

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Name Change through Entity Conversion

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Trademark Holdings, Inc.		09/22/2006	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Trademark Holdings, LLC
<b>Street Address:</b>	1105 North Market Street
<b>Internal Address:</b>	Suite 1300
<b>City:</b>	Wilmington
<b>State/Country:</b>	DELAWARE
<b>Postal Code:</b>	19801
<b>Entity Type:</b>	COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 61**

Property Type	Number	Word Mark
Registration Number:	1223759	JOE O'MALIA FOOD MARKETS "WHERE QUALITY IS THE TRUE VALUE OF ECONOMY"
Registration Number:	0650214	YORKTOWN
Registration Number:	2789486	BEAN BROS.
Registration Number:	3020456	
Registration Number:	2790586	CAPITOL VENDING
Registration Number:	2575953	COFFEE ETC
Registration Number:	2891961	COPPER MOON
Registration Number:	2849693	CREATING AMAZING FOOD EXPERIENCES
Registration Number:	2009189	DELI LEAN
Registration Number:	1697116	ENFLORA
Registration Number:	2958650	EXPERTS IN FRESH
Registration Number:	2804277	
Registration Number:	2616391	FIELDING THE MOUSE

OP \$1540.00 1223759

Registration Number:	2978778	FIELDING'S
Registration Number:	1160410	FLORAL FASHIONS
Registration Number:	1909040	MARSH FRESH I-D-E-A CARD
Registration Number:	1875706	GONNA MAKE YOU SMILE
Registration Number:	1104543	
Registration Number:	1253875	HOOSIER STICK
Registration Number:	1432563	IF WE'RE NOT IN YOUR NEIGHBORHOOD YET, WE'RE ON YOUR WAY HOME
Registration Number:	1638724	LOBILL
Registration Number:	1087155	MARSH
Registration Number:	0869064	MARSH
Registration Number:	1123490	MARSH
Registration Number:	0874895	MARSH
Registration Number:	2050427	MARSH
Registration Number:	2554821	MARSH KIDS' CLUB
Registration Number:	2655836	MCNAMARA
Registration Number:	2542770	MCNAMARA
Registration Number:	2537747	MORGANICS
Registration Number:	1604882	MUG-A-LUG
Registration Number:	2838733	MYMARSH
Registration Number:	2813211	O'MALIA'S
Registration Number:	1841534	O'MALIA'S COUPONPLUS
Registration Number:	2834571	O'MALIA'S INDY'S PREMIER FOOD MARKETS
Registration Number:	2009816	SELECT A SUB
Registration Number:	1256377	SMILEMAKER
Registration Number:	1251873	SMILEMAKER
Registration Number:	2732867	STEAK MASTER
Registration Number:	1524718	STOCKMAN'S
Registration Number:	2970490	A
Registration Number:	1628597	THANK\$ A LOTTERY
Registration Number:	2872983	THE C.A.F.E. GROUP
Registration Number:	2891923	THE C.A.F.E. GROUP CREATING AMAZING FOOD EXPERIENCES
Registration Number:	2455317	THE DECISION IS CRYSTAL CLEAR
Registration Number:	2839318	TOSCANA BISTRO

Registration Number:	2916729	TRIOS DI TUSCANOS
Registration Number:	1162326	VILLAGE PANTRY
Registration Number:	1034956	VILLAGE PANTRY
Registration Number:	1317347	VILLAGE PANTRY
Registration Number:	0855710	VILLAGE PANTRY
Registration Number:	2839973	VP.
Registration Number:	3135581	VP VILLAGE PANTRY
Registration Number:	1025923	WE VALUE YOU
Registration Number:	1042414	YORKTOWN
Registration Number:	0757851	YORKTOWN
Registration Number:	2045590	YORKTOWN
Serial Number:	78483822	C.A.F.E., INC.
Serial Number:	78679896	FOOD EXPRESSIONS MARKET & CAFE
Serial Number:	78539950	IF YOU NEED IT FAST, DON'T DRIVE PAST...VILLAGE PANTRY
Serial Number:	76512503	YORKTOWN FAMILY VALUE

**CORRESPONDENCE DATA**

Fax Number: (317)237-1000  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 317-237-1350  
Email: stephanie.hale@bakerd.com  
Correspondent Name: Stephanie A. Hale  
Address Line 1: 300 N. Meridian St.  
Address Line 2: Suite 2700  
Address Line 4: Indianapolis, INDIANA 46204

ATTORNEY DOCKET NUMBER:	37017/0018190
NAME OF SUBMITTER:	Stephanie A. Hale
Signature:	/sah/
Date:	09/25/2006

Total Attachments: 5  
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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 THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "TRADEMARK HOLDINGS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "TRADEMARK HOLDINGS, INC." TO "TRADEMARK HOLDINGS, LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF SEPTEMBER, A.D. 2006, AT 1:57 O'CLOCK P.M.



2727641 8100V

060876400

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5062651

DATE: 09-22-06

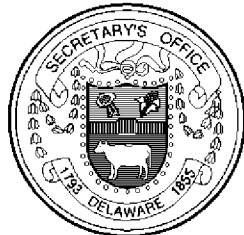
**TRADEMARK**  
**REEL: 003396 FRAME: 0395**

# Delaware

PAGE 2

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "TRADEMARK HOLDINGS, LLC" FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF SEPTEMBER, A.D. 2006, AT 1:57 O'CLOCK P.M.



2727641 8100V

060876400

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5062651

DATE: 09-22-06

**TRADEMARK**  
**REEL: 003396 FRAME: 0396**

**STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A LIMITED LIABILITY COMPANY**

This Certificate of Conversion is being duly executed and filed by P. Lawrence Butt as an authorized officer of Trademark Holdings, Inc., a Delaware corporation (the "Corporation"), to convert the Corporation to a limited liability company formed under the laws of the State of Delaware known as Trademark Holdings, LLC (the "Company"), in accordance with the General Corporation Law of the State of Delaware (the "GCL") and in accordance with the Delaware Limited Liability Company Act (the "LLCA").

1. The date on which the original Certificate of Incorporation was filed with the Delaware Secretary of State was March 17, 1997.
2. The Corporation is a corporation of the State of Delaware.
3. The name of the Corporation immediately prior to filing this Certificate of Conversion is Trademark Holdings, Inc.
4. The name of the Company into which the Corporation shall be converted as set forth in its Certificate of Formation is Trademark Holdings, LLC.
5. The conversion of the Corporation to the Company has been duly authorized and approved in accordance with the provisions of Section 266 of the GCL and Section 18-214 of the LLCA.

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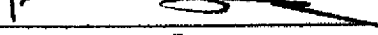
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*State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 02:01 PM 09/22/2006  
FILED 01:57 PM 09/22/2006  
SRV 060876400 - 2727641 FILE*

**TRADEMARK  
REEL: 003396 FRAME: 0397**

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion  
this 2<sup>nd</sup> day of September, 2006.

**TRADEMARK HOLDINGS, INC.**

By:   
Name: P. Lawrence Butt  
Title: Assistant Secretary and Assistant  
Treasurer

**CERTIFICATE OF FORMATION**  
**OF**  
**TRADEMARK HOLDINGS, LLC**

This Certificate of Formation of Trademark Holdings, LLC (the "Company") is being executed by the undersigned for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act.

**FIRST:** The name of the Company is: Trademark Holdings, LLC.

**SECOND:** The address of the registered office of the Company in Delaware is 1209 Orange Street, in the City of Wilmington, County of New Castle, 19801, and its registered agent at such address is The Corporation Trust Company.

**IN WITNESS WHEREOF**, the undersigned, being the individual forming the Company, has executed, signed and acknowledged this Certificate of Formation this 22<sup>nd</sup> day of September, 2006.

By: 

Name: P. Lawrence Butt  
Authorized Person

1-NY/2083224.1

*State of Delaware*  
*Secretary of State*  
*Division of Corporations*  
*Delivered 02:01 PM 09/22/2006*  
*FILED 01:57 PM 09/22/2006*  
*SRV 060876400 - 2727641 FILE*

**RECORDED: 09/25/2006**

**TRADEMARK**  
**REEL: 003396 FRAME: 0399**