12/2/2009 7:39:40 AM

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TO: CLAY A. TILLACK COMPANY: SCHIFF HARDIN LLP

### TRADEMARK ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1 11/25/2009 900148559

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Certified Grocers Midwest, Inc.			<b>!</b> :

#### **RECEIVING PARTY DATA**

Name:	Mr. Joseph McMahon		
Street Address:	109 Livery Circle		
City:	Oak Brook		
State/Country:	ILUNOIS		
Postal Code:	60523-2537		
Entity Type:	INDIVIDUAL:		

#### PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	0675058	COUNTRY'S DELIGHT
Registration Number:	0709421	COUNTRY'S DELIGHT
Registration Number:	0899318	COUNTRY'S DELIGHT

#### **CORRESPONDENCE DATA**

Fax Number:

(312)258-5600

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone:

312-258-5758

Email:

trademarks@schiffhardin.com

Correspondent Name:

Clay A. Tillack

Address Line 1: Address Line 2: Schiff Hardin LLP P.O. Box 06079

Address Line 4:

Chicago, ILLINOIS 60606

ATTORNEY DOCKET NUMBER: 37836-0000 MCMAHON ASSIGN

NAME OF SUBMITTER: Clay A. Tillack

TRADEMARK REEL: 004114 FRAME: 0318 12/14/09 MON 15:35 FAX 312 258 5600

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TO: CLAY A. TILLACK COMPANY: SCHIFF HARDIN LLP

Signature:	/Clay A. Tillack/
Date:	11/25/2009
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**TRADEMARK REEL: 004114 FRAME: 0319** 

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Electronic Trademark Assignment System

# **Confirmation Receipt**

Your assignment has been received by the USPTO. The coversheet of the assignment is displayed below:

# 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
Certified Grocers Midwest, Inc.		05/01/2009	Corporation of ILLIABis

#### RECEIVING PARTY DATA

Name:	Mr. Joseph McMahon
Street Address:	109 Livery Circle
City:	Oak Brook
State/Country:	ILLINOIS
Postal Code:	60523-2537
Entity Type:	INDIVIDUAL: ILLINGS

## PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark	
Registration Number:	0675058	COUNTRY'S DELIGHT	
Registration Number:	0709421	COUNTRY'S DELIGHT	
Registration Number:	0899318	COUNTRY'S DELIGHT	

TRADEMARK

Page 2 of 2

CORRESPONDENCE DATA  Fax Number: (312)258-5600  Correspondence will be sent via US Mail when the fax attempt is unsuccessful.  Phone: 312-258-5758  Email: trademarks@schiffhardin.com  Correspondent Name: Clay A. Tillack  Address Line 1: Schiff Hardin LLP  Address Line 2: P.O. Box 06079  Address Line 4: Chicago, ILLINOIS 60606			
ATTORNEY DOCKET NUMBER:		37836-0000 MCMAHON ASSIGN	
NAME OF SUBMITTER:		Clay A. Tillack	
Signature:		/Clay A. Tillack/	
Date:		11/25/2009	
Total Attachments: 3 source=Assignment Joseph McMahon#page1.tif source=Assignment Joseph McMahon#page2.tif source=Assignment Joseph McMahon#page3.tif			
RECEIPT INFORMATION			
ETAS ID: TM158297  Receipt Date: 11/25/2009  Fee Amount: \$90			

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TO: CLAY A. TILLACK COMPANY: SCHIFF HARDIN LLP

#### TRADEMARK ASSIGNMENT

This Trademark Assignment is entered into as of the 1st day of May, 2009, between Certified Grocers Midwest, Inc. ("Assignor") and Joseph McMahon ("Assignee").

WHEREAS, Assignor has acquired certain rights in the trademarks COUNTRY DELIGHT and COUNTRY'S DELIGHT listed on the attached Exhibit A (the "Marks"); and

WHEREAS, Assignor desires to assign its full right, title, and interest in the Marks and the goodwill of the business symbolized by the Marks to Assignee in accordance with the agreement between the parties dated March 31, 2009:

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Assignor assigns to Assignee all of Assignor's right, title and interest in and to the Marks and all common law rights in the Marks, together with the goodwill of the business symbolized by the Marks, all rights to bring and maintain action based on the Marks, including the right to recover for any past or future infringement of the Marks, and the right to oppose applications for the registration of confusingly similar Marks.

Assignee agrees to indemnify and hold Assignor harmless with respect to any and all claims, liability, loss, cost or expense (including reasonable attorney's fees) with respect to the Marks, any product sold bearing the Marks or a likeness thereof, and any liability which may arise by virtue of such claims, asserted against Assignor arising from and after the date of this Agreement as set forth above.

Assignor agrees to indemnify and hold Assignee harmless with respect to any and all claims, liability, loss, cost or expense (including reasonable attorney's fees) with respect to the Marks, any product sold bearing the Marks or a likeness thereof, and any liability

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which may arise by virtue of such claims, asserted against Assignee arising prior to the date of this Agreement as set forth above.

The parties acknowledge that in the event of a conflict between the terms and conditions of the Label Purchase Agreement (executed by the parties on March 31, 2009) and the terms and conditions of this Assignment, the terms and conditions of this Assignment will govern.

CERTIFIED GROCERS MIDWEST, INC.

JOSEPH MCMAHON

Name: PAUL BUTERA

CHAIR MAN

SEPTEMBER 16.2003

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TO: CLAY A. TILLACK COMPANY: SCHIFF HARDIN LLP

### **EXHIBIT A**

# UNITED STATES TRADEMARK REGISTRATIONS

Trademark	Registration Number
COUNTRY'S DELIGHT	0675058
COUNTRY'S DELIGHT	0709421
COUNTRY'S DELIGHT	0899318

# STATE OF ILLINOIS TRADEMARK REGISTRATIONS

Trademark	Registration Number
COUNTRY'S DELIGHT	085498
	į.
(words and logo)	
COUNTRY'S DELIGHT	036270

# COMMON LAW (UNREGISTERED) TRADEMARKS

### COUNTRY'S DELIGHT

COUNTRY DELIGHT (for use in connection with: all milk and ice cream products; cheese, butter and egg products; cottage cheese, sour cream and cream products; fruit drinks, orange juice and juice products; and water)

> TRADEMARK REEL: 004114 FRAME: 0324

**RECORDED: 11/25/2009**