

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
General Electric Capital Corporation		10/21/2010	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Brookshire Brothers, Ltd.		
Composed Of:	COMPOSED OF Brookshire Brothers Management, Inc., a Texas corporation as general partner		
Street Address:	1201 Ellen Trout Drive		
City:	Lufkin		
State/Country:	TEXAS		
Postal Code:	75901		
Entity Type:	LIMITED PARTNERSHIP: TEXAS		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Registration Number:	1430667	BUDGET CHOPPER	
Registration Number:	2206207	DINNER DESTINATIONS	
Registration Number:	2206205	DINNER DESTINATIONS	
Registration Number:	2150929	TOBACCO BARN	
Registration Number:	2206204	YOUR PASSPORT TO MEALS IN MINUTES	
Registration Number:	2921695	FRESH HARVEST FOOD & PHARMACY	
Registration Number:	2961470	B & B EXPRESS	
Registration Number:	2974294	TEXAS STAR	
Registration Number:	2387671	TOBACCO BARN	
Serial Number:	78340489	SOUTHERN STAR	
CORRESPONDENCE DATA			

OP \$265.00 1430667

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ATTORNEY DOCKET NUMBER:	20364.116
NAME OF SUBMITTER:	Matthew M Jennings
Signature:	/mmjennings58538/
Date:	10/21/2010

Total Attachments: 3
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TERMINATION OF TRADEMARK SECURITY INTEREST

October 21, 2010

WHEREAS, BROOKSHIRE BROTHERS, LTD., a Texas limited partnership (the "Grantor"), had granted to GENERAL ELECTRIC CAPITAL CORPORATION, a Delaware corporation (the "Secured Party"), a security interest (the "Security Interest") in the Grantor's trademarks and trademark applications (collectively, the "Trademarks") and the goodwill associated therewith pursuant to a certain AMENDED AND RESTATED TRADEMARK SECURITY AGREEMENT dated December 30, 2003 (the "Agreement"), which was filed at the United States Patent and Trademark Office on December 6, 2004 and recorded on Reel 2987, Frame 0144; and

WHEREAS, the Grantor has made payment in full of the indebtedness secured by the Security Interest in exchange for the termination of the Security Interest.

NOW, THEREFORE, the Secured Party releases and discharges its security interest in, and reassigns to the Grantor, any and all interest in the Trademarks, including, without limitation, those listed on Schedule A attached hereto, together with the goodwill associated therewith. The Secured Party agrees that, upon request of the Grantor or any successor-in-interest or assignee thereof, and at the Grantor's expense, the Secured Party will execute any document, cause to be made any filing or take any other action deemed reasonably necessary or advisable by the Grantor, or any successor-in-interest or assignee thereof, to effectuate the release of interests contemplated herein.

[signature page follows]

SCHEDULE A

TRADEMARKS

<u>Trademark</u>	<u>Application/ Registration Number</u>	<u>Date of Application/ Registration</u>
BUDGET CHOPPER	1,430,667	2/24/1987
DINNER DESTINATIONS	2,206,207	11/24/1998
DINNER DESTINATIONS & DESIGN	2,206,205	11/24/1998
TOBACCO BARN	2,150,929	4/14/1998
YOUR PASSPORT TO MEALS IN MINUTES	2,206,204	11/24/1998
TOBACCO BARN	2,387,671	9/19/2000
B & B FOOD	TX 54,584	6/19/1995
PUMP & SAVE	TX 51,343	10/18/1991
FRESH HARVEST FOOD & PHARMACY & DESIGN	2,921,695	1/25/2005
B & B EXPRESS & DESIGN	2,961,470	6/7/2005
SOUTHERN STAR & DESIGN	78/340,489	12/13/2003
TEXAS STAR & DESIGN	2,974,294	7/19/2005

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Schedule A to Termination of Security Interest in United States Trademarks