

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM309127

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/12/2014

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Kash n' Karry Food Stores, LLC		04/11/2014	LIMITED LIABILITY COMPANY: TEXAS

RECEIVING PARTY DATA

Name:	Samson Merger Sub, LLC
Street Address:	1999 Bryan Street, Suite 900
City:	Dallas
State/Country:	TEXAS
Postal Code:	75201
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

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.

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

CH \$215.00 4068176

ATTORNEY DOCKET NUMBER:	56362-00009
NAME OF SUBMITTER:	Stephanie S. Kann
SIGNATURE:	/stephanie s. kann/
DATE SIGNED:	06/30/2014
Total Attachments: 4 source=KashNKarryCert of Merger (3)#page1.tif source=KashNKarryCert of Merger (3)#page2.tif source=KashNKarryCert of Merger (3)#page3.tif source=KashNKarryCert of Merger (3)#page4.tif	

CERTIFICATE OF MERGER

OF

KASH N' KARRY FOOD STORES, LLC

WITH AND INTO

**SAMSON MERGER SUB, LLC, AND
RETAINED SUBSIDIARY ONE, LLC**

Pursuant to chapter 10 and 101 of the Texas Business Organizations Code (the "*TBOC*"), the undersigned parties submit this certificate of merger (this "*Certificate*").

1. The name, organizational form, state of organization, and file number, if any, issued by the secretary of state for each organization that is a party to the merger are as follows:

- (a) Kash n' Karry Food Stores, LLC, a Texas limited liability company, file number 801842313, with principle place of business located at 3801 Sugar Palm Drive, Tampa, Florida 33619, which shall not survive the merger,

shall merge with and into:

- (b) Samson Merger Sub, LLC, a Texas limited liability company, file number 0801789062, with principle place of business located at 1999 Bryan Street, Suite 900, Dallas, Texas 75201, which shall survive the merger; and
- (c) Retained Subsidiary One, LLC, a Texas limited liability company, file number 801789919, with principle place of business located at 2110 Executive Drive, Salisbury, North Carolina 28147, which shall survive the merger.

2. A signed plan of merger is on file at the principle place of business of each of Samson Merger Sub, LLC and Retained Subsidiary One, LLC. On written request, a copy of the plan of merger will be furnished without cost by each surviving entity to any member of any domestic entity that is a party to the merger and to any creditor or obligee of the parties to the merger at the time of the merger if a liability or obligation is then outstanding.

3. In lieu of providing a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by Kash n' Karry Food Stores, LLC, Retained Subsidiary One, LLC will be liable for the payment of the required franchise taxes of Kash n' Karry Food Stores, LLC and the filing of all required franchise tax returns.

4. The plan of merger has been approved as required by the laws of the jurisdiction of formation of each organization that is a party to the merger and by the governing documents of those organizations.

5. This Certificate will become effective at 10:59 p.m., C.T. time on April 12, 2014.

TRADEMARK

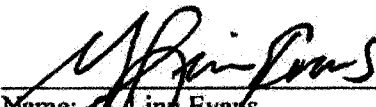
REEL: 005311 FRAME: 0912

[Signature page follows]

The undersigned sign this Certificate subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certify that the statements contained herein are true and correct, and that the persons signing are authorized under the provisions of the TBOC to execute this filing instrument.

Dated: April 11, 2014

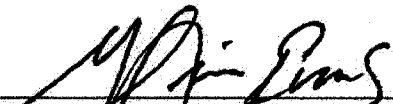
KASH N' KARRY FOOD STORES, LLC


Name: G. Linn Evans
Title: Assistant Secretary

SAMSON MERGER SUB, LLC

Name: Brian P. Carney
Title: Vice President

RETAINED SUBSIDIARY ONE, LLC


Name: G. Linn Evans
Title: Assistant Secretary

[Signature Page to Certificate of Merger for Fourth Divisive Merger]

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REEL: 005311 FRAME: 0914

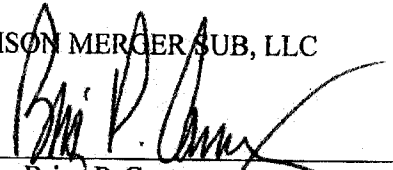
The undersigned sign this Certificate subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certify that the statements contained herein are true and correct, and that the persons signing are authorized under the provisions of the TBOC to execute this filing instrument.

Dated: April 11, 2014


KASH N' KARRY FOOD STORES, LLC

Name: _____
Title: _____

SAMSON MERCER SUB, LLC



Name: Brian P. Carney
Title: Vice President

LEGAL APPROVED
ATTY: 
DATE: 4-25-14

RETAINED SUBSIDIARY ONE, LLC

Name: _____
Title: _____

[Signature Page to Certificate of Merger for Fourth Divisive Merger]