

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Meat Corp.

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

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

3. Nature of conveyance:

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

Execution Date: 8/31/2005

2. Name and address of receiving party(ies)

Name: Key Food Stores Co-Operative, Inc.

Internal

Address: _____

Street Address: 1200 South Avenue

City: Staten Island State: NY Zip: 10314-3413

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State, New York
- Other _____

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

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 2,697,545

Additional number(s) attached Yes No

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

Name: Howard F. Mandelbaum

Internal Address: 35th Floor

Street Address: 444 Madison Avenue

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

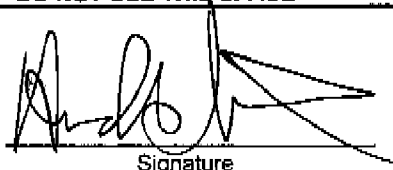
06-0735

DO NOT USE THIS SPACE

9. Signature.

Howard F. Mandelbaum

Name of Person Signing



Signature

9/29/2005

Date

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

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

CH \$40.00 060735 2697545

TRADEMARK ASSIGNMENT

THIS ASSIGNMENT is made on the 31st day of August, 2005 between 50-18 Meat Corp., a corporation organized under the laws of the State of New York (the "Assignor"), having an office at 50-18 Skillman Avenue, Woodside, New York 11377 and Key Food Stores Co-Operative, Inc., a New York co-operative corporation (the "Assignee"), having an office at 1200 South Avenue, Staten Island, New York 10314.

WHEREAS, Assignor is the owner of the mark and trademark applications and registrations listed in Schedule A attached hereto (the "Trademark");

WHEREAS, Assignee is desirous of acquiring the Trademark and all logos, emblems and associated rights related thereto, including any claims or rights to infringement of the Trademark; and

WHEREAS, for good and valuable consideration, Assignor wishes to sell and Assignee wishes to acquire all of Assignor's rights in and to the Trademark and the goodwill associated therewith.

NOW THEREFORE, for good and valuable consideration (including the admission of Assignor into Assignee), the receipt and sufficiency of which is hereby acknowledged by Assignor, Assignor hereby unconditionally assigns, transfers and conveys to Assignee all its rights, title and interests in and to the Trademark and the registrations therefor, and all logos, emblems and associated rights related thereto, including any claims or rights to infringement of the Trademark and all rights to any mark using the words "Food Dynasty", together with the goodwill of the business which is symbolized by the Trademark.

ASSIGNOR:

50-18 MEAT CORP.

By: Ahmad Zahriyeh
Name: Ahmad Zahriyeh
Title: President

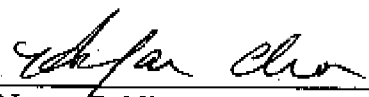
ASSIGNEE:

KEY FOOD STORES CO-OPERATIVE, INC.


By: Ronald Phillips
Name: Ronald Phillips
Title: Controller

STATE OF NEW YORK)
) SS:
COUNTY OF NY)

On the 31st day of Oct, 2005 before me, a Notary Public of the State of New York, personally came AHMAD ZAHRIYEH to me known, who, being by me duly sworn, did depose and say that (s)he resides at 100 Cooper Flay Ln, SE, NY; that (s)he is the President of 50-18 Meat Corp., the corporation described in and which executed the foregoing instrument; and that (s)he executed his(her) name thereto by order of the board of directors of such corporation.



Notary Public

HEEJAE CHOE
Notary Public, State of New York
No. 01CH6108861
Qualified in Queens County
Commission Expires April 19 20 

SCHEDULE A

<u>Unregistered Marks</u>	<u>Registered Marks</u>	<u>Issue Date</u>	<u>Registration No.</u>	<u>Country</u>
Food Dynasty	--	--	--	--
	"Food Dynasty The Marketplace for Quality and Saving!"	March 18, 2003	2697545	United States

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