

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

To the director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Moran Foods, LLC

Individual(s) Association
 General Partnership Limited Partnership
 Corporation
 Limited Liability Company
Citizenship: MO
Execution Date(s) August 30, 2012
Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes
 No

Name: Wells Fargo Bank, National Association

Internal Address:

Street Address: One Boston Place, 18th Floor

City: Boston

State: MA

Country: USA

Zip: 02108

Association Citizenship: USA

General Partnership Citizenship:

Limited Partnership Citizenship:

Corporation Citizenship:

Other ___ Citizenship:

If assignee is not domiciled in the United States, a domestic representative designation is attached. Yes No
(Designations must be a separate document from assignment)

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) See Attached Schedule A

B. Trademark Registration No.(s) See Attached Schedule A

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown)

5. Name address of party to whom correspondence concerning document should be mailed:

Name: Susan O'Brien

Internal Address: CT Lien Solutions

Street Address: 187 Wolf Road, Suite 101

City: Albany

State: NY

Zip: 12205

Phone Number: 800-342-3676

Fax Number: 800-962-7049

Email Address: cls-uds@albany@wolterskluwer.com

6. Total number of applications and registrations involved:

23

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$590.00

Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers 1640
Expiration Date 10/13

b. Deposit Account Number
Authorized User Name:

9. Signature: Kareem Ansley
Signature

October 26, 2012
Date

Kareem Ansley
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 5

Documents to be recorded (including cover sheet) should be faxed to (703) 306-8996, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

SCHEDULE A

Mark	Owner	Status	Registration/ Application No.	Registration/File Date
BEING WELL	Moran Foods, LLC	Registered/A ctive	3114739	Jul 11 2006
BEING WELL BABY	Moran Foods, LLC	Registered/A ctive	3610261	Apr 21 2009
BEING WELL BABY	Moran Foods, LLC	Registered/A ctive	3775924	Apr 13 2010
BEING WELL BODY	Moran Foods, LLC	Registered/A ctive	3877289	Nov 16 2010
FUEL YOUR FAMILY...	Moran Foods, LLC	Registered/A ctive	3650383	Jul 7 2009
FUEL YOUR FAMILY...FOR LESS THAN A GALLON OF GAS!	Moran Foods, LLC	Registered/A ctive	3580380	Feb 24 2009
GREAT FOOD GREAT PRICES!	Moran Foods, LLC	Registered/A ctive	3145442	Sep 19 2006
GREAT FOOD GREAT PRICES!	Moran Foods, LLC	Registered/A ctive	2670090	Dec 31 2002
GREAT FOOD GREAT PRICES!	Moran Foods, LLC	Registered/A ctive	2530995	Jan 15 2002
GREAT FOOD. GREAT PRICES. GREAT PEOPLE.	Moran Foods, LLC	Registered/A ctive	3709851	Nov 10 2009
JUST LOOK AT THE RECEIPT	Moran Foods, LLC	Registered/A ctive	2815191	Feb 17 2004
SAL	Moran Foods, LLC	Registered/A ctive	2311736	Jan 25 2000
SAL FOOD STORES	Moran Foods, LLC	Registered/A ctive	1955935	Feb 13 1996
SAVE A LOT	Moran Foods, LLC	Registered/A ctive	2522594	Dec 25 2001
SAVE A LOT	Moran Foods, LLC	Registered/A ctive	2815192	Feb 17 2004
SAVE A LOT	Moran Foods, LLC	Registered/A ctive	2813215	Feb 10 2004
SAVE A LOT	Moran Foods, LLC	Registered/A ctive	3193809	Jan 2 2007
SAVE A LOT FOOD STORES BREAKFAST FOR 4 OR LESS! LU	Moran Foods, LLC	Registered/A ctive	3580454	Feb 24 2009
Save-A-Lot	Moran Foods, LLC	Registered/A ctive	1210074	Sep 21 1982
Save-A-Lot	Moran Foods, LLC	Pending	Serial No. 735458	Pending
SAVE-A-LOT	Moran Foods, LLC	Registered/A ctive	1210074	Sep 21 1982
SAVE-A-LOT GREAT FOOD GREAT PRICES!	Moran Foods, LLC	Registered/A ctive	2667163	Dec 24 2002
WE UNDERSTAND WHAT'S ON YOUR PLATE	Moran Foods, LLC	Registered/A ctive	3576046	Feb 17 2009

Form PTO-1394 (Rev. 06/04)
OMB Collection 0651-0027 (ex p. 6/30/2006)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

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To the director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

<p>1. Name of conveying party(ies)/Execution Date(s): <u>Moran Foods, LLC</u></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Limited Liability Company Citizenship: <u>MO</u> Execution Date(s): <u>August 30, 2012</u> Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Additional names, addresses, or citizenship attached? Name: <u>Wells Fargo Bank National Association</u> Internal Address: Street Address: <u>One Boston Place, 18th Floor</u> City: <u>Boston</u> State: <u>MA</u> Country: <u>USA</u> Zip: <u>02108</u></p>
<p>3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other</p>	<p><input checked="" type="checkbox"/> Association Citizenship: <u>USA</u> <input type="checkbox"/> General Partnership Citizenship: <input type="checkbox"/> Limited Partnership Citizenship: <input type="checkbox"/> Corporation Citizenship: <input type="checkbox"/> Other ___ Citizenship: If assignee is not domiciled in the United States, a domestic representative designation is attached. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment)</p>
<p>4. Application number(s) or registration number(s) and identification or description of the Trademark. A. Trademark Application No.(s) See Attached Schedule A B. Trademark Registration No.(s) See Attached Schedule A Additional sheet(s) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>	
<p>C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown)</p>	
<p>5. Name address of party to whom correspondence concerning document should be mailed: Name: <u>Susan O'Brien</u> Internal Address: <u>CT Lien Solutions</u> Street Address: <u>187 Wolf Road, Suite 101</u> City: <u>Albany</u> State: <u>NY</u> Zip: <u>12205</u> Phone Number: <u>800-342-3676</u> Fax Number: <u>800-882-7049</u> Email Address: <u>ds-udsa@ny@wolversluwer.com</u></p>	<p>6. Total number of applications and registrations involved: 23</p> <p>7. Total fee (37 CFR 2.8(b)(6) & 3.41) \$590.00 <input type="checkbox"/> Authorized to be charged by credit card <input type="checkbox"/> Authorized to be charged to deposit account <input type="checkbox"/> Enclosed</p> <p>8. Payment Information: a. Credit Card Last 4 Numbers <u>1640</u> Expiration Date <u>10/13</u> b. Deposit Account Number Authorized User Name:</p>
<p>9. Signature: _____ <u>Kareem Anajay</u> _____ <u>October 26, 2012</u> Signature Date <u>Kareem Anajay</u> Name of Person Signing Total number of pages including cover sheet, attachments, and document: <u>5</u></p>	

OP \$565.00 73545

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Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1460, Alexandria, VA 22313-1460

**TRADEMARK
REEL: 004911 FRAME: 0940**

GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, MORAN FOODS, LLC, a Missouri limited liability company (the "Grantor"), hereby grants to WELLS FARGO BANK, NATIONAL ASSOCIATION, in its capacity as administrative agent (in such capacity, the "Grantee"), a continuing security interest in (a) all of the Grantor's right, title and interest in, to and under to the United States trademarks, tradenames, trade styles and service marks and all trademark registrations and use-based trademark applications and recordings (the "Marks") set forth on Schedule A attached hereto, (b) all rights and privileges arising under applicable law with respect to Grantor's use of any Marks, and all reissues, extensions, continuation and renewals thereof, (c) all prints and labels on which any Marks have appeared or will appear, and all designs and general intangibles of a like nature; (d) the goodwill of the business symbolized by each of the Marks, including, without limitation, all customer lists and other records relating to the distribution of products or services bearing the Marks, and (e) all rights corresponding thereto.

THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Security Agreement by, among others, the Grantor and the Grantee, dated as of August 30, 2012 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 30 day of August, 2012.

MORAN FOODS, LLC as Grantor

By: 

Name: Santiago Róces

Title: Chief Executive Officer

Grant of Security Interest (Trademarks) - Moran Foods, LLC

TRADEMARK
REEL: 004911 FRAME: 0942

WELLS FARGO BANK, NATIONAL
ASSOCIATION, as Grantee

By: 

Name: William Chan

Title: Director

Grant of Security Interest (Trademarks) - Morun Foods, LLC