

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Pantry, Inc.		05/15/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Wachovia Bank, National Association, as Administrative Agent
Street Address:	201 South College Street
Internal Address:	CP-8
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28288-0680
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 41

Property Type	Number	Word Mark
Registration Number:	3201508	GOLDEN GALLON
Registration Number:	3123385	K KANGAROO
Registration Number:	3123383	K KANGAROO EXPRESS
Registration Number:	3123104	COWBOYS
Registration Number:	3066461	SPORT CELESTE
Registration Number:	3083324	CELESTE STARS
Registration Number:	3085855	RED CELESTE
Registration Number:	2897851	CELESTE
Registration Number:	3038822	THE CHILL ZONE
Registration Number:	2683350	AUNT M'S
Registration Number:	2683339	AUNT M'S CHICKEN
Registration Number:	2730524	CELESTE
Registration Number:	2733231	KOALA

OP \$1040.00 3201508

Registration Number:	2848233	KOALA
Registration Number:	2793523	BEAN STREET MARKET
Registration Number:	2318479	K
Registration Number:	2237356	THE ROO
Registration Number:	2348885	BEAN STREET COFFEE COMPANY
Registration Number:	1875705	HANDY WAY
Registration Number:	1557345	THE PANTRY
Registration Number:	1532395	WHEN YOU RUN OUT RUN OUT TO THE PANTRY
Registration Number:	1482037	SNACKIN SAMS
Registration Number:	1433356	CHICKEN N' BISCUITS
Registration Number:	1372925	WORTH
Registration Number:	1365016	LIL' CHAMP FOOD STORE
Registration Number:	1331174	BIG CHILL
Registration Number:	1354632	KANGAROO
Registration Number:	1219408	FAST LANE
Registration Number:	1199163	ME MARKET EXPRESS
Registration Number:	1213614	FOOD CHIEF
Registration Number:	1186208	GOLDEN GALLON
Registration Number:	1167513	THE PANTRY
Registration Number:	1462247	PETRO EXPRESS
Serial Number:	78950510	K KANGAROO EXPRESS
Serial Number:	78950403	KANGAROO EXPRESS
Serial Number:	78933530	CELESTE E
Serial Number:	78835578	RAPID FUEL
Serial Number:	77119951	ROO JUICE
Serial Number:	77076140	COWBOYS
Serial Number:	77067334	ROO JUICE
Serial Number:	78629566	COWBOYS

CORRESPONDENCE DATA

Fax Number: (919)416-8363
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 9192868041
Email: pto_tmconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 430 Davis Drive

Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	040435.004NTPANTRYEAR
NAME OF SUBMITTER:	Ellen A. Rubel
Signature:	/Ellen A. Rubel/
Date:	05/29/2007

Total Attachments: 5
source=NGSI-T3 Pantry#page1.tif
source=NGSI-T3 Pantry#page2.tif
source=NGSI-T3 Pantry#page3.tif
source=NGSI-T3 Pantry#page4.tif
source=NGSI-T3 Pantry#page5.tif

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

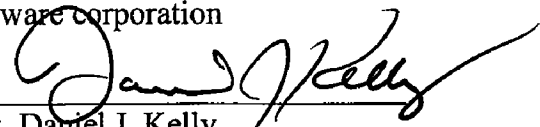
Please be advised that pursuant to the Third Amended and Restated Security Agreement dated as of May 15, 2007 (as amended, modified, extended, restated, replaced, or supplemented from time to time, the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Wachovia Bank, National Association, as Administrative Agent (the "Administrative Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 attached hereto (the "Trademarks") to the Administrative Agent for the ratable benefit of the Lenders.

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the Trademarks (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any Trademark.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

Very truly yours,

THE PANTRY, INC.,
a Delaware corporation

By: 
Name: Daniel J. Kelly
Title: Chief Financial Officer, Vice
President – Finance and Secretary

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: _____
Name: _____
Title: _____

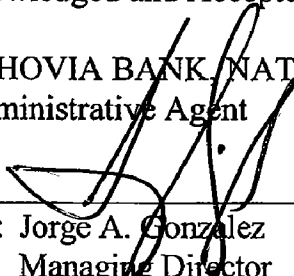
Very truly yours,

THE PANTRY, INC.,
a Delaware corporation

By: _____
Name: Daniel J. Kelly
Title: Chief Financial Officer, Vice
President – Finance and Secretary

Acknowledged and Accepted:

WACHOVIA BANK NATIONAL ASSOCIATION,
as Administrative Agent

By:  _____
Name: Jorge A. Gonzalez
Title: Managing Director

The Pantry, Inc.
(Delaware Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
GOLDEN GALLON	3201508	1/23/07
K KANGAROO and Design	3123385	8/1/06
K KANGAROO EXPRESS and Design	3123383	8/1/06
COWBOYS and Design	3123104	8/1/06
SPORT CELESTE	3066461	3/7/06
CELESTE STARS	3083324	4/18/06
RED CELESTE	3085855	4/25/06
CELESTE	2897851	10/26/04
THE CHILL ZONE	3038822	1/10/06
AUNT M'S and Design	2683350	2/4/03
AUNT M'S CHICKEN and Design	2683339	2/4/03
CELESTE	2730524	6/24/03
KOALA and Design	2733231	7/1/03
KOALA and Design	2848233	6/1/04
BEAN STREET MARKET and Design	2793523	12/16/03
K and Design	2318479	2/15/00
THE ROO	2237356	4/6/99
BEAN STREET COFFEE COMPANY	2348885	5/9/00
HANDY WAY (Stylized)	1875705	1/24/95
THE PANTRY and Design	1557345	9/19/89
WHEN YOU RUN OUT RUN OUT TO THE PANTRY	1532395	3/28/89
SNACKIN SAMS	1482037	3/22/88
CHICKEN N' BISCUITS and Design	1433356	3/17/87
WORTH and Design	1372925	11/26/85
LIL' CHAMP FOOD STORE	1365016	10/8/85
BIG CHILL	1331174	4/16/85
KANGAROO	1354632	8/13/85
FAST LANE	1219408	12/7/82
ME MARKET EXPRESS (Stylized)	1199163	6/22/82
FOOD CHIEF	1213614	10/19/82
GOLDEN GALLON	1186208	1/12/82
THE PANTRY	1167513	9/1/81
PETRO EXPRESS	1462247	10/20/1987

Pending Applications

Mark	Application No.	Filing Date
K KANGAROO EXPRESS and Design	78950510	8/11/06
KANGAROO EXPRESS and Design	78950403	8/11/06

Mark	Application No.	Filing Date
CELESTE E	78933530	7/20/06
RAPID FUEL and Design	78835578	3/13/06
ROO JUICE and Design	77119951	3/1/07
COWBOYS and Design	77076140	1/4/07
ROO JUICE	77067334	12/19/06
COWBOYS	78629566	5/13/05

CHAR1\988165v1

RECORDED: 05/29/2007

TRADEMARK
REEL: 003550 FRAME: 0174