

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Pantry, Inc.		08/03/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Wells Fargo Bank, National Association
Street Address:	1525 W.T. Harris Blvd.
Internal Address:	MACD 1109-019
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28262
Entity Type:	National Association: UNITED STATES

PROPERTY NUMBERS Total: 43

Property Type	Number	Word Mark
Registration Number:	2683350	AUNT M'S
Registration Number:	3943686	BEAN STREET COFFEE
Registration Number:	2348885	BEAN STREET COFFEE COMPANY
Registration Number:	1331174	BIG CHILL
Registration Number:	2730524	CELESTE
Registration Number:	2897851	CELESTE
Registration Number:	3244834	CELESTE E
Registration Number:	3083324	CELESTE STARS
Registration Number:	3123104	COWBOYS
Registration Number:	3305909	COWBOYS
Registration Number:	1219408	FAST LANE
Registration Number:	1213614	FOOD CHIEF
Registration Number:	3201508	GOLDEN GALLON

OP \$1090.00 2683350

Registration Number:	1186208	GOLDEN GALLON
Registration Number:	3607218	GRILL DEPOT
Registration Number:	1875705	HANDY WAY
Serial Number:	85608927	HOUSE OF KOLD
Registration Number:	2318479	K
Serial Number:	85024262	K
Registration Number:	3123383	K KANGAROO EXPRESS
Registration Number:	3123385	K KANGAROO
Registration Number:	3244998	KANGAROO EXPRESS
Registration Number:	3244999	K KANGAROO EXPRESS
Registration Number:	1354632	KANGAROO
Registration Number:	1365016	LIL' CHAMP FOOD STORE
Registration Number:	1199163	ME MARKET EXPRESS
Registration Number:	1462247	PETRO EXPRESS
Registration Number:	3363564	RAPID FUEL
Registration Number:	3085855	RED CELESTE
Registration Number:	3305740	ROO JUICE
Registration Number:	3323639	ROO JUICE
Registration Number:	4144090	SALUTE OUR TROOPS
Registration Number:	3066461	SPORT CELESTE
Registration Number:	3038822	THE CHILL ZONE
Registration Number:	1167513	THE PANTRY
Registration Number:	1557345	THE PANTRY
Registration Number:	2237356	THE ROO
Registration Number:	3974669	WASHAROO
Registration Number:	3372564	WASHAROO CAR WASH
Registration Number:	4027037	WE BREW IT. YOU DO IT.
Registration Number:	3471345	WORTH
Registration Number:	1372925	WORTH
Registration Number:	3609709	WORTH

**CORRESPONDENCE DATA**

Fax Number: 4045725100

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Email: [mrussell@kslaw.com](mailto:mrussell@kslaw.com)

**TRADEMARK**  
**REEL: 004835 FRAME: 0592**

Correspondent Name: King & Spalding  
Address Line 1: 1180 Peachtree Street  
Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER: 18464.015106

NAME OF SUBMITTER: Mark Russell

Signature: /Mark Russell/

Date: 08/03/2012

Total Attachments: 7  
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NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Third Amended and Restated Security Agreement dated as of August 3, 2012 (as amended, modified, extended, restated, replaced, or supplemented from time to time, the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Wells Fargo Bank, National Association, as Administrative Agent (the "Administrative Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon [the trademarks, trademark licenses and trademark applications] shown on Schedule 1 attached hereto (the "Trademarks") to the Administrative Agent for the ratable benefit of the Lenders.

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the Trademarks (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any Trademark.

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NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS  
THE PANTRY, INC.

Very truly yours,

THE PANTRY, INC.,  
a Delaware corporation

By: 

Name: Berry Epley

Title: Vice President, Assistant Corporate  
Secretary and Controller

NOTICE OF SECURITY INTEREST IN TRADEMARKS  
THE PANTRY, INC.

Acknowledged and Accepted:

WELLS FARGO BANK, NATIONAL ASSOCIATION,  
as Administrative Agent






By: Andrea S. Chen  
Name: Andrea S. Chen  
Title: Director








## Schedule 1

### INTELLECTUAL PROPERTY








#### THE PANTRY, INC.


Trademark and Service Mark Summary  
July 10, 2012

Mark	Country/State	Owner	Appl. No.	Appl. Date	Reg. No.	Reg. Date	Class(es)	Due Dates
AUNT M'S & Design 	United States	The Pantry, Inc.	76/395,711	04/15/2002	2,683,350	02/04/2003	43	02/04/2013 Renewal
BEAN STREET COFFEE	United States	The Pantry, Inc.	85/099,859	08/04/2010	3,943,686	04/12/2011	30	04/12/2017 Affidavit of Use 04/12/2021 Renewal
BEAN STREET COFFEE COMPANY	United States	The Pantry, Inc.	74/711,867	08/07/1995	2,348,885	05/09/2000	42	05/09/2020 Renewal
BIG CHILL	United States	The Pantry, Inc.	73/484,225	06/08/1984	1,331,174	04/16/1985	32	04/16/2015 Renewal
CELESTE	United States	The Pantry, Inc.	76/389,324	03/28/2002	2,730,524	06/24/2003	32	06/24/2013 Renewal
CELESTE	United States	The Pantry, Inc.	76/493,760	02/28/2003	2,897,851	10/26/2004	32	10/26/2014 Renewal
CELESTE E	United States	The Pantry, Inc.	78/933,530	07/20/2006	3,244,834	05/22/2007	32	05/22/2013 Affidavit of Use 05/22/2017 Renewal
CELESTE STARS & Design 	United States	The Pantry, Inc.	76/612,139	09/16/2004	3,083,324	04/18/2006	30	04/18/2016 Renewal
COWBOYS & Design 	United States	The Pantry, Inc.	78/629,635	05/13/2005	3,123,104	08/01/2006	35	08/01/2012 Affidavit of Use 08/01/2016 Renewal
COWBOYS & Design with Desert Background 	United States	The Pantry, Inc.	77/076,140	01/04/2007	3,305,909	10/09/2007	29	10/09/2013 Affidavit of Use 10/09/2017 Renewal
ETNA & Design 	North Carolina	The Pantry, Inc.	N/A		T-19505	07/16/2008	101	07/16/2013 Affidavit Due 07/16/2018 Renewal
FAST LANE	United States	The Pantry, Inc.	73/340,641	12/08/1981	1,219,408	12/07/1982	37, 42	12/07/2022 Renewal
FOOD CHIEF	United States	The Pantry, Inc.	73/311,142	05/19/1981	1,213,614	10/19/1982	42	10/19/2012 Renewal

Mark	Country/State	Owner	Appl. No.	Appl. Date	Reg. No.	Reg. Date	Class(es)	Due Dates
GOLDEN GALLON	United States	The Pantry, Inc.	78/831,897	03/08/2006	3,201,508	01/23/2007	29	01/23/2017 Renewal
GOLDEN GALLON	United States	The Pantry, Inc.	73/256,160	03/31/1980	1,186,208	01/12/1982	42	01/12/2022 Renewal
GRILL DEPOT	United States	The Pantry, Inc.	77/401,065	02/20/2008	3,607,218	04/14/2009	35	04/14/2015 Affidavit of Use 04/14/2019 Renewal
HANDY WAY & Design 	United States	The Pantry, Inc.	74/477,291	01/10/1994	1,875,705	01/24/1995	42	01/24/2015 Renewal
HOUSE OF KOLD	United States	The Pantry, Inc.	85/608,927	04/26/2012			35	
K & Design 	United States	The Pantry, Inc.	75/568,384	10/09/1998	2,318,479	02/15/2000	35	02/15/2020 Renewal
K & Jumping Kangaroo Design 	United States	The Pantry, Inc.	85/024,262	04/27/2010			29, 30, 32, 35	06/05/2013 Statement of Use or Extension of Time
K KANGAROO EXPRESS **	United States	The Pantry, Inc.	78/683,733	08/02/2005	3,123,383	08/01/2006		
K KANGAROO & Design (in square) 	United States	The Pantry, Inc.	78/683,806	08/02/2005	3,123,385	08/01/2006	01, 04	08/01/2016 Renewal
K KANGAROO EXPRESS & Design (in rectangle) 	United States	The Pantry, Inc.	78/950,403	08/11/2006	3,244,998	05/22/2007	35	05/22/2013 Affidavit of Use 05/22/2017 Renewal
K KANGAROO EXPRESS & Design (in square) 	United States	The Pantry, Inc.	78/950,510	08/11/2006	3,244,999	05/22/2007	35	05/22/2013 Affidavit of Use 05/22/2017 Renewal
KANGAROO	United States	The Pantry, Inc.	73/448,632	10/19/1983	1,354,632	08/13/1985	37, 42	08/13/2015 Renewal
LIL' CHAMP FOOD STORE & Design 	United States	The Pantry, Inc.	73/531,975	04/12/1985	1,365,016	10/08/1985	42	10/08/2015 Renewal
ME MARKET EXPRESS **	United States	The Pantry, Inc.	73/322,790	08/10/1981	1,199,163	06/22/1982		
PETRO EXPRESS	United States	The Pantry, Inc.	73/626,943	10/27/1986	1,462,247	10/20/1987	37, 42	10/20/2017 Renewal



Mark	Country/State	Owner	Appl. No.	Appl. Date	Reg. No.	Reg. Date	Class(es)	Due Dates
<b>QUICK STOP &amp; Design</b> 	North Carolina	The Pantry, Inc.	N/A		T-19567	07/16/2008	101	07/16/2013 Affidavit Due 07/16/2018 Renewal
<b>RAPID-FUEL &amp; Design</b> 	United States	The Pantry, Inc.	78/835,578	03/13/2006	3,363,564	01/01/2008	36	01/01/2014 Affidavit of Use 01/01/2018 Renewal
<b>RED CELESTE **</b>	United States	The Pantry, Inc.	76/544,455	09/03/2003	3,085,855	04/25/2006		
<b>ROO JUICE</b>	United States	The Pantry, Inc.	77/067,334	12/19/2006	3,305,740	10/09/2007	32	10/09/2013 Affidavit of Use 10/09/2017 Renewal
<b>ROO JUICE &amp; Design</b> 	United States	The Pantry, Inc.	77/119,951	03/01/2007	3,323,639	10/30/2007	32	10/30/2013 Affidavit of Use 10/30/2017 Renewal
<b>SALUTE OUR TROOPS &amp; Design</b> 	United States	The Pantry, Inc.	85/289,832	04/08/2011	4,144,090	05/15/2012	36	05/15/2018 Affidavit of Use 05/15/2022 Renewal
<b>SMOKERS EXPRESS</b>	Florida	The Pantry, Inc.	N/A		T98,000,001,423	12/21/1998	35	12/21/2013 Renewal
<b>SPORT CELESTE **</b>	United States	The Pantry, Inc.	76/612,140	09/16/2004	3,066,461	03/07/2006		
<b>THE CHILL ZONE</b>	United States	The Pantry, Inc.	76/448,056	09/09/2002	3,038,822	01/10/2006	35	01/10/2016 Renewal
<b>THE PANTRY</b>	United States	The Pantry, Inc.	73/117,915	03/04/1977	1,167,513	09/01/1981	42	09/01/2021 Renewal
<b>THE PANTRY &amp; Design</b> 	United States	The Pantry, Inc.	73/761,980	11/04/1988	1,557,345	09/19/1989	42	09/19/2019 Renewal
<b>THE ROO</b>	United States	The Pantry, Inc.	75/229,614	01/22/1997	2,237,356	04/06/1999	35	04/06/2019 Renewal
<b>WASHAROO</b>	United States	The Pantry, Inc.	85/162,753	10/27/2010	3,974,669	06/07/2011	37	06/07/2017 Affidavit of Use 06/07/2021 Renewal
<b>WASHAROO CAR WASH &amp; Design</b> 	United States	The Pantry, Inc.	77/188,298	05/23/2007	3,372,564	01/22/2008	37	01/22/2014 Affidavit of Use 01/22/2018 Renewal
<b>WE BREW IT. YOU DO IT.</b>	United States	The Pantry, Inc.	85/120,018	08/31/2010	4,027,037	09/13/2011	35, 43	09/13/2017 Affidavit of Use 09/13/2021 Renewal
<b>WORTH</b>	United States	The Pantry, Inc.	77/342,130	12/03/2007	3,471,345	07/22/2008	34	07/22/2014 Affidavit of Use 07/22/2018 Renewal
<b>WORTH &amp; Design</b> 	United States	The Pantry, Inc.	73/536,943	05/10/1985	1,372,925	11/26/1985	34	11/26/2015 Renewal

<i>Mark</i>	<i>Country/State</i>	<i>Owner</i>	<i>Appl. No.</i>	<i>Appl. Date</i>	<i>Reg. No.</i>	<i>Reg. Date</i>	<i>Class(es)</i>	<i>Due Dates</i>
<b>WORTH &amp; New Design</b> 	United States	The Pantry, Inc.	77/342,162	12/03/2007	3,609,709	04/21/2009	34	04/21/2015 Affidavit of Use 04/21/2019 Renewal

\*\* Indicates that the Borrower is no longer renewing the mark because it is no longer used or useful or otherwise material in or to the Borrower's business.