390,443 (2,713,141)	5/06/13
AMERICA'S CHOICE	The Great Atlantic & Pacific Tea Company, Inc.	74/234,200 (2,019,444)	11/26/06
AMERICA'S CHOICE	The Great Atlantic & Pacific Tea Company, Inc.	74/801,783 (1,861,428)	11/01/04
AMERICA'S CHOICE	The Great Atlantic & Pacific Tea Company, Inc.	74/801,784 (1,860,494)	10/25/04
AMERICA'S CHOICE	The Great Atlantic & Pacific Tea Company, Inc.	74/332,876 (2,425,385)	1/30/11
AMERICA'S CHOICE	The Great Atlantic & Pacific Tea Company, Inc.	73/514,986 (1,384,513)	
AMERICA'S CHOICE	The Great Atlantic & Pacific Tea Company, Inc.	78/218,486 (3,007,194)	
ANN PAGE	The Great Atlantic & Pacific Tea Company, Inc.	71/528,741 (507,581)	3/15/09
ATHENA	The Great Atlantic & Pacific Tea Company, Inc.	78/238,300 (2,861,651)	
BABY BONUS SAVINGS CLUB	The Great Atlantic & Pacific Tea Company, Inc.	76/465,806 (_____)	
BASICS	The Great Atlantic & Pacific Tea Company, Inc.	78/311,001 (2,884,450)	

MARK	REGISTERED OWNER/APPLICANT	Appl. No. (Reg. No.)	Exp. Date
BASICS FOR LESS	The Great Atlantic & Pacific Tea Company, Inc.	76/419,247 (_____)	
BALDERSON'S	The Great Atlantic & Pacific Tea Company, Inc.	72/159,580 (765,268)	2/18/04
Beauty Pride	The Great Atlantic & Pacific Tea Company, Inc.	73/276,185 (1,279,449)	5/29/04
BRILLIANT BUBBLES	The Great Atlantic & Pacific Tea Company, Inc.	78/202,468 (2,808,673)	
CONCORDE	The Great Atlantic & Pacific Tea Company, Inc.	78/238,266 (2,861,650)	
DOLLAR BARN	The Great Atlantic & Pacific Tea Company, Inc.	78/303,661 (_____)	
EASY BRIGHT NIGHT	The Great Atlantic & Pacific Tea Company, Inc.	78/324,523 (2,934,844)	
EXPRESS YOURSELF	The Great Atlantic & Pacific Tea Company, Inc.	76/406,160 (2,680,997)	1/28/13
FARMER JACK	The Great Atlantic & Pacific Tea Company, Inc.	73/664,142 (1,479,128)	3/01/08
(Stylized) FE	The Great Atlantic & Pacific Tea Company, Inc.	76/386,568 (2,723,648)	6/10/13
FEEL LIKE A TRUE GORMET!	The Great Atlantic & Pacific Tea Company, Inc.	78/266,173 (2,881,606)	
FOOD BASICS	The Great Atlantic & Pacific Tea Company, Inc.	76/386,404 (2,726,744)	6/17/13
(Design and color) food Basics	The Great Atlantic & Pacific Tea Company, Inc.	76/386,781 (2,766,316)	9/23/13
FOR GOODNESS SHAKE	The Great Atlantic & Pacific Tea Company, Inc.	78/235,016 (_____)	
FRESH REWARDS	The Great Atlantic & Pacific Tea Company, Inc.	78/303,800 (_____)	
FUTURE STORE	The Great Atlantic & Pacific Tea Company, Inc.	73/517,861 (1,355,968)	8/20/05

MARK	REGISTERED OWNER/APPLICANT	Appl. No. (Reg. No.)	Exp. Date
(Stylized) **health pride**	The Great Atlantic & Pacific Tea Company, Inc.	73/277,359 (1,232,381)	03/29/13
HEALTHY REWARDS	The Great Atlantic & Pacific Tea Company, Inc.	78/236,046 (_____)	
I LOVE THIS STORE!	The Great Atlantic & Pacific Tea Company, Inc.	76/424,332 (_____)	
MASTER CHOICE	The Great Atlantic & Pacific Tea Company, Inc.	78/218,673 (2,857,946)	
(Stylized) MASTER MC CHOICE	The Great Atlantic & Pacific Tea Company, Inc.	75/070,346 (2,073,501)	6/24/07
(Stylized) MASTER MC CHOICE	The Great Atlantic & Pacific Tea Company, Inc.	73/696,142 (1,519,019)	1/3/09
(Miscellaneous Design)	The Great Atlantic & Pacific Tea Company, Inc.	73/276,030 (1,182,561)	12/15/11
O2	The Great Atlantic & Pacific Tea Company, Inc.	78/247,608	
(Design & Color) ahoy	The Great Atlantic & Pacific Tea Company, Inc.	72/271,146 (855,682)	8/27/08
(Design) R	The Great Atlantic & Pacific Tea Company, Inc.	73/530,164 (1,366,041)	10/15/05

MARK	REGISTERED OWNER/APPLICANT	Appl. No. (Reg. No.)	Exp. Date
RED ALARM	The Great Atlantic & Pacific Tea Company, Inc.	78/220,193 (2,924,218)	
SAV-A-CENTER	The Great Atlantic & Pacific Tea Company, Inc.	73/583,389 (1,412,706)	10/07/06
SUPER FRESH	The Great Atlantic & Pacific Tea Company, Inc.	73/732,662 (2,085,126)	8/05/07
SUPERMARKET OF CHOICE	The Great Atlantic & Pacific Tea Company, Inc.	75/611,542 (2,527,933)	1/08/12
(Stylized) the Food Emporium	The Great Atlantic & Pacific Tea Company, Inc.	76/346,252 (2,685,875)	2/11/13
THE FOOD EMPO-RIUM	The Great Atlantic & Pacific Tea Company, Inc.	76/360,323 (2,741,163)	7/29/13
THE VERY BEST... JUST FOR YOU!	The Great Atlantic & Pacific Tea Company, Inc.	76/439,689 (2,761,287)	9/09/13