

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM308858

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Kash n' Karry Food Stores, Inc.		03/17/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Kash n' Karry Food Stores, LLC		
Street Address:	3801 Sugar Palm Drive		
City:	Tampa		
State/Country:	FLORIDA		
Postal Code:	33619		
Entity Type:	LIMITED LIABILITY COMPANY: TEXAS		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	4068176	COINBOX	
Registration Number:	2653594	KASH N' KARRY	
Registration Number:	3145484	SWEETBAY SUPERMARKET	
Registration Number:	2985408	SWEETBAY SUPERMARKET	
Registration Number:	2950301	SWEETBAY SUPERMARKET	
Registration Number:	3691851	SWEET SALE LIMITED TIME OFFER	
Registration Number:	3691850	SWEET DEAL SWEET SAVINGS WEEK AFTER WEEK	
Registration Number:	3212244	TASTE THE PASSION	
CORRESPONDENCE DATA			
Fax Number:	9494754754		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	949-451-3800		
Email:	skann@gibsondunn.com		
Correspondent Name:	Stephanie S. Kann, Senior Paralegal		
Address Line 1:	3161 Michelson Drive		
Address Line 2:	Gibson, Dunn & Crutcher LLP		
Address Line 4:	Irvine, CALIFORNIA 92612		
ATTORNEY DOCKET NUMBER:	56362-00009		

CH \$215.00 4068176

NAME OF SUBMITTER:	Stephanie S. Kann
SIGNATURE:	/stephanie s. kann/
DATE SIGNED:	06/26/2014
Total Attachments: 11 source=CertofConversionKashNKarry#page1.tif source=CertofConversionKashNKarry#page2.tif source=CertofConversionKashNKarry#page3.tif source=CertofConversionKashNKarry#page4.tif source=CertofConversionKashNKarry#page5.tif source=CertofConversionKashNKarry#page6.tif source=CertofConversionKashNKarry#page7.tif source=CertofConversionKashNKarry#page8.tif source=CertofConversionKashNKarry#page9.tif source=CertofConversionKashNKarry#page10.tif source=CertofConversionKashNKarry#page11.tif	

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF "KASH N' KARRY FOOD STORES, INC.", FILED IN THIS OFFICE ON THE TENTH DAY OF MARCH, A.D. 2014, AT 6:35 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE SEVENTEENTH DAY OF MARCH, A.D. 2014, AT 10 O'CLOCK A.M.

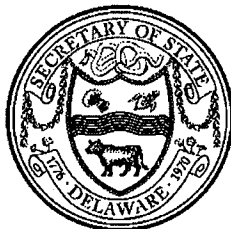
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

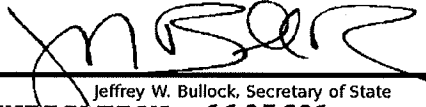
AND I DO HEREBY FURTHER CERTIFY THAT THE CORPORATION HAS FILED ALL DOCUMENTS AND PAID ALL FEES REQUIRED, AND THEREUPON THE CORPORATION SHALL CEASE TO EXIST AS A CORPORATION OF THE STATE OF DELAWARE.

2159029 0265C

140311929

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1195601

DATE: 03-11-14

TRADEMARK
REEL: 005310 FRAME: 0180

**CERTIFICATE OF CONVERSION
FROM A DELAWARE CORPORATION TO
A TEXAS LIMITED LIABILITY COMPANY**

Pursuant to Section 266 of the Delaware General Corporation Law, 8 Del. C. § 101 et. seq. (the "*DGCL*") and Section 10.102 of the Texas Business Organizations Code (the "*TBOC*"), Kash n' Karry Food Stores, Inc., a Delaware corporation (the "*Corporation*"), does hereby certify pursuant to this this Certificate of Conversion from a Delaware Corporation to a Texas Limited Liability Company (this "*Certificate of Conversion*") to the following information relating to the conversion of the Corporation into Kash n' Karry Food Stores, LLC, a Texas limited liability company:

1. The name of the Corporation immediately prior to filing this Certificate of Conversion is Kash n' Karry Food Stores, Inc.
2. The Corporation was originally incorporated in Delaware under the name "LSI ACQUISITION CORP."; the filing date of its original Certificate of Incorporation with the Secretary of State of the State of Delaware is April 27, 1988.
3. The name of the Texas limited liability company into which the Corporation shall be converted as set forth in its Certificate of Formation is Kash n' Karry Food Stores, LLC.
4. The conversion of the Corporation from a corporation to a Texas limited liability company has been approved as required by Section 266(b) of the DGCL and Section 10.102 of the TBOC and.
5. The Corporation agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for enforcement of any obligation of the Corporation arising while it was a corporation of the State of Delaware, and it irrevocably appoints the Secretary of State of the State of Delaware as its agent to accept service of process in any such action, suit or proceeding.
6. The address to which a copy of the process shall be mailed by the Secretary of State of the State of Delaware is P.O. Box 1330, Salisbury, North Carolina 28145-1330.
7. This Certificate of Conversion will become effective at 10:00 a.m., E.T. time on March 17, 2014.

[Signature page follows]

10th In Witness Whereof, the undersigned has executed this Certificate of Conversion on the
day of March, 2014.


G. Lynn Evans
Authorized Person

Delaware Certificate of Conversion

TRADEMARK
REEL: 005310 FRAME: 0182



Office of the Secretary of State

CERTIFICATE OF CONVERSION

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument for

Kash n' Karry Food Stores, Inc.
File Number: [Entity not of Record, Filing Number Not Available]

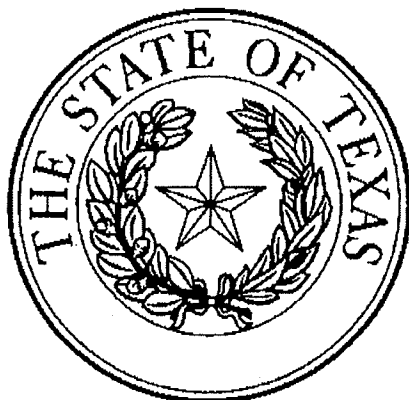
Converting it to

Kash n' Karry Food Stores, LLC
File Number: 801949303

has been received in this office and has been found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the conversion on the date shown below.

Dated: 03/10/2014

Effective: 03/17/2014 9:00 am



NANDITA BERRY

Nandita Berry
Secretary of State



Office of the Secretary of State

CERTIFICATE OF FILING OF

Kash n' Karry Food Stores, LLC
File Number: 801949303

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Limited Liability Company (LLC) has been received in this office and has been found to conform to applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 03/10/2014

Effective: 03/17/2014 9:00 am



NANDITA BERRY

Nandita Berry
Secretary of State

**CERTIFICATE OF CONVERSION
FROM A DELAWARE CORPORATION TO
A TEXAS LIMITED LIABILITY COMPANY**

FILED
In the Office of the
Secretary of State of Texas

MAR 10 2014

Corporations Section

Pursuant to Section 10.102 of the Texas Business Organizations Code (the "*TBOC*") and Section 266 of the Delaware General Corporation Law, 8 Del. C. § 101 et. seq. (the "*DGCL*"), Kash n' Karry Food Stores, Inc., a Delaware corporation (the "*Corporation*"), does hereby certify pursuant to this this Certificate of Conversion from a Delaware Corporation to a Texas Limited Liability Company (this "*Certificate of Conversion*"), to the following information relating to the conversion of the Corporation into Kash n' Karry Food Stores, LLC, a Texas limited liability company:

1. The name of the Corporation immediately prior to filing this Certificate of Conversion is Kash n' Karry Food Stores, Inc.
2. The Corporation was originally incorporated in Delaware under the name "LSI ACQUISITION CORP."; the filing date of its original Certificate of Incorporation with the Secretary of State of the State of Delaware is April 27, 1988.
3. The name of the Texas limited liability company into which the Corporation shall be converted as set forth in its Certificate of Formation is Kash n' Karry Food Stores, LLC.
4. A signed plan of conversion is on file at the principal place of business of the Corporation, the converting entity. The address of the principal place of business of the corporation is: 3801 Sugar Palm Drive, Tampa, Florida 33619.
5. A signed plan of conversion will be on file after the conversion at the principal place of business of Kash n' Karry Food Stores, LLC, the converted entity. The address of the principal place of business of Kash n' Karry Food Stores, LLC is: 3801 Sugar Palm Drive, Tampa, Florida 33619.
6. A copy of the plan of conversion will be on written request furnished without cost by the Corporation before the conversion or by Kash n' Karry Food Stores, LLC after the conversion to any owner or member of the Corporation or Kash n' Karry Food Stores, LLC.
7. The Certificate of Formation of Kash n' Karry Food Stores, LLC is attached as an Exhibit to this Certificate of Conversion.
8. The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the Corporation.
9. This Certificate of Conversion will become effective at 9:00 a.m., C.T. time on March 17, 2014.

[Signature page follows]

10th In Witness Whereof, the undersigned has executed this Certificate of Conversion on the
day of March, 2014.


G. Lynn Evans
Authorized Person

Texas Certificate of Conversion

TRADEMARK
REEL: 005310 FRAME: 0186

FILED
In the Office of the
Secretary of State of Texas
MAR 10 2014

**CERTIFICATE OF FORMATION
OF
KASH N' KARRY FOOD STORES, LLC**

Corporations Section

I, the undersigned person, having the capacity to contract and acting as the organizer of a limited liability company under the Texas Business Organizations Code (the "TBOC"), do hereby adopt the following Certificate of Formation for such limited liability company.

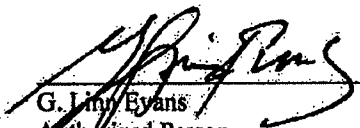
1. The type of entity being formed is a limited liability company.
2. The name of the limited liability company is Kash n' Karry Food Stores, LLC.
3. The limited liability company is being formed pursuant to a plan of conversion and the previous form of organization was as a Delaware corporation named Kash n' Karry Food Stores, Inc. formed in Delaware on April 27, 1988, and the address of such corporation is 3801 Sugar Palm Drive, Tampa, Florida 33619.
4. The purpose for which the limited liability company is organized is to engage in the transaction of any and all lawful business for which limited liability companies may be organized under the TBOC.
5. The street address of the initial registered office of the limited liability company is Corporation Service Company d/b/a CSC-Lawyers Incorporating Service Company, and the name of its initial registered agent at such address is 211 E. 7th Street, Suite 620, Austin, Texas 78701-3218, Travis County.
6. The limited liability company is to be managed by one or more managers. The number of initial managers, who shall serve as managers until the first annual meeting of members of the limited liability company or until their successors are duly elected and qualified or until their earlier death, resignation, retirement, disqualification or removal, shall be one (1). The name and address of the initial manager are as follows:

Name	Address
Bradford A. Wise	2110 Executive Drive, P.O. Box 1330 Salisbury, North Carolina 28145-1330

7. This Certificate of Formation will become effective when the Certificate of Conversion to which it is attached as an exhibit becomes effective.

[Signature page follows]

10th In Witness Whereof, the undersigned has executed this Certificate of Formation on the
day of March, 2014.


G. Lynn Eyns
Authorized Person

Texas Certificate of Formation

TRADEMARK
REEL: 005310 FRAME: 0189



**Acceptance of Appointment
and
Consent to Serve as Registered Agent
§5.201(b) Business Organizations Code**

The following form may be used when the person designated as registered agent in a registered agent filing is an individual.

Acceptance of Appointment and Consent to Serve as Registered Agent

I acknowledge, accept and consent to my designation or appointment as registered agent in Texas for

Name of represented entity
I am a resident of the state and understand that it will be my responsibility to receive any process, notice, or demand that is served on me as the registered agent of the represented entity; to forward such to the represented entity; and to immediately notify the represented entity and submit a statement of resignation to the Secretary of State if I resign.

X: _____

Signature of registered agent *Printed name of registered agent* *Date (mm/dd/yyyy)*

The following form may be used when the person designated as registered agent in a registered agent filing is an organization.

Acceptance of Appointment and Consent to Serve as Registered Agent

I am authorized to act on behalf of Corporation Service Company d/b/a CSC-Lawyers Incorporating Service Company

Name of organization designated as registered agent

The organization is registered or otherwise authorized to do business in Texas. The organization acknowledges, accepts and consents to its appointment or designation as registered agent in Texas for:
KASH N' KARRY FOOD STORES, LLC

Name of represented entity
The organization takes responsibility to receive any process, notice, or demand that is served on the organization as the registered agent of the represented entity; to forward such to the represented entity; and to immediately notify the represented entity and submit a statement of resignation to the Secretary of State if the organization resigns.

X: By: Brian Courtney,
Asst. Vice President 3/10/2014

Signature of person authorized to act on behalf of organization *Printed name of authorized person* *Date (mm/dd/yyyy)*

Corporation Service Company d/b/a CSC-Lawyers Incorporating Service Company