

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bruno's Supermarkets, Inc.		03/23/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Bruno's Supermarkets, LLC		
Street Address:	800 Lakeshore Parkway		
City:	Birmingham		
State/Country:	ALABAMA		
Postal Code:	35211		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2853969	A LOWER TOTAL BILL. PLAIN AND SIMPLE.	
Registration Number:	2232549	SOUTHERN HOME	
Registration Number:	2383950	SOUTHERN HOME	
Registration Number:	2459243	SPIRAL REWARDS	
CORRESPONDENCE DATA			
Fax Number:	(919)484-2070		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	919-484-2333		
Email:	trademarksrtp@wcsr.com		
Correspondent Name:	Mitchell A. Tuchman		
Address Line 1:	PO Box 13069		
Address Line 2:	Womble Carlyle Sandridge & Rice PLLC		
Address Line 4:	Research Triangle Pk, NORTH CAROLINA 27709		
ATTORNEY DOCKET NUMBER:	53832.0006.9		
NAME OF SUBMITTER:	Mitchell A. Tuchman		

CH \$115.00 2853969

Signature:	/Mitchell A Tuchman/
Date:	03/23/2007
Total Attachments: 2 source=Bruno's Supermarkets#page1.tif source=Bruno's Supermarkets#page2.tif	

Delaware

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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 "BRUNO'S SUPERMARKETS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "BRUNO'S SUPERMARKETS, INC." TO "BRUNO'S SUPERMARKETS, LLC", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF MARCH, A. D. 2007, AT 11:22 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3114806 8100V

070352616



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5532395

DATE: 03-23-07

TRADEMARK
REEL: 003506 FRAME: 0896

**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A
LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT**

1. The jurisdiction where the Corporation first formed is Delaware.
2. The jurisdiction immediately prior to filing this Certificate is Delaware.
3. The date the corporation first formed is October 27, 1999.
4. The name of the Corporation immediately prior to filing this Certificate is Bruno's Supermarkets, Inc.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation is Bruno's Supermarkets, LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 22nd day of March 2007.

By: Marc L. Lipshy
Name: Marc Lipshy
Title: Vice President

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State of Delaware
Secretary of State
Division of Corporations
Delivered 11:19 AM 03/23/2007
FILED 11:22 AM 03/23/2007
SRV 070352616 - 3114806 FILE