

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):
SUPERVALU INC.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation
 Limited Liability Company

Citizenship: Delaware
Execution Date(s) March 21, 2013
Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies) Yes
Additional names, addresses, or citizenship attached? No
Name: WELLS FARGO BANK, NATIONAL ASSOCIATION

Internal Address:
Street Address: One Boston Place, 18th Floor
City: Boston
State: MA
Country: USA Zip: 02108

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

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)

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: 99

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 2240.00
 Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment information:

a. Credit Card Last 4 Numbers 1868
Expiration Date 06/15

b. Deposit Account Number
Authorized User Name:

9. Signature: Kareem Ansley Date: March 27, 2013
Signature Date




Kareem Ansley
Name of Person Signing


Total number of pages including cover sheet, attachments, and document: 9





Documents to be recorded (including cover sheet) should be faxed to (703) 306-6895, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450


OP \$2240.00 77251390


SCHEDULE A

1.	4:15 4:15	77575665 9/22/2008	3674315 8/25/2009	REGISTERED	SUPERVALU INC.
2.	A SMART CHOICE FOR SAVINGS. DOLLAR SMART 	78243633 4/30/2003	2996944 9/20/2005	REGISTERED	SUPERVALU INC.
3.	A TASTE OF BLACK HISTORY	85038852 5/14/2010	3886420 12/7/2010	REGISTERED	SUPERVALU INC.
4.	AWESOME	76191790 1/2/2001	2576742 6/4/2002	REGISTERED RENEWED	SUPERVALU INC.
5.	BAKERY CREATIONS	74547911 7/11/1994	1992381 8/13/1996	REGISTERED RENEWED	SUPERVALU INC.
6.	BARS	74488390 2/9/1994	1888812 4/11/1995	REGISTERED RENEWED	SUPERVALU INC.
7.	BEEF SPOKEN HERE	77651039 1/16/2009	3690577 9/29/2009	REGISTERED	SUPERVALU INC.
8.	BIG RELIEF PRICE CUT	77723677 4/28/2009	3739166 1/19/2010	REGISTERED	SUPERVALU INC.
9.	BUILDING ACTIVE RECOGNIZABLE SERVICE	74488345 2/9/1994	1890123 4/18/1995	REGISTERED RENEWED	SUPERVALU INC.
10.	CHATTANOOGA CHICKEN 	78275369 7/17/2003	2925006 2/8/2005	REGISTERED	SUPERVALU INC.
11.	CHECK THE PRICE 	77339459 11/28/2007	3449340 6/17/2008	REGISTERED	SUPERVALU INC.
12.	CLEAR EXCELLENCE	75281481 4/25/1997	2142810 3/10/1998	REGISTERED RENEWED	SUPERVALU INC.
13.	COCKTAILS 1-2-3	77474556 5/15/2008	3687017 9/22/2009	REGISTERED	SUPERVALU INC.
14.	COCKTAILS 1-2-3	78750536 11/9/2005	3420176 4/29/2008	REGISTERED	SUPERVALU INC.
15.	COUNTRY STORE	76440834 8/14/2002	2833752 4/20/2004	REGISTERED	SUPERVALU INC.

16.	CUB	78280644 7/30/2003	2884303 9/14/2004	REGISTERED	SUPERVALU INC.
17.	CUB	73327958 9/14/1981	1245515 7/12/1983	REGISTERED RENEWED	SUPERVALU INC.
18.	CUB DISCOUNT LIQUOR	76418275 6/7/2002	2762718 9/9/2003	REGISTERED RENEWED	SUPERVALU INC.
19.	CULINARY CIRCLE FOOD LOVER'S FOOD	77487463 5/30/2008	3613669 4/28/2009	REGISTERED	SUPERVALU INC.
20.	Design Only 	72134678 12/26/1961	740377 11/6/1962	REGISTERED RENEWED	SUPERVALU INC.
21.	DR. BOLD	77251390 8/9/2007	--	APPLICATION SUSPENDED	SUPERVALU INC.
22.	FINCA EL ORIGEN	77091781 1/26/2007	3864739 10/19/2010	REGISTERED	SUPERVALU INC.
23.	FLAVORS YOU CRAVE	77602793 10/29/2008	3684349 9/15/2009	REGISTERED	SUPERVALU INC.
24.	FRESH PRODUCE. FRESH PRICES.	85427816 9/21/2011	4135526 5/1/2012	PENDING	SUPERVALU INC.
25.	FRESHNESS GUARANTEED	77198020 6/5/2007	3391238 3/4/2008	REGISTERED	SUPERVALU INC.
26.	FROSTED FRUITY	74137972 2/11/1991	1870706 12/27/1994	REGISTERED RENEWED	SUPERVALU INC.
27.	GOLDEN AGAVE	74705394 7/24/1995	2011671 10/29/1996	REGISTERED	SUPERVALU INC.
28.	GOOD THINGS ARE JUST AROUND THE CORNER	77498805 6/13/2008	3573874 2/10/2009	REGISTERED	SUPERVALU INC.
29.	GOOD THINGS IN- STORE	77877407 11/20/2009	3858219 10/5/2010	REGISTERED	SUPERVALU INC.
30.	HEALTHY ELEMENTS	77349073 12/11/2007	3517949 10/14/2008	REGISTERED	SUPERVALU INC.
31.	HOMELIFE	77669620 2/16/2009	3934926 3/22/2011	REGISTERED	SUPERVALU INC.
32.	HOMELIFE	78615232 4/22/2005	3459366 7/1/2008	REGISTERED	SUPERVALU INC.
33.	I.D.	76260958 5/21/2001	--	PENDING SUSPENDED	SUPERVALU INC.
34.	INDEPENDENT MINDED	77606199 11/3/2008	3655855 7/14/2009	REGISTERED	SUPERVALU INC.
35.	JENICA PEAK	76288057 7/20/2001	2798490 12/23/2003	REGISTERED	SUPERVALU INC.
36.	LANCASTER BRAND MAKES THE MEAL	74644806 3/10/1995	1986793 6/16/1996	REGISTERED	SUPERVALU INC.

37.	LEARNING LAUNCH 	78177906 10/24/2002	2990243 8/30/2005	REGISTERED	SUPERVALU INC.
38.	LEARNING LAUNCH	76438254 8/7/2002	3021356 11/29/2005	REGISTERED	SUPERVALU INC.
39.	MARCLIFFE	77354633 12/18/2007	3603769 4/7/2009	REGISTERED	SUPERVALU INC.
40.	MIGHTY	74555854 8/1/1994	1989088 7/23/1996	REGISTERED RENEWED	SUPERVALU INC.
41.	MORE WAYS TO SAVE	77584354 10/2/2008	3606038 4/14/2009	REGISTERED	SUPERVALU INC.
42.	MOUNTAIN STREAM	77464632 5/2/2008	3592829 3/17/2009	REGISTERED	SUPERVALU INC.
43.	MY COUSIN VINO	77567903 9/11/2008	3690455 9/29/2009	REGISTERED	SUPERVALU INC.
44.	NEWMARKET 	74245670 2/12/1992	1721009 9/29/1992	REGISTERED RENEWED	SUPERVALU INC.
45.	NUTRITION IQ	77456869 4/24/2008	3588781 3/10/2009	REGISTERED	SUPERVALU INC.
46.	PEER	78157214 8/23/2002	2817071 2/24/2004	REGISTERED	SUPERVALU INC.
47.	PERSONAL CONFIDENCE	78785054 1/4/2006	3292045 9/11/2007	REGISTERED	SUPERVALU INC.
48.	PIER 14	75483824 5/12/1998	2229000 3/2/1999	REGISTERED	SUPERVALU INC.
49.	POLAR BURSTS	77304875 10/16/2007	3517793 10/14/2008	REGISTERED	SUPERVALU INC.
50.	PUMP PERKS 	78485177 9/17/2004	3027901 12/13/2005	REGISTERED	SUPERVALU INC.
51.	PUMP PERKY P.P. 	78485175 9/17/2004	3027900 12/13/2005	REGISTERED	SUPERVALU INC.

52.	PUNICA	77053535 11/29/2006	3370984 1/15/2008	REGISTERED	SUPERVALU INC.
53.	RED OWL	72134679 12/26/1961	740378 11/6/1962	REGISTERED RENEWED	SUPERVALU INC.
54.	REWARDING CAREER, FULFILLING LIFE	78641904 6/2/2005	3116772 7/18/2006	REGISTERED	SUPERVALU INC.
55.	RJ KING WINGWALKER	78787966 1/9/2006	3186570 12/19/2006	REGISTERED	SUPERVALU INC.
56.	S SUPER VALU 	72208783 12/23/1964	797910 10/19/1965	REGISTERED RENEWED	SUPERVALU INC.
57.	SAM STORE ACTION MANAGER	77210987 6/20/2007	3434502 5/27/2008	REGISTERED	SUPERVALU INC.
58.	SAVINGS YOU'LL LOVE ARE JUST AROUND THE CORNER	77700549 3/27/2009	3669398 8/18/2009	REGISTERED	SUPERVALU INC.
59.	SMART TIPS FOR LIVING WELL	85594333 4/11/2012	4237643 11/6/2012	REGISTERED	SUPERVALU INC.
60.	SOFT CHOICE	750101785 5/9/1996	2043756 3/11/1997	REGISTERED RENEWED	SUPERVALU INC.
61.	SOUR SNAP	78349542 1/8/2004	2916507 1/4/2005	REGISTERED	SUPERVALU INC.
62.	SUPERFUSION	77476502 5/16/2008	3530951 11/11/2008	REGISTERED	SUPERVALU INC.
63.	SUPERVALU	72153129 9/13/1962	760163 11/12/1963	REGISTERED RENEWED	SUPERVALU INC.
64.	SUPERVALU	72003476 2/27/1956	646916 6/11/1957	REGISTERED RENEWED	SUPERVALU INC.
65.	SUPERVALU	72003475 2/27/1956	646906 6/11/1957	REGISTERED RENEWED	SUPERVALU INC.
66.	SUPERVALU	72002930 2/17/1956	646905 6/11/1957	REGISTERED RENEWED	SUPERVALU INC.
67.	SUPERVALU LOGISTICS	77180563 5/14/2007	3443996 6/10/2008	REGISTERED	SUPERVALU INC.
68.	SUPERVALU REALTY A DIVISION OF SUPERVALU INC.	78937290 7/25/2006	3279870 8/14/2007	REGISTERED	SUPERVALU INC.
69.	SUPERVALU STORE DESIGN SERVICES	77790128 7/27/2009	3798656 6/8/2010	REGISTERED	SUPERVALU INC.
70.	SUPERVALU UNIVERSITY	77117503 2/27/2007	3351130 12/11/2007	REGISTERED	SUPERVALU INC.
71.	SV HARBOR	78162777 9/11/2002	2788805 12/2/2003	REGISTERED	SUPERVALU INC.

72.	SVHARBOR 	78380696 3/9/2004	2930907 3/8/2005	REGISTERED	SUPERVALU INC.
73.	SVHARBOR	78380692 3/9/2004	2935019 3/22/2005	REGISTERED	SUPERVALU INC.
74.	SVOUTFITTER	78953559 8/16/2006	3292358 9/11/2007	REGISTERED	SUPERVALU INC.
75.	TASTE THE DIFFERENCE. POCKET THE SAVINGS.	77342771 12/3/2007	3445086 6/10/2008	REGISTERED	SUPERVALU INC.
76.	TASTY SAVINGS ARE JUST AROUND THE CORNER	77700556 3/27/2009	3669399 8/18/2009	REGISTERED	SUPERVALU INC.
77.	THE AMAZING EGG	75333559 7/31/1997	2222050 2/2/1999	REGISTERED RENEWED	SUPERVALU INC.
78.	THEO P	77089451 1/23/2007	3363012 1/1/2008	REGISTERED	SUPERVALU INC.
79.	THRIVE LIVE & EAT WELL	85353001 6/22/2011	4119709 3/27/2012	REGISTERED	SUPERVALU INC.
80.	TIENEN DUENDE - "THEY'VE GOT REAL SOUL"	78729158 10/7/2005	3432871 5/20/2008	REGISTERED	SUPERVALU INC.
81.	TROPICAL EXPLOSION	78214283 2/13/2003	3432514 5/20/2008	REGISTERED	SUPERVALU INC.
82.	URBAN FRESH	77464114 5/2/2008	3573865 2/10/2009	REGISTERED	SUPERVALU INC.
83.	VALU2-U	77166143 4/26/2007	3406373 4/1/2008	REGISTERED	SUPERVALU INC.
84.	VILLA VENTO	77030546 10/26/2006	3402460 3/25/2008	REGISTERED	SUPERVALU INC.
85.	VILLAGE MARKET	75978808 5/22/1997	2319903 2/15/2000	REGISTERED	SUPERVALU INC.
86.	WE MAKE SHOPPING EASY!	78351758 1/14/2004	2923080 2/1/2005	REGISTERED	SUPERVALU INC.
87.	WHISPER SOFT	75101789 5/9/1996	2181722 8/18/1998	REGISTERED RENEWED	SUPERVALU INC.
88.	WHISPER SOFT IMAGES	75362596 9/25/1997	2469959 7/17/2001	REGISTERED RENEWED	SUPERVALU INC.
89.	YOUR WEEKLY LIST FOR LESS	77683945 3/5/2009	3669380 8/18/2009	REGISTERED	SUPERVALU INC.

EXECUTION

GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

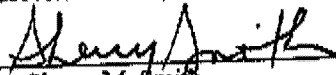
FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, SUPERVALU INC., a Delaware corporation (the "Grantor"), hereby grants to WELLS FARGO BANK, NATIONAL ASSOCIATION, in its capacity as administrative agent (in such capacity, the "Grantee"), a continuing security 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 Amended and Restated Security Agreement by, among others, the Grantor and the Grantee, dated as of March 21, 2013 (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.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the ___ day of
March, 2013.

SUPERVALU INC., as Grantor

By: 

Name: Sherry M. Smith

Title: Executive Vice President and Chief Financial
Officer

Grant of Security Interest (Trademarks) - SUPERVALU Inc.

TRADEMARK
REEL: 004992 FRAME: 0474

WELLS FARGO BANK, NATIONAL
ASSOCIATION, as Grantee

By: 

Name: Joseph Burt

Title: Director

Grant of Security Interest (Trademarks) - SUPERVALU Inc.