

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion and Change of Name

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Lowe's Foods Stores, Inc.		04/29/2013	CORPORATION: NORTH CAROLINA

RECEIVING PARTY DATA	
Name:	Lowes Foods, LLC
Street Address:	1381 Old Mill Circle, Suite 200
City:	Winston-Salem
State/Country:	NORTH CAROLINA
Postal Code:	27103
Entity Type:	LIMITED LIABILITY COMPANY: NORTH CAROLINA

PROPERTY NUMBERS Total: 25		
Property Type	Number	Word Mark
Registration Number:	3743679	
Registration Number:	2072022	
Registration Number:	1815084	
Registration Number:	2067388	LOWES FOODS
Registration Number:	1820091	LOWES FOODS
Registration Number:	2129010	
Registration Number:	2987058	FRIENDS FEEDING FRIENDS
Registration Number:	3787315	GOOD FOR YOU FOR LESS
Registration Number:	3745823	LOWES FOODS
Registration Number:	3704187	LOWES FOODS
Registration Number:	2072023	LOWES FOODS
Registration Number:	2127387	LOWES FOODS
Registration Number:	1821525	LOWES FOODS
Registration Number:	3704189	LOWES FOODS

CH \$640.00 3743679

TRADEMARK

Registration Number:	2152109	LOWES FOODS
Registration Number:	3688205	LOWES FOODS
Registration Number:	2004960	LOWES FOODS FRESHSMART
Registration Number:	2791633	LOWES FOODS NATURALLY
Registration Number:	3682104	LOWES FOODS PARTY
Registration Number:	3464002	QUIKTOUCH
Registration Number:	1266003	RUN-IN
Registration Number:	3766419	
Registration Number:	3888634	LOWES FOODS GOOD FOR YOU
Registration Number:	3906467	
Registration Number:	4351762	PREMIUM BLACK ANGUS USDA CHOICE

CORRESPONDENCE DATA

Fax Number: 7044441111
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 704-444-1000
Email: elaine.hunt@alston.com
Correspondent Name: Natalie A. Blakeney
Address Line 1: Alston & Bird LLP
Address Line 2: 101 South Tryon Street, Suite 4000
Address Line 4: Charlotte, NORTH CAROLINA 28280-4000

ATTORNEY DOCKET NUMBER:	34450/147817
NAME OF SUBMITTER:	Elaine B. Hunt
Signature:	/Elaine B. Hunt/
Date:	07/23/2013

Total Attachments: 3
source=lowes foods conversion docs#page1.tif
source=lowes foods conversion docs#page2.tif
source=lowes foods conversion docs#page3.tif

State of North Carolina
Department of the Secretary of State

SOSID: 0087551
Date Filed: 5/1/2013 5:54:00 PM
Effective: 7/6/2013
Elaine F. Marshall
North Carolina Secretary of State
C201312000827

ARTICLES OF ORGANIZATION
INCLUDING ARTICLES OF CONVERSION

Pursuant to §§ 57C-2-21, 57C-9A-01 and 57C-9A-03 of the General Statutes of North Carolina, the undersigned converting business entity does hereby submit these Articles of Organization Including Articles of Conversion for the purpose of forming a limited liability company.

1. The name of the limited liability company is: Lowes Foods, LLC.
The limited liability company is being formed pursuant to a conversion of another business entity.
2. The name of the converting business entity is Lowe's Food Stores, Inc.
and the organization and internal affairs of the converting business entity are governed by the laws of the state of North Carolina.
A plan of conversion has been approved by the converting business entity as required by law.
3. The converting business entity is a (*check one*): domestic corporation; foreign corporation; foreign limited liability company; domestic limited partnership; foreign limited partnership; domestic registered limited liability partnership; foreign limited liability partnership; or other partnership as defined in G.S. 59-36, whether or not formed under the laws of North Carolina.
4. If the limited liability company is to dissolve by a specific date, the latest date on which the limited liability company is to dissolve: (*If no date for dissolution is specified, there shall be no limit on the duration of the limited liability company.*) None
5. The name and address of each person executing these articles of organization is as follows: (*State whether each person is executing these articles of organization in the capacity of a member, organizer or both*).
The person named below is executing these articles of organization as the organizer and not as a member of the limited liability company.

John B. Orgain
120 Fourth Street, SW
Hickory, NC 28602
6. The street address and county of the initial registered office of the limited liability company is:

Number and Street: 150 Fayetteville St., Box 1011

City, State, Zip Code: Raleigh, NC 27601 County: Wake
7. The mailing address, *if different from the street address*, of the initial registered office is: Same as the initial registered office
8. The name of the initial registered agent is: CT Corporation System

9. Principal office information: (Select either a or b.)

a. The limited liability company has a principal office.

- The street address and county of the principal office of the limited liability company is:

Number and Street: 1381 Old Mill Circle, Ste. 200

City, State, Zip Code: Winston-Salem, NC 27103 County: Forsyth

The mailing address, *if different from the street address*, of the principal office of the limited liability company is: Same as the street address

b. The limited liability company does not have a principal office.

10. Check one of the following:

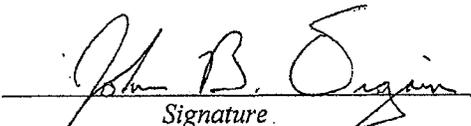
(i) **Member-managed LLC**: all members by virtue of their status as members shall be managers of this limited liability company.

(ii) **Manager-managed LLC**: except as provided by N.C.G.S. Section 57C-3-20(a), the members of this limited liability company shall not be managers by virtue of their status as members.

11. Any other provisions which the limited liability company elects to include are attached: None

12. These articles will be effective at 11:59 p.m. on July 6, 2013.

This is the 29th day of April, 2013.


Signature

John B. Orgain, Organizer
Type or Print Name and Title

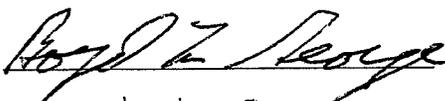
PLAN OF ENTITY CONVERSION

Lowe's Food Stores, Inc.
a North Carolina corporation
into
Lowes Foods, LLC
a North Carolina limited liability company

- 1. Conversion.** Lowe's Food Stores, Inc., a North Carolina corporation, shall be converted into a North Carolina limited liability company named Lowes Foods, LLC.
- 2. Terms and Conditions.** All of the issued shares of Lowe's Food Stores, Inc. shall be collectively converted into a 100% membership interest in Lowes Foods, LLC.
- 3. Articles of Organization.** The articles of organization of the surviving limited liability company as they will be in effect immediately after consummation of the conversion are attached hereto as Exhibit "A".

IN WITNESS WHEREOF, the undersigned has approved and executed this Plan of Conversion pursuant to §§55-11A-11 and 57C-9A-02 of the General Statutes of North Carolina as of this 29th day of April, 2013.

Lowe's Food Stores, Inc.

By: 
Name: Boyd L. George
Title: Chairman