

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Fred Meyer Stores, Inc.		06/09/2008	CORPORATION: OHIO
RECEIVING PARTY DATA			
Name:	The Kroger Co. of Michigan		
Street Address:	18334 Laurel Park Drive North		
City:	Livonia		
State/Country:	MICHIGAN		
Postal Code:	48152		
Entity Type:	CORPORATION: MICHIGAN		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3416099	EARTH SOUND	
Registration Number:	3438340	EARTH SOUND	
CORRESPONDENCE DATA			
Fax Number:	(503)228-9446		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(503) 226-7391		
Email:	ptotmdocket@klarquist.com		
Correspondent Name:	Ramon A. Klitzke		
Address Line 1:	121 S.W. Salmon Street,		
Address Line 2:	One World Trade Center, Suite 1600		
Address Line 4:	Portland, OREGON 97204		
ATTORNEY DOCKET NUMBER:	6431-75842-01		
NAME OF SUBMITTER:	Ramon A. Klitzke II		
Signature:	/Ramon A. Klitzke II/		

CH \$65.00 3416099

Date:

06/12/2008

Total Attachments: 1

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ASSIGNMENT

WHEREAS, Fred Meyer Stores, Inc., an Ohio corporation, having offices at 3800 S.E. 22nd Avenue, Portland, Oregon 97242, is the owner of record of United States Service Mark Registration No. 3,416,099 for EARTH SOUND and United States Service Mark Registration No. 3,438,340 for EARTH SOUND, and is the owner of certain rights in said marks; and

WHEREAS, The Kroger Co. of Michigan, a Michigan corporation, having offices at 18334 Laurel Park Drive North, Livonia, Michigan 48152, is desirous of acquiring the marks and the registrations therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Fred Meyer Stores, Inc. acknowledges that it has sold, assigned, transferred and set over, and does hereby sell, assign, transfer and set over unto The Kroger Co. of Michigan all rights, title and interest in and to the marks, together with the good will of the business symbolized by the marks and the registrations therefor.

THIS ASSIGNMENT dated and effective as of June 9, 2008.

Fred Meyer Stores, Inc.

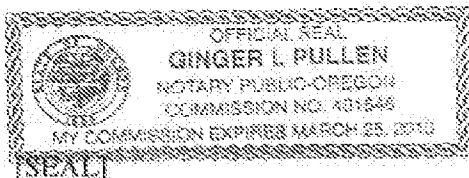
Date: 6/9/2008

By Nona M. Soltero

Name: Nona Soltero
Title: Vice President

STATE OF OREGON)
) ss.
COUNTY OF MULTNOMAH)

On this 9th day of June, 2008, before me personally came the above-named Nona M. Soltero, who executed the foregoing instrument in my presence on behalf of Fred Meyer Stores, Inc.



Ginger L. Pullen
Notary Public for 3/25/2010
My Commission expires: