

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MEMORANDUM AND NOTICE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BI-MART CORPORATION		08/31/2011	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	BANK OF AMERICA, N.A., as Agent		
Street Address:	55 South Lake Avenue, Suite 900		
City:	Pasadena		
State/Country:	CALIFORNIA		
Postal Code:	91101		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	3322185	BI-MART ADVANTAGE	
Registration Number:	3273314	CASCADE MEADOWS HOME FURNISHINGS	
Registration Number:	2580792	BI-MART	
Registration Number:	1410078	PHARMACIST'S CHOICE	
Registration Number:	976409	PHARMACIST'S CHOICE	
CORRESPONDENCE DATA			
Fax Number:	(949)720-0182		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(949) 224-6291		
Email:	trademark@buchalter.com		
Correspondent Name:	Farah P. Bhatti, Esq.		
Address Line 1:	18400 Von Karman Avenue, Suite 800		
Address Line 4:	Irvine, CALIFORNIA 92612		
ATTORNEY DOCKET NUMBER:	B0660-0029		

CH \$140.00 3322185

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**TRADEMARK
 REEL: 004617 FRAME: 0207**

NAME OF SUBMITTER:	Farah P. Bhatti, Esq.
Signature:	/Farah P. Bhatti/
Date:	09/02/2011
Total Attachments: 3 source=Executed Memo of SI in IP (Bi-Mart)#page1.tif source=Executed Memo of SI in IP (Bi-Mart)#page2.tif source=Executed Memo of SI in IP (Bi-Mart)#page3.tif	

**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

BI-MART CORPORATION, a California corporation, whose address is 220 Seneca Road, Eugene, Oregon 97402 ("Assignor") hereby acknowledges that it has granted to BANK OF AMERICA, N.A., as Agent whose address is 55 South Lake Avenue, Suite 900, Pasadena, California 91101 (the "Assignee"), a security interest in and to all of the Assignor's right, title and interest in and to the trademarks and trademark registrations and applications therefor which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by Assignor (the "Trademarks"), together with the goodwill and assets of the business, to which such Trademarks are appurtenant and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Amended and Restated Security Agreement dated as of February 27, 2004, as may be amended from time to time (the "Agreement"), between Assignor and Assignee as security for the Obligations as set forth in the Agreement and other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Secured Party may have in any other collateral described in the Agreement or otherwise.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the 31st day of August, 2011.

BI-MART CORPORATION
a California corporation

By: Marty W. Smith
Name: Marty W. Smith
Title: Chief Executive Officer

Memorandum and Notice of Security Interest
In Intellectual Property

TRADEMARK
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EXHIBIT A
TRADEMARKS

No	Status	Owner	Trademark	Reg. No	Reg. Date
1	Registered.	Bi-Mart Corporation	BI-MART ADVANTAGE	3,322,185	10/30/07
2	Registered.	Bi-Mart Corporation	CASCADE MEADOWS HOME FURNISHINGS	3,273,314	08/07/07
3	Registered.	Bi-Mart Corporation	BI-MART	2,580,792	06/18/02
4	Registered.	Bi-Mart Corporation	PHARMACIST'S CHOICE	1,410,078	09/23/86
5	Registered.	Bi-Mart Corporation	PHARMACIST'S CHOICE	0,976,409	01/08/74

Exhibit A

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RECORDED: 09/02/2011

TRADEMARK
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