

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Giant Brands, Inc.		12/15/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Giant Brands LLC
Street Address:	1007 Orange Street
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19801
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 39

Property Type	Number	Word Mark
Registration Number:	3193364	THE NUTRITIONIST
Registration Number:	3076398	GIANT
Registration Number:	3076396	GIANT
Registration Number:	2773738	EXTRAVACANZA
Registration Number:	3001290	5 IN 30
Registration Number:	3010866	5 IN 30 MEAL SOLUTIONS
Registration Number:	2913183	HEALTHY IDEAS
Registration Number:	2944997	CHESAPEAKE LANDING SEAFOOD CO.
Registration Number:	2944996	CHESAPEAKE LANDING SEAFOOD CO.
Registration Number:	2771848	PAPER PANDEMONIUM
Registration Number:	2771847	EXTRAVACANZA
Registration Number:	3452014	KID HEALTHY IDEAS
Registration Number:	3712350	GIANT
Registration Number:	2702297	GIANT

CH \$990.00 3193364

Registration Number:	2839130	GIANT
Registration Number:	2851783	GIANT
Registration Number:	2850101	HEALTHY IDEAS NOURISHING BODY & MIND
Registration Number:	2829025	HEALTHY IDEAS NOURISHING BODY & MIND
Registration Number:	2909444	FRESHIDEAS
Registration Number:	2835716	HEALTHY IDEAS NOURISHING BODY AND MIND
Registration Number:	2319104	SUPER G PHARMACY DEPARTMENT
Registration Number:	2319083	GIANT PHARMACY
Registration Number:	2354892	BEAT THE BUG
Registration Number:	2313915	FRESH IDEAS GREAT VALUES & DESIGN
Registration Number:	2004109	G DELI
Registration Number:	2002569	G SEAFOOD
Registration Number:	1855386	SUPER G
Registration Number:	2002425	G BAKERY
Registration Number:	1581978	WE CARE ABOUT YOU
Registration Number:	1406293	GIANT
Registration Number:	1271214	SOMEPLACE SPECIAL
Registration Number:	1273973	G GOURMET
Registration Number:	1236652	COUNT ON US
Registration Number:	1129400	DEDICATED TO BETTER HEALTH G GIANT PHARMACIES THE PRESCRIPTION PEOPLE
Registration Number:	0874899	THE QUALITY FOOD PEOPLE
Registration Number:	1085784	GIANT G
Registration Number:	1078672	GIANT FOOD
Serial Number:	78836526	SUPER GIANT
Serial Number:	78818750	SUPER GIANT

CORRESPONDENCE DATA

Fax Number: (717)260-1641
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 717-232-8000
Email: trademarks@mwn.com
Correspondent Name: Sue Heberlig
Address Line 1: 100 Pine Street
Address Line 4: Harrisburg, PENNSYLVANIA 17108

ATTORNEY DOCKET NUMBER: 21631-0015

NAME OF SUBMITTER:	Sue Heberlig
Signature:	/SueHeb/
Date:	01/06/2010
Total Attachments: 3 source=A1818308#page1.tif source=A1818308#page2.tif source=A1818308#page3.tif	

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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 "GIANT BRANDS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "GIANT BRANDS, INC." TO "GIANT BRANDS LLC", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF DECEMBER, A.D. 2009, AT 1:30 O'CLOCK P.M.

3118190 8100V

091101004




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7700426

DATE: 12-15-09

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 004125 FRAME: 0293

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

Pursuant to the provisions of the Delaware Limited Liability Company Act (as amended and from time to time and in effect, the "Act"), the undersigned hereby certifies as follows:

1. The jurisdiction where the Corporation first formed is Delaware.
2. The jurisdiction immediately prior to filing the Certificate is Delaware.
3. The date of filing of its original certificate of incorporation with the Secretary of State is October 28, 1999.
4. The name of the Corporation immediately prior to filing this Certificate is Giant Brands, Inc.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation is Giant Brands LLC.
6. This Certificate of Conversion from a Corporation to a Limited Liability Company shall be effective upon filing with the Secretary of State.

[SIGNATURE ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the undersigned hereby affirms under the penalties of perjury that the facts stated herein are true, as of the 15th day of December, 2009.

By: Joan L. Yori
Authorized Person

MSW
SDW

Name: Joan L. Yori
Title: President