

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wells Fargo Retail Finance, LLC, Collateral Agent		12/16/2008	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Save Mart Supermarkets
Street Address:	1800 Standiford Avenue
City:	Modesto
State/Country:	CALIFORNIA
Postal Code:	95350
Entity Type:	CORPORATION: CALIFORNIA

Name:	Yosemite Express Co.
Street Address:	1800 Standiford Avenue
City:	Modesto
State/Country:	CALIFORNIA
Postal Code:	95350
Entity Type:	CORPORATION: CALIFORNIA

Name:	Lucky Stores, Inc.
Street Address:	1800 Standiford Avenue
City:	Modesto
State/Country:	CALIFORNIA
Postal Code:	95350
Entity Type:	CORPORATION: DELAWARE

Name:	LS Holdings, Inc.
Street Address:	1800 Standiford Avenue
City:	Modesto
State/Country:	CALIFORNIA

900123210

TRADEMARK
REEL: 003907 FRAME: 0518

CH \$465.00 1543066

Postal Code:	95350
Entity Type:	CORPORATION: DELAWARE

Name:	Lucky Stores Properties, Inc.
Street Address:	1800 Standiford Avenue
City:	Modesto
State/Country:	CALIFORNIA
Postal Code:	95350
Entity Type:	CORPORATION: DELAWARE

Name:	Lucky Stores, Inc.
Street Address:	1800 Standiford Avenue
City:	Modesto
State/Country:	CALIFORNIA
Postal Code:	95350
Entity Type:	CORPORATION: FLORIDA

Name:	Lucky Real Estate Holdings LLC
Street Address:	1800 Standiford Avenue
City:	Modesto
State/Country:	CALIFORNIA
Postal Code:	95350
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	Lucky Mezzanine LLC
Street Address:	1800 Standiford Avenue
City:	Modesto
State/Country:	CALIFORNIA
Postal Code:	95350
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	Lucky (Fla) Owner LLC
Street Address:	1800 Standiford Avenue
City:	Modesto
State/Country:	CALIFORNIA
Postal Code:	95350
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	Lucky (Del) NoCal Investor LLC
Street Address:	1800 Standiford Avenue

City:	Modesto
State/Country:	CALIFORNIA
Postal Code:	95350
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	Lucky (Fla) NoCal Investor LLC
Street Address:	1800 Standiford Avenue
City:	Modesto
State/Country:	CALIFORNIA
Postal Code:	95350
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	Lucky (Del) Owner LLC
Street Address:	1800 Standiford Avenue
City:	Modesto
State/Country:	CALIFORNIA
Postal Code:	95350
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	LSP Properties LLC
Street Address:	1800 Standiford Avenue
City:	Modesto
State/Country:	CALIFORNIA
Postal Code:	95350
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	Lucky (Fla) Lease Owner LLC
Street Address:	1800 Standiford Avenue
City:	Modesto
State/Country:	CALIFORNIA
Postal Code:	95350
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	Lucky (Del) NoCal Lease Investor LLC
Street Address:	1800 Standiford Avenue
City:	Modesto
State/Country:	CALIFORNIA
Postal Code:	95350
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	Lucky (Fla) NoCal Lease Investor LLC
Street Address:	1800 Standiford Avenue
City:	Modesto
State/Country:	CALIFORNIA
Postal Code:	95350
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	1543066	LUCKY
Registration Number:	2294426	LUCKY
Registration Number:	2325672	LUCKY
Registration Number:	2557599	LUCKY
Registration Number:	2320768	LUCKY
Registration Number:	2376671	LUCKY
Registration Number:	2334824	LUCKY
Registration Number:	2334825	LUCKY
Registration Number:	2325695	LUCKY
Registration Number:	2633764	LUCKY
Registration Number:	2193052	LUCKY MEANS LOW PRICES
Registration Number:	1469513	LUCKY PRODUCE 100% FRESH 100% GUARANTEED
Registration Number:	2644877	LUCKY REWARDS CARD SAV-ON
Registration Number:	2309841	LUCKY SAV-ON AMERICAN REWARDS
Registration Number:	2900956	LUCKY SAV ON FOOD & DRUG STORE
Registration Number:	2373986	LUCKY VILLAGE MARKET
Registration Number:	1446938	3'S A CROWD
Registration Number:	1409990	THE CALIFORNIA COLLECTION OF FINE WINE

CORRESPONDENCE DATA

Fax Number: (703)415-1557
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 703-415-1555
 Email: mail@specializedpatent.com
 Correspondent Name: Christopher E. Kondracki
 Address Line 1: 2001 Jefferson Davis, Hwy., Suite 1007
 Address Line 4: Arlington, VIRGINIA 22202

ATTORNEY DOCKET NUMBER:	8120803
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NAME OF SUBMITTER:	Christopher E. Kondracki
Signature:	/Christopher E. Kondracki/
Date:	12/19/2008
Total Attachments: 6 source=Save Mart TM Release#page1.tif source=Save Mart TM Release#page2.tif source=Save Mart TM Release#page3.tif source=Save Mart TM Release#page4.tif source=Save Mart TM Release#page5.tif source=Save Mart TM Release#page6.tif	

PARTIAL RELEASE OF SECURITY INTEREST IN TRADEMARKS

December 16, 2008

WHEREAS, each of the entities listed on Schedule I attached hereto (the “Debtors”) has granted to WELLS FARGO RETAIL FINANCE, LLC (the “Collateral Agent”) a security interest in, among other things, certain of the Debtors’ licensed trademarks listed on Schedule II attached hereto (the “Subject Trademarks”) pursuant to a certain Grant of Security Interests in United States Trademarks dated as of September 15, 2008 (the “Agreement”), which was filed at the United States Patent and Trademark Office on September 30, 2008 and recorded on Reel 3862, Frame 0317; and

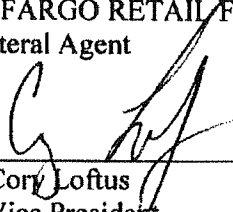
NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which the parties acknowledge, the Collateral Agent hereby (1) releases, discharges and relinquishes its security interest in the Subject Trademarks, and (2) reassigns to the Debtors all right title, and interest that it may have had in the Subject Trademarks, including the goodwill associated with the Subject Trademarks, any and all applications or registrations therefor, and the right to sue for past, present and future infringements, and the proceeds thereof, including, without limitation, license royalties and proceeds of infringement suits; provided that, nothing contained herein shall constitute a release or discharge of the Collateral Agent’s security interest in any license or similar agreement in favor of any of the Debtors, which relate to the Subject Trademarks.

The Agreement remains in full force and effect with respect to any and all Marks other than the Subject Trademarks.

[signature page follows]

IN WITNESS WHEREOF, the Collateral Agent, by the signature below of its duly authorized representative, agrees to be bound by the provisions of this partial release as of the date above first written.

WELLS FARGO RETAIL FINANCE, LLC,
As Collateral Agent

By: 
Name: Cory Loftus
Title: Vice President

ACKNOWLEDGMENT

State of Massachusetts)
County of Suffolk)

On this 16th day of December, 2008, before me, the undersigned notary public, personally appeared Cory Loftus, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Margaret Arsenault

Notary Public, State of Massachusetts
My Commission Expires: July 27, 2012
Printed Name of Notary Public: Margaret Arsenault

SCHEDULE I

Save Mart Supermarkets, a California corporation
Yosemite Express Co., a California corporation
Lucky Stores, Inc., a Delaware corporation
LS Holdings, Inc., a Delaware corporation
Lucky Stores Properties, Inc., a Delaware corporation
Lucky Stores, Inc., a Florida corporation
Lucky Real Estate Holdings LLC, a Delaware limited liability company
Lucky Mezzanine LLC, a Delaware limited liability company
Lucky (Fla) Owner LLC, a Delaware limited liability company
Lucky (Del) NoCal Investor LLC, a Delaware limited liability company
Lucky (Fla) NoCal Investor LLC, a Delaware limited liability company
Lucky (Del) Owner LLC, a Delaware limited liability company
LSP Properties LLC, a Delaware limited liability company
Lucky (Fla) Lease Owner LLC, a Delaware limited liability company
Lucky (Del) NoCal Lease Investor LLC, a Delaware limited liability company
Lucky (Fla) NoCal Lease Investor LLC, a Delaware limited liability company

SCHEDULE II

o Lucky Stores, Inc. (DE)

<u>Mark</u>	<u>Owner</u>	<u>Reg./App. No.</u>	<u>Goods/Services</u>
LADY LEE	Lucky Stores, Inc.	58,153 filed with the California Secretary of State	IC-016
LUCKY	Lucky Stores, Inc.	40,315 filed with the California Secretary of State	IC-033

Licensed Trademarks:

LUCKY	1,543,066	Supermarket and grocery store services.
LUCKY	2,294,426	Artificial sweeteners.
LUCKY	2,325,672	All purpose cleaning preparations, dishwashing detergents, floor wax, laundry detergent, fabric softeners for domestic use and laundry bleach.
LUCKY	2,557,599	Candles, sold or distributed in supermarkets, convenience stores, drug stores, or combination supermarket/drug stores.
LUCKY	2,320,768	Bath tissue, facial tissue, toilet tissue, paper towels, plastic storage bags, sandwich bags, and plastic wrap.
LUCKY	2,376,671	All purpose cleaning pads.
LUCKY	2,334,824	Applesauce; baked beans; breakfast drinks, namely milk; butter; canned beans; canned fruits; canned pork and beans; canned processed tomatoes; canned vegetables, canned frozen and french fried potatoes; chili with beans; condensed milk; dairy products, excluding ice cream, ice milk and frozen, yogurt; dairy based or vegetable based dips, dried fruit; dry beans; eggs; evaporated milk; flaked coconut; hash browns; instant potatoes; jellies, jams and preserves; luncheon meat; margarine; non-dairy creamer; olive oil; peanut butter; pickles; powdered milk; processed nuts; refried beans; shortening; sour cream; tomato paste; tuna fish; vegetable oil; vegetable oil cooking spray; whipped cream; dairy or non-dairy based whipped topping; yogurt; and meat, poultry and seafood.

LUCKY	2,334,825	Baking soda; barbecue sauce; bread crumbs; breakfast cereal; cheese; cocoa mix; coffee; cookies; flour; frozen novelties, namely ice cream bars, frozen confections, sandwiches and sundaes; frozen waffles; frozen yogurt; granola-based snack bars; honey; ice cream; ice cream cones; ketchup; macaroni and cheese; marshmallows and marshmallow cream; mayonnaise; mixes for baking goods; mustard; oatmeal; pancake and waffle mixes; pancake and waffle syrup; pasta; picante sauce and salsa; pie crusts; popped popcorn; pretzels; vanilla extract; refrigerated dough for making pie crusts, bread, biscuits and muffins; rice; salad dressings; seasoning mixes; seasoning mixes for chili, gravy, spaghetti sauce, and taco shells; sherbet; spaghetti and pasta sauces; spices and seasonings; stuffing mixes containing bread; sugar; tea and tea mixes; toaster pastries; and vinegar.
LUCKY	2,325,695	Raw nuts and unpopped popcorn.
LUCKY (Stylized)	2,633,764	Bottled drinking water; fruit and vegetable juices; powdered mixes for making lemonade; fruit punch and fruit flavored drinks containing water; and soft drinks, sold or distributed in supermarkets, convenience stores, drug stores, or combination supermarket/drug

		stores.
LUCKY MEANS LOW PRICES	2,193,052	Retail supermarket and general merchandise store services.
LUCKY PRODUCE 100% FRESH 100% GUARANTEED (Stylized)	1,469,513	Grocery store and supermarket services.
LUCKY REWARDS CARD SAV-ON	2,644,877	Electronic coupon cards for use in retail store promotional activities and discount services.
LUCKY SAV-ON AMERICAN REWARDS	2,309,841	Credit card services.
LUCKY SAV-ON FOOD (and DRUG STORE and design)	2,900,956	Retail supermarket and drug store services featuring food, drugs, household goods, automotive goods, and like general merchandise.
LUCKY VILLAGE MARKET	2,373,986	Meat and seafood sold in retail stores owned or operated by Registrant or an affiliate of Registrant.
3's A CROWD	1,446,938	IC 042. Supermarket and grocery store services.
THE CALIFORNIA COLLECTION OF FINE WINE (Stylized)	1,409,990	IC 033. Wines.