

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM331355

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Albertson's LLC		01/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
United Supermarkets, L.L.C.		01/30/2015	LIMITED LIABILITY COMPANY: TEXAS
Carr-Gottstein Foods Co.		01/30/2015	CORPORATION: DELAWARE
Dominick's Finer Foods, LLC		01/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Safeway Inc.		01/30/2015	CORPORATION: DELAWARE
Genuardi's Family Markets LP		01/30/2015	LIMITED PARTNERSHIP: DELAWARE
The Vons Companies, Inc.		01/30/2015	CORPORATION: MICHIGAN
Randall's Food & Drugs LP		01/30/2015	LIMITED PARTNERSHIP: DELAWARE

RECEIVING PARTY DATA

Name:	Wilmington Trust National Association, as Notes Collateral Agent
Street Address:	50 South Sixth Street, Suite 1290
City:	Minneapolis
State/Country:	MINNESOTA
Postal Code:	27709
Entity Type:	Bank: UNITED STATES

PROPERTY NUMBERS Total: 401

Property Type	Number	Word Mark
Registration Number:	3282186	3'S A CROWD
Registration Number:	1446938	3'S A CROWD
Registration Number:	1073368	A ALBERTSONS
Registration Number:	1071250	A ALBERTSONS
Registration Number:	3856542	ALBERTSONS
Registration Number:	0953914	ALBERTSONS
Registration Number:	0959514	ALBERTSONS
Registration Number:	0891152	ALBERTSONS
Registration Number:	0885630	ALBERTSONS

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	2303621	ALBERTSONS
Registration Number:	3663014	ALBERTSONS
Registration Number:	3168377	
Registration Number:	2245928	ALBERTSONS EXPRESS
Registration Number:	2712646	COUNTRY FARMS
Registration Number:	2312068	COUNTRY FARMS
Registration Number:	1619325	GOOD DAY
Registration Number:	1062358	GOOD DAY
Registration Number:	3786033	GOOD DAY
Registration Number:	2325695	LUCKY
Registration Number:	2334825	LUCKY
Registration Number:	2334824	LUCKY
Registration Number:	2325672	LUCKY
Registration Number:	2294426	LUCKY
Registration Number:	2633764	LUCKY
Registration Number:	1543066	LUCKY
Registration Number:	2193052	LUCKY MEANS LOW PRICES
Registration Number:	1469513	LUCKY PRODUCE 100% FRESH 100% GUARANTEED
Registration Number:	2900956	LUCKY SAV ON FOOD & DRUG STORE
Registration Number:	1856064	MAX PAK
Registration Number:	4254961	STEAKHOUSE CHOICE
Registration Number:	0933392	SUPER SAVER
Registration Number:	4083696	SUPER SAVER
Serial Number:	86106101	
Serial Number:	86142003	MYMIXX
Serial Number:	86076175	YOU'RE IN FOR SOMETHING FRESH
Registration Number:	4505149	THE UNITED FAMILY
Registration Number:	4489607	UNITED SUPERMARKETS
Registration Number:	4362456	MARKET STREET
Registration Number:	4225195	HEARTH OF TEXAS BREAD COMPANY
Registration Number:	4072047	UE UNITED EXPRESS
Registration Number:	4072046	UNITED EXPRESS
Registration Number:	3183076	SPECIAL OCCASIONS
Registration Number:	3247154	PRATERS FIFTY YEARS OF EXCELLENCE
Registration Number:	3170894	PRATERS
Registration Number:	3167798	PRATERS FIFTY YEARS OF EXCELLENCE
Registration Number:	3167797	PRATERS
Registration Number:	3631411	LIVING WELL

Property Type	Number	Word Mark
Registration Number:	3724878	UNITED SUPERMARKETS RX PHARMACY
Registration Number:	3630538	MARKET STREET UNITED
Registration Number:	3704596	ARTISAN'S CHOICE HAND-MADE BAKED GOODS
Registration Number:	4019864	KRISTAL ICE
Registration Number:	3946807	UE UNITED EXPRESS FUEL
Registration Number:	3859975	UNITED EXPRESS FUEL
Registration Number:	3695930	DISH
Registration Number:	3695929	DISH AT MARKET STREET
Registration Number:	3695908	DISH
Registration Number:	3695863	UNITED
Registration Number:	3657286	SMOKEHOUSE RANCH PREMIUM QUALITY SH
Registration Number:	3650817	GO GREEN FOR GOOD
Registration Number:	3650805	WHERE SERVICE AND SAVINGS MATTER
Registration Number:	3626946	WHERE SERVICE MATTERS
Registration Number:	3630535	MARKET STREET
Registration Number:	3235739	SPECIAL OCCASION
Registration Number:	3576816	AMIGOS
Registration Number:	3801496	FROM THE HEART
Registration Number:	3465216	RX MARKET STREET PHARMACY
Registration Number:	3474582	RX UNITED PHARMACY
Registration Number:	3408028	A TASTE OF MARKET STREET
Registration Number:	3628154	MAVERICK BLEND
Registration Number:	3607195	AMIGOS UNITED RX PHARMACY
Registration Number:	3607194	MARKET STREET RX PHARMACY
Registration Number:	3596235	UNITED RX PHARMACY
Registration Number:	3434773	AMIGOS UNITED
Registration Number:	3465294	LIVING WELL. HEART AND SOUL.
Registration Number:	3756421	FROM THE HEART
Registration Number:	3571078	UNITED SUPERMARKETS
Registration Number:	3101172	RED RIVER FARMS
Registration Number:	3093596	RED RIVER FARMS SCOOPS ICE CREAM
Registration Number:	2957788	SMOKEHOUSE RANCH
Registration Number:	2946604	KRISTAL
Registration Number:	2285227	PRATERS DELI
Registration Number:	2263239	PRATERS SYMBOL OF QUALITY SINCE 1955
Registration Number:	2358807	PRATERS
Registration Number:	4651662	MARKET STREET EXPRESS CLINIC
Registration Number:	1856992	CARRS QUALITY CENTERS

Property Type	Number	Word Mark
Registration Number:	1827858	OAKEN KEG
Registration Number:	1037040	DOMINICK'S
Registration Number:	1735977	DOMINICK'S
Registration Number:	1543099	DOMINICK'S
Registration Number:	1048722	DOMINICK'S FINER FOODS
Registration Number:	1545838	DOMINICK'S
Registration Number:	2135720	FRESH VALUES
Registration Number:	2334610	FRESH VALUES
Registration Number:	1452601	NEPTUNE'S COVE
Registration Number:	2433679	
Registration Number:	2060358	G
Registration Number:	2062539	G GENUARDI'S
Registration Number:	2320339	G GENUARDI'S FAMILY MARKETS COMMUNITY CA
Registration Number:	2060357	GENUARDI'S
Registration Number:	2337432	GENUARDI'S FAMILY MARKETS
Registration Number:	3005346	GENUARDI'S SMART CHECK GENUARDI'S CLUB
Registration Number:	3424975	PAVILIONS SMART CHECK VALUE PLUS CLUB
Registration Number:	2420564	FLAGSHIP
Registration Number:	2429762	KINDNESS FOR KIDS
Registration Number:	2356825	R REMARKABLE
Registration Number:	2999522	RANDALLS SMART CHECK RANDALLS REMARKABLE
Registration Number:	2503334	RANDALL'S FLAGSHIP
Registration Number:	4417269	RANDALLS
Registration Number:	4417227	RANDALLS
Registration Number:	2503340	RANDALLS FOOD & PHARMACY
Registration Number:	2357234	RANDALLS REMARKABLE
Registration Number:	2305066	REMARKABLE
Registration Number:	1417880	SIMON DAVID
Registration Number:	1975931	TOM THUMB
Registration Number:	4425735	TOM THUMB
Registration Number:	1875694	TOM THUMB FOOD & PHARMACY
Registration Number:	2990914	TOM THUMB SMART CHECK REWARD
Registration Number:	2441903	TOM THUMB REWARD
Registration Number:	3350649	2 HOUR TURKEY
Registration Number:	4164741	
Registration Number:	4388850	
Registration Number:	4283905	
Registration Number:	3696221	75 SOUTH

Property Type	Number	Word Mark
Registration Number:	3645259	75 SOUTH
Registration Number:	2967959	AVIA
Registration Number:	3127323	AVIA PARTNERS
Registration Number:	1833995	BACKOVICH
Registration Number:	1803376	BANDOLERO
Registration Number:	3315183	BANDOLERO
Registration Number:	3510415	BASIC RED
Registration Number:	2129057	BEST OF THE EGG
Registration Number:	3687885	BETTER LIVING BRANDS
Registration Number:	3684769	BETTER LIVING BRANDS
Registration Number:	3853308	BLOSSOM TIME
Registration Number:	4275955	BRIGHT GREEN
Registration Number:	4317303	BRIGHT GREEN
Registration Number:	4368723	BRIGHTEN YOUR WORLD
Registration Number:	3516896	BRIGHTLY
Registration Number:	3790502	BUSY BAKER
Registration Number:	3938120	BUSY BAKER
Registration Number:	1974458	CANADIAN CREST
Registration Number:	2164142	CAPTAIN'S CHOICE
Registration Number:	1872703	CASA DEL PUEBLO
Registration Number:	3524512	CASTLE CREST
Registration Number:	3310404	
Registration Number:	3718519	COCOA NUGGETS
Registration Number:	2846171	COINMASTER
Registration Number:	1021163	COLD BROOK
Registration Number:	3851611	COMFORT SAFE
Registration Number:	3600724	CONNECT TOGETHER
Registration Number:	3600725	CONNECT TOGETHER
Registration Number:	3305114	
Registration Number:	3008320	CRAGMONT
Registration Number:	2866340	DAIRY GLEN
Registration Number:	3489142	DAIRY. DAILY.
Registration Number:	2742711	DELI COUNTER
Registration Number:	3298412	DIABLO CREEK VINEYARDS
Registration Number:	4305128	DUST EASE
Registration Number:	3753482	EATING RIGHT
Registration Number:	3232276	EATING RIGHT
Registration Number:	3395214	EATING RIGHT

Property Type	Number	Word Mark
Registration Number:	4154241	EATING RIGHT UNITING FLAVOR & NUTRITION
Registration Number:	4210248	EATING RIGHT UNITING FLAVOR & NUTRITION
Registration Number:	4093977	EATING RIGHT UNITING FLAVOR & NUTRITION
Registration Number:	4426530	ELASTI-FIT
Registration Number:	1996761	ENLIGHTEN
Registration Number:	3429168	ESCAPE TO A COFFEE DESTINATION
Registration Number:	3319146	ESSEX PLACE
Registration Number:	3651537	FANTASTIC VANILLA
Registration Number:	2901954	FASTSHOP
Registration Number:	3454204	FIREFLY RIDGE
Registration Number:	3585079	FLY THROUGH CHECKOUT
Registration Number:	3421133	FOODFLEX
Registration Number:	3438729	FOODFLEX
Registration Number:	4230198	FRESH DECOR
Registration Number:	4276589	FRESH DECOR
Registration Number:	3509120	FRUITY SPROCKETS
Registration Number:	3371224	FULLY COOKED FAVORITES
Registration Number:	2191326	GALLERY
Registration Number:	2313389	GLENCOURT
Registration Number:	3537497	GORGONZOLA GEMS
Registration Number:	3503404	HAVE NUTS? HAVE A PARTY!
Registration Number:	2846953	HOMESTYLE
Registration Number:	4186936	IN-KIND
Registration Number:	4285231	IN-KIND
Registration Number:	2056679	INDULGENCE
Registration Number:	3307813	INGREDIENTES PARA SU VIDA
Registration Number:	3072555	INGREDIENTS FOR LIFE
Registration Number:	3337679	SAFEWAY S INGREDIENTES PARA SU VIDA. VID
Registration Number:	3270407	J. BRANDT
Registration Number:	3474401	JERSEYMAID DAIRIES SINCE 1936
Registration Number:	3839606	JUST FOR U
Registration Number:	4532488	JUST FOR U
Registration Number:	4532489	U
Registration Number:	4562936	JUST FOR U
Registration Number:	3524579	KIDDIE-UPS
Registration Number:	1798082	KINGS BAY
Registration Number:	3315182	KINGS BAY
Registration Number:	3216882	LIFE

Property Type	Number	Word Mark
Registration Number:	3481141	LIFE
Registration Number:	4079426	LIVE IT UP!
Registration Number:	1887317	LUCERNE
Registration Number:	3383773	LUCERNE
Registration Number:	4210231	MOM TO MOM
Registration Number:	3477124	MOM TO MOM
Registration Number:	4295842	MOM TO MOM SHARING WISDOM
Registration Number:	3521071	MOM TO MOM SHARING WISDOM
Registration Number:	4305130	MOP EASE
Registration Number:	3572971	MULTI CIRCLES
Registration Number:	4529906	MYSIMPLENUTRITION
Serial Number:	85162884	NATURE HAS NOTHING TO HIDE. NEITHER SHOU
Registration Number:	1343040	NATURE'S CUPBOARD
Registration Number:	2129280	NUTRABALANCE
Registration Number:	3298515	O ORGANICS
Registration Number:	3904525	O ORGANICS FOR BABY
Registration Number:	3639985	O ORGANICS FOR TODDLER
Registration Number:	3292669	OAK GLEN
Registration Number:	3038254	ONE SNAP
Registration Number:	4491388	OPEN NATURE
Registration Number:	4195143	OPEN NATURE
Registration Number:	2312074	OVENJOY
Registration Number:	2427719	PAK 'N SAVE FOODS
Registration Number:	4560583	PANTRY ESSENTIALS
Serial Number:	85185396	PANTRY ESSENTIALS
Registration Number:	4556206	PANTRY ESSENTIALS
Serial Number:	85184789	PANTRY ESSENTIALS
Registration Number:	3641545	PARKER'S CREAM SODA
Registration Number:	3641544	PARKER'S ROOT BEER
Registration Number:	3568028	PARTY PLEASERS
Registration Number:	0818811	PARTY PRIDE
Registration Number:	1835620	PAVLOVA
Registration Number:	3641605	POWER PUMP REWARDS
Registration Number:	2869036	PRE-HISTORIC
Registration Number:	2930221	PRE-HISTORIC
Registration Number:	3505696	PRICE LOCK
Registration Number:	3216820	PRIMO TAGLIO
Registration Number:	3425066	PRIMO TAGLIO NATURALS

Property Type	Number	Word Mark
Registration Number:	3429126	PRIMO TAGLIO NATURALS PREMIUM FIRST CUT
Registration Number:	3346637	PRIORITY
Registration Number:	3477171	PRIORITY TOTAL PET CARE
Registration Number:	3778369	PRIORITY TOTAL PET CARE
Registration Number:	3305281	PRIORITY TOTAL PET CARE
Registration Number:	3845515	PRIORITY TOTAL PET CARE
Registration Number:	2345754	RANCHER'S RESERVE
Registration Number:	3727820	RANCHER'S RESERVE TENDER BEEF
Serial Number:	85930240	REAL FOOD FROM NATURAL INGREDIENTS
Registration Number:	2042936	REFRESHE
Registration Number:	4164740	REFRESHE
Registration Number:	4280653	REFRESHE
Registration Number:	4362034	REFRESHE
Registration Number:	3342494	RICE POCKETS
Registration Number:	3776592	RXTE
Registration Number:	3352859	S SAFEWAY
Registration Number:	1550577	S
Registration Number:	3845511	S
Registration Number:	3412024	S
Registration Number:	0722393	S
Registration Number:	1238290	S
Registration Number:	0721716	SAFEWAY
Registration Number:	2232194	SAFEWAY
Registration Number:	2222872	SAFEWAY
Registration Number:	2224357	SAFEWAY
Registration Number:	2278970	SAFEWAY
Registration Number:	1214614	SAFEWAY
Registration Number:	1964198	SAFEWAY
Registration Number:	1088051	SAFEWAY
Registration Number:	1197629	SAFEWAY
Registration Number:	0763794	SAFEWAY
Registration Number:	2459186	SAFEWAY
Registration Number:	2173159	SAFEWAY
Registration Number:	1065907	SAFEWAY
Registration Number:	0795742	SAFEWAY
Registration Number:	2454660	SAFEWAY
Registration Number:	2445835	SAFEWAY
Registration Number:	2090931	SAFEWAY

Property Type	Number	Word Mark
Registration Number:	2045385	SAFEWAY
Registration Number:	2113573	SAFEWAY
Registration Number:	2072013	SAFEWAY
Registration Number:	2031799	SAFEWAY
Registration Number:	2083227	SAFEWAY
Registration Number:	2034897	SAFEWAY
Registration Number:	2115347	SAFEWAY
Registration Number:	1971498	SAFEWAY
Registration Number:	2072014	SAFEWAY
Registration Number:	2031627	SAFEWAY
Registration Number:	2156218	SAFEWAY
Registration Number:	1250190	SAFEWAY
Registration Number:	2068410	SAFEWAY
Registration Number:	2173133	SAFEWAY
Registration Number:	2006205	SAFEWAY
Registration Number:	2135851	SAFEWAY
Registration Number:	2135963	SAFEWAY
Registration Number:	2135964	SAFEWAY
Registration Number:	2165942	SAFEWAY
Registration Number:	1488428	SAFEWAY
Registration Number:	1166909	SAFEWAY
Registration Number:	1485875	SAFEWAY
Registration Number:	2096640	SAFEWAY
Registration Number:	1168617	SAFEWAY
Registration Number:	2194839	SAFEWAY
Registration Number:	1225882	SAFEWAY
Registration Number:	2080924	SAFEWAY
Registration Number:	2601105	SAFEWAY
Registration Number:	3010438	SAFEWAY
Registration Number:	2604652	SAFEWAY
Registration Number:	2631244	SAFEWAY
Registration Number:	2654035	SAFEWAY
Registration Number:	4023545	SAFEWAY S
Registration Number:	2695119	SAFEWAY CLUB
Registration Number:	2809089	SAFEWAY FASTSHOP
Registration Number:	4552582	VONS FRESH TO YOUR DOOR
Registration Number:	3431706	SAFEWAY INGREDIENTS FOR LIFE.
Registration Number:	3566077	SAFEWAY S

Property Type	Number	Word Mark
Registration Number:	2035085	SAFEWAY SELECT
Registration Number:	2135926	SAFEWAY SELECT
Registration Number:	2221733	SAFEWAY SELECT
Registration Number:	2042935	SAFEWAY SELECT
Registration Number:	2115346	SAFEWAY SELECT
Registration Number:	2035143	SAFEWAY SELECT
Registration Number:	2023557	SAFEWAY SELECT
Registration Number:	2082796	SAFEWAY SELECT
Registration Number:	2695051	SAFEWAY SELECT
Registration Number:	2167758	SAFEWAY SELECT
Registration Number:	2695052	SAFEWAY SELECT
Registration Number:	1961434	SAFEWAY SELECT
Registration Number:	1948158	SAFEWAY SELECT
Registration Number:	1952413	SAFEWAY SELECT
Registration Number:	1888655	SAFEWAY SELECT
Registration Number:	3663979	SAFEWAY SELECT
Registration Number:	2835958	SAFEWAY SMART CHECK SAFEWAY CLUB
Registration Number:	4524284	SAFEWAY
Registration Number:	2724567	SAFEWAY.COM
Registration Number:	3966486	SANDWICH SLENDERS
Registration Number:	3637187	SEEING SPOTS IS GOOD FOR YOU!
Serial Number:	85888312	SHOPS AT THE RIDGE
Registration Number:	3694479	SIGNATURE CAFE
Registration Number:	3486755	SIGNATURE CAFE
Registration Number:	3568816	SIGNATURE CAFE
Registration Number:	3610759	SIGNATURE CAFE
Registration Number:	2798794	SILLY CIRCLES
Registration Number:	4317454	SIMPLE NUTRITION
Registration Number:	4313387	SIMPLE NUTRITION
Registration Number:	1862671	SNOW STAR
Registration Number:	1967321	SOFTLY
Registration Number:	2125225	SOFTLY GALLERY
Registration Number:	3985921	SPOT YOUR NEEDS
Registration Number:	2039937	SWIRLS
Registration Number:	3296137	TARTAN ROYAL
Registration Number:	3296068	TARTAN ROYAL
Registration Number:	4049362	THE JOY OF FOOTBALL
Registration Number:	4022130	THE JOY OF FOOTBALL

Property Type	Number	Word Mark
Registration Number:	3643134	THE MARKET
Serial Number:	85892799	THE ORCHARDS AT WALNUT CREEK
Registration Number:	4347092	THE SNACK ARTIST
Registration Number:	2633777	TREASURE CHIPS
Registration Number:	3232053	TUXEDOS
Registration Number:	3942488	U
Registration Number:	3404068	VARI-A-SIZE
Registration Number:	2081173	VERDI
Registration Number:	3485464	VIDA
Registration Number:	3101189	VITAL 100
Registration Number:	3303226	VITALI
Registration Number:	3333172	VITALI
Registration Number:	4490396	VONS
Registration Number:	4546081	SAFEWAY FRESH TO YOUR DOOR
Registration Number:	3619705	WATERFRONT BISTRO
Registration Number:	3640018	WATERFRONT BISTRO
Registration Number:	3436679	WHITE 'N FIBER
Registration Number:	2010664	THIRSTY
Registration Number:	3413837	CANADIAN CREST
Registration Number:	3289152	D.W. ANDERS
Registration Number:	3321918	D.W. ANDERS
Serial Number:	85914688	EATING RIGHT FOR PROTEIN SEEKERS
Serial Number:	85914677	EATING RIGHT FOR PROTEIN SEEKERS
Registration Number:	2885371	HOMESTYLE
Registration Number:	3266513	J. BRANDT
Serial Number:	86301172	JERSEYMAID DAIRIES SINCE 1936
Registration Number:	4641419	O ORGANICS
Registration Number:	3166862	PHARMACY
Registration Number:	0868000	SAFEWAY
Registration Number:	2071989	SAFEWAY SELECT
Registration Number:	3561469	SIGNATURE CAFE
Registration Number:	3418946	SWEETEN UP YOUR MORNING!
Serial Number:	85902628	THE ORCHARDS AT WALNUT CREEK
Registration Number:	4667735	WAFFLE-NUT
Registration Number:	1989395	JERSEYMAID DAIRIES
Registration Number:	2057125	PAVILIONS
Registration Number:	1475449	PAVILIONS
Registration Number:	1574021	PAVILIONS PLACE

Property Type	Number	Word Mark
Registration Number:	1685533	PAVILIONS VALUEPLUS CLUB
Registration Number:	1236937	VONS
Registration Number:	2066845	VONS IS VALUE
Registration Number:	2109180	VONS IS VALUE
Registration Number:	3005345	VONS SMART CHECK
Registration Number:	1775585	VONSCLUB
Registration Number:	1478884	WESTWOOD
Registration Number:	1366046	DOMINICK'S
Serial Number:	86413587	AMIGOS
Serial Number:	86190393	ARRIBA! TEXAS ROAST
Serial Number:	86413408	HEARTH OF TEXAS
Serial Number:	86419904	SMOKEHOUSE RANCH

CORRESPONDENCE DATA

Fax Number:

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.

Email: michael.barys@thomsonreuters.com

Correspondent Name: Doris Ka, Legal Assistant

Address Line 1: 80 Pine Steet

Address Line 2: c/o Cahill Gordon & Reindel LLP

Address Line 4: New York, NEW YORK 10005

NAME OF SUBMITTER:	Doris Ka
SIGNATURE:	/Michael Barys TR/
DATE SIGNED:	02/06/2015

Total Attachments: 23

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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):

Albertson's LLC

- ☐ Individual(s) ☐ Association
☐ Partnership ☐ Limited Partnership
☐ Corporation- State: _____
☒ Other Limited Liability Company - Delaware

Citizenship (see guidelines) _____

Additional names of conveying parties attached? ☒ Yes ☐ No

3. Nature of conveyance/Execution Date(s) :

Execution Date(s) January 30, 2015

- ☐ Assignment ☐ Merger
☒ Security Agreement ☐ Change of Name
☐ Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? ☐ Yes ☒ No

Name: _____

Wilmington Trust, National Association, as Notes Collateral Agent

Street Address: 50 South Sixth Street, Suite 1290

City: Minneapolis

State: MN

Country: USA Zip: 27709

- ☐ Individual(s) Citizenship _____
☐ Association Citizenship _____
☐ Partnership Citizenship _____
☐ Limited Partnership Citizenship _____
☐ Corporation Citizenship _____
☒ Other Bank Citizenship USA

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) _____ Text _____

See Schedule I

B. Trademark Registration No.(s) _____

See Schedule I

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: Doris Ka, Legal Assistant

Internal Address: Cahill Gordon & Reindel LLP

Street Address: 80 Pine Street

City: New York

State: NY Zip: 10005

Phone Number: 212) 701-3569

Docket Number: 08061.823 Notes

Email Address: dka@cahill.com

6. Total number of applications and registrations involved:

401

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

- ☐ Authorized to be charged to deposit account
☐ Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:

Doris Ka

Signature

Doris Ka, Legal Assistant

Name of Person Signing

February 3, 2015

Date

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

23

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK
REEL: 005454 FRAME: 0927

ITEM 1 (cont'd)
to Trademarks Recordation Form Cover Sheet

Additional Conveying Parties

	Entity	Address	Type of Entity	Jurisdiction
1.	United Supermarkets, L.L.C.	7830 Orlando Ave. Lubbock, Texas 79422	Limited Liability Company	Texas
2.	Carr-Gottstein Foods Co.	5918 Stoneridge Mall Rd. Pleasanton, CA 94588	Corporation	Delaware
3.	Dominick's Finer Foods, LLC	5918 Stoneridge Mall Rd. Pleasanton, CA 94588	Limited Liability Company	Delaware
4.	Safeway Inc.	5918 Stoneridge Mall Rd. Pleasanton, CA 94588	Corporation	Delaware
5.	Genuardi's Family Markets LP	5918 Stoneridge Mall Rd. Pleasanton, CA 94588	Limited Partnership	Delaware
6.	The Vons Companies, Inc.	5918 Stoneridge Mall Rd. Pleasanton, CA 94588	Corporation	Michigan
7.	Randall's Food & Drugs LP	5918 Stoneridge Mall Rd. Pleasanton, CA 94588	Limited Partnership	Delaware

ITEM 2

Receiving Party

	Entity	Address	Type of Entity	Jurisdiction
1.	Wilmington Trust, National Association as Notes Collateral Agent	Attn: Albertson's Administration 50 South Sixth Street, Suite 1290 Minneapolis, MN 55402	Bank	USA

Trademark Security Agreement

Trademark Security Agreement, dated as of January 30, 2015, by ALBERTSON'S LLC, UNITED SUPERMARKETS, L.L.C., CARR-GOTTSTEIN FOODS CO., DOMINICK'S FINER FOODS, LLC, SAFEWAY INC., GENUARDI'S FAMILY MARKETS LP, THE VONS COMPANIES, INC. and RANDALL'S FOOD & DRUGS LP (individually, a "Grantor," and, collectively, the "Grantors"), in favor of WILMINGTON TRUST, NATIONAL ASSOCIATION, in its capacity as collateral agent pursuant to the Indenture (in such capacity, the "Notes Collateral Agent").

WITNESSETH:

WHEREAS, the Grantors are party to a Security Agreement of even date herewith (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Security Agreement") in favor of the Notes Collateral Agent pursuant to which the Grantors are required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Notes Collateral Agent, for the benefit of the Secured Parties, to enter into the Indenture, the Grantors hereby agree with the Notes Collateral Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. Grant of Security Interest in Trademark Collateral. Each Grantor hereby pledges and grants to the Notes Collateral Agent for the benefit of the Secured Parties (and, to the extent provided for in Article II and in Article X of the Security Agreement, for the benefit of the holders of the Safeway 2016/2017/2019 Notes and the Safeway Notes Trustee) a lien on and security interest in and to all of its right, title and interest in, to and under all the following Collateral of such Grantor:

- (a) Trademarks of such Grantor listed on Schedule I attached hereto;
- (b) all goodwill associated with such Trademarks; and
- (c) all Proceeds of any and all of the foregoing (other than Excluded Assets).

SECTION 3. Security Agreement; Intercreditor Agreements. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Notes Collateral Agent pursuant to the Security Agreement and Grantors hereby acknowledge and affirm that the rights and remedies of the Notes Collateral Agent with respect to the security interest in the Trademarks made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Secu-

rity Agreement shall control. Notwithstanding anything herein to the contrary, (i) the Liens and security interest granted to the Notes Collateral Agent for the benefit of the Secured Parties pursuant to this Trademark Security Agreement are expressly subject and subordinate to the liens and security interest granted to the Term Loan Collateral Agent pursuant to the Term Loan Facility and (ii) the exercise of any right or remedy by the Notes Collateral Agent hereunder is subject to the limitations and provisions of the Intercreditor Agreements. In the event of any conflict between the terms of the Intercreditor Agreements and the terms of this Trademark Security Agreement, the terms of the Intercreditor Agreements shall govern and control.

SECTION 4. Termination. Upon the payment in full of the Secured Obligations and termination of the Security Agreement, upon the request of the Grantors the Notes Collateral Agent shall execute, acknowledge, and deliver to the Grantors an instrument in writing in recordable form releasing the collateral pledge, grant, assignment, lien and security interest in the Trademarks under this Trademark Security Agreement.

SECTION 5. Counterparts. This Trademark Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Trademark Security Agreement by signing and delivering one or more counterparts. Delivery of an executed counterpart of a signature page of this Trademark Security Agreement by telecopy, pdf or other electronic transmission shall be as effective as delivery of a manually executed counterpart of this Trademark Security Agreement.

SECTION 6. Governing Law. This Trademark Security Agreement and the transactions contemplated hereby, and all disputes between the parties under or relating to this Trademark Security Agreement or the facts or circumstances leading to its execution, whether in contract, tort or otherwise, shall be construed in accordance with and governed by the laws (including statutes of limitation) of the State of New York, without regard to conflicts of law principles that would require the application of the laws of another jurisdiction.

[signature page follows]


IN WITNESS WHEREOF, each Grantor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

Very truly yours,

Effective upon the consummation of the merger of Saturn Acquisition Merger Sub, Inc. with and into Safeway Inc.:

GRANTORS:

SAFEWAY INC.

By: 
Name: Robert Gordon
Title: Vice President & Secretary

ALBERTSON'S LLC

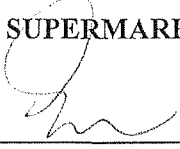
By: 

Name: Susan McMillan

Title: Group Vice President, Assistant
General Counsel & Assistant
Secretary

UNITED SUPERMARKETS, L.L.C.

By:


Name: Susan McMillan

Title: Group Vice President, Legal

Trademark Security Agreement

TRADEMARK
REEL: 005454 FRAME: 0933

GENUARDI'S FAMILY MARKETS LP

By: GFM HOLDINGS LLC, its general partner

By: 

Name: Laura A. Donald

Title: Vice President & Assistant Secretary

RANDALL'S FOOD & DRUGS LP

By: RANDALL'S FOOD MARKETS, INC., its general partner

By: 

Name: Laura A. Donald

Title: Vice President & Assistant Secretary

**THE VONS COMPANIES, INC.
DOMINICK'S FINER FOODS, LLC
CARR-GOTTSTEIN FOODS CO.**

By: 

Name: Laura A. Donald

Title: Vice President & Assistant Secretary

Accepted and Agreed:

WILMINGTON TRUST, NATIONAL
ASSOCIATION, as Notes Collateral Agent

By: 

Name: **Hallie E. Field**

Title: **Banking Officer**

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT
TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

Trademark registrations:

Albertson's Entities

OWNER	REGISTRATION NUMBER/ APPLICATION NUMBER¹	TRADEMARK
ALBERTSON'S LLC	3282186	3'S A CROWD
ALBERTSON'S LLC	1446938	3'S A CROWD & Design
ALBERTSON'S LLC	1073368	A ALBERTSONS & Design
ALBERTSON'S LLC	1071250	A ALBERTSONS & Design
ALBERTSON'S LLC	3856542	ALBERTSONS
ALBERTSON'S LLC	953914	ALBERTSONS
ALBERTSON'S LLC	959514	ALBERTSONS
ALBERTSON'S LLC	891152	ALBERTSONS
ALBERTSON'S LLC	885630	ALBERTSONS
ALBERTSON'S LLC	2303621	ALBERTSONS
ALBERTSON'S LLC	3663014	ALBERTSONS
ALBERTSON'S LLC	3168377	ALBERTSONS ARCH & LEAF DESIGN
ALBERTSON'S LLC	2245928	ALBERTSONS EXPRESS & Design
ALBERTSON'S LLC	2712646	COUNTRY FARMS
ALBERTSON'S LLC	2312068	COUNTRY FARMS
ALBERTSON'S LLC	1619325	GOOD DAY
ALBERTSON'S LLC	1062358	GOOD DAY
ALBERTSON'S LLC	3786033	GOOD DAY
ALBERTSON'S LLC	2325695	LUCKY
ALBERTSON'S LLC	2334825	LUCKY
ALBERTSON'S LLC	2334824	LUCKY
ALBERTSON'S LLC	2325672	LUCKY
ALBERTSON'S LLC	2294426	LUCKY
ALBERTSON'S LLC	2633764	LUCKY
ALBERTSON'S LLC	1543066	LUCKY
ALBERTSON'S LLC	2193052	LUCKY MEANS LOW PRICES
ALBERTSON'S LLC	1469513	LUCKY PRODUCE 100% FRESH 100% GUARANTEED
ALBERTSON'S LLC	2900956	LUCKY SAV ON FOOD & DRUG STORE
ALBERTSON'S LLC	1856064	MAX PAK
ALBERTSON'S LLC		RxTra
ALBERTSON'S LLC	4254961	STEAKHOUSE CHOICE
ALBERTSON'S LLC	0933392	SUPER SAVER & Design
ALBERTSON'S LLC	4083696	SUPER SAVER

¹ A blank cell in this column indicates a common law trademark.

OWNER	REGISTRATION NUMBER/ APPLICATION NUMBER ¹	TRADEMARK
ALBERTSON'S LLC		XTREME BUYS
ALBERTSON'S LLC		XTREME VALUE
ALBERTSON'S LLC		XTREME VALUE (XV) BUYS
ALBERTSON'S LLC		XTREME VALUES
ALBERTSON'S LLC	86106101	3 Leaf logo
ALBERTSON'S LLC	86142003	MYMIXX
ALBERTSON'S LLC	86/076,175	YOU'RE IN FOR SOMETHING FRESH

United Entities:

OWNER	REGISTRATION NUMBER	TRADEMARK
UNITED SUPERMARKETS, L.L.C.	4505149	THE UNITED FAMILY
UNITED SUPERMARKETS, L.L.C.	4489607	UNITED SUPERMARKETS
UNITED SUPERMARKETS, L.L.C.	4362456	MARKET STREET
UNITED SUPERMARKETS, L.L.C.	4225195	HEARTH OF TEXAS BREAD COMPANY
UNITED SUPERMARKETS, L.L.C.	4072047	UE UNITED EXPRESS
UNITED SUPERMARKETS, L.L.C.	4072046	UNITED EXPRESS
UNITED SUPERMARKETS, L.L.C.	3183076	SPECIAL OCCASIONS
UNITED SUPERMARKETS, L.L.C.	3247154	PRATERS FIFTY YEARS OF EXCELLENCE
UNITED SUPERMARKETS, L.L.C.	3170894	PRATERS
UNITED SUPERMARKETS, L.L.C.	3167798	PRATERS FIFTY YEARS OF EXCELLENCE
UNITED SUPERMARKETS, L.L.C.	3167797	PRATERS
UNITED SUPERMARKETS, L.L.C.	3631411	LIVING WELL
UNITED SUPERMARKETS, L.L.C.	3724878	UNITED SUPERMARKETS RX PHARMACY
UNITED SUPERMARKETS, L.L.C.	3630538	MARKET STREET UNITED
UNITED SUPERMARKETS, L.L.C.	3704596	ARTISAN'S CHOICE HAND-MADE BAKED GOODS
UNITED SUPERMARKETS, L.L.C.	4019864	KRISTAL ICE
UNITED SUPERMARKETS, L.L.C.	3946807	UE UNITED EXPRESS FUEL
UNITED SUPERMARKETS, L.L.C.	3859975	UNITED EXPRESS FUEL

OWNER	REGISTRATION NUMBER	TRADEMARK
UNITED SUPERMARKETS, L.L.C.	3695930	DISH
UNITED SUPERMARKETS, L.L.C.	3695929	DISH AT MARKET STREET
UNITED SUPERMARKETS, L.L.C.	3695908	DISH
UNITED SUPERMARKETS, L.L.C.	3695863	UNITED
UNITED SUPERMARKETS, L.L.C.	3657286	SMOKEHOUSE RANCH PREMIUM QUALITY SH
UNITED SUPERMARKETS, L.L.C.	3650817	GO GREEN FOR GOOD
UNITED SUPERMARKETS, L.L.C.	3650805	WHERE SERVICE AND SAVINGS MATTER
UNITED SUPERMARKETS, L.L.C.	3626946	WHERE SERVICE MATTERS
UNITED SUPERMARKETS, L.L.C.	3630535	MARKET STREET
UNITED SUPERMARKETS, L.L.C.	3235739	SPECIAL OCCASION
UNITED SUPERMARKETS, L.L.C.	3576816	AMIGOS
UNITED SUPERMARKETS, L.L.C.	3801496	FROM THE HEART
UNITED SUPERMARKETS, L.L.C.	3465216	RX MARKET STREET PHARMACY
UNITED SUPERMARKETS, L.L.C.	3474582	RX UNITED PHARMACY
UNITED SUPERMARKETS, L.L.C.	3408028	A TASTE OF MARKET STREET
UNITED SUPERMARKETS, L.L.C.	3628154	MAVERICK BLEND
UNITED SUPERMARKETS, L.L.C.	3607195	AMIGOS UNITED RX PHARMACY
UNITED SUPERMARKETS, L.L.C.	3607194	MARKET STREET RX PHARMACY
UNITED SUPERMARKETS, L.L.C.	3596235	UNITED RX PHARMACY
UNITED SUPERMARKETS, L.L.C.	3434773	AMIGOS UNITED
UNITED SUPERMARKETS, L.L.C.	3465294	LIVING WELL. HEART AND SOUL.
UNITED SUPERMARKETS, L.L.C.	3756421	FROM THE HEART
UNITED SUPERMARKETS, L.L.C.	3571078	UNITED SUPERMARKETS
UNITED SUPERMARKETS, L.L.C.	3101172	RED RIVER FARMS
UNITED SUPERMARKETS, L.L.C.	3093596	RED RIVER FARMS SCOOPS ICE CREAM
UNITED SUPERMARKETS, L.L.C.	2957788	SMOKEHOUSE RANCH

OWNER	REGISTRATION NUMBER	TRADEMARK
UNITED SUPERMARKETS, L.L.C.	2946604	KRISTAL
UNITED SUPERMARKETS, L.L.C.	2285227	PRATERS DELI
UNITED SUPERMARKETS, L.L.C.	2263239	PRATERS SYMBOL OF QUALITY SINCE 1955
UNITED SUPERMARKETS, L.L.C.	2358807	PRATERS
UNITED SUPERMARKETS, L.L.C.	4651662	MARKET STREET EXPRESS CLINIC

Safeway Entities:

APPLICANT/OWNER	REGISTRATION NUMBER / APPLICATION NUMBER	TRADEMARK
Carr-Gottstein Foods Co.	1856992	Carrs Quality Centers
Carr-Gottstein Foods Co.	1,827,858	Oaken Keg
Dominick's Finer Foods, LLC	1,037,040	Dominick's
Dominick's Finer Foods, LLC	1,735,977	Dominick's and Design
Dominick's Finer Foods, LLC	1,543,099	Dominick's Color Logo
Dominick's Finer Foods, LLC	1,048,722	Dominick's Finer Foods
Dominick's Finer Foods, LLC	1,545,838	Dominick's Logo
Dominick's Finer Foods, LLC	2,135,720	Fresh Values
Dominick's Finer Foods, LLC	2,334,610	Fresh Values Design (fresh apple design)
Dominick's Finer Foods, LLC	1,452,601	Neptune's Cove
Dominick's Finer Foods, LLC	2,433,679	Wave Design (right)
Safeway Inc.	2,060,358	G & Design
Safeway Inc.	2,062,539	G Genuardi's
Safeway Inc.	2,320,339	G Genuardi's Family Markets Community Cash Back Program
Safeway Inc.	2,060,357	Genuardi's
Safeway Inc.	2,337,432	Genuardi's Family Markets
Genuardi's Family Markets LP	3,005,346	Genuardi's Smart Check Genuardi's Club
The Vons Companies, Inc.	3,424,975	PAVILIONS SMART CHECK VALUE PLUS CLUB
Randall's Food & Drugs LP	2,420,564	Flagship

APPLICANT/OWNER	REGISTRATION NUMBER / APPLICATION NUMBER	TRADEMARK
Randall's Food & Drugs LP (formerly known as Randall's Food & Drugs, Inc.)	2,429,762	Kindness for Kids (and design)
Randall's Food & Drugs LP (formerly known as Randall's Food & Drugs, Inc.)	2,356,825	R Remarkable (word mark)
Randall's Food and Drugs LP	2,999,522	RANDALLS SMART CHECK RANDALLS REMARKABLE
Randall's Food & Drugs LP	2,503,334	Randalls Flagship
Safeway Inc.	4417269	RANDALLS
Safeway Inc.	4417227	RANDALLS
Randall's Food & Drugs LP	2,503,340	Randalls Food & Pharmacy
Randall's Food & Drugs LP	2,357,234	Randalls Remarkable
Randall's Food & Drugs LP	2,305,066	Remarkable
Randall's Food & Drugs LP	1,417,880	Simon David
Randall's Food & Drugs LP	1,975,931	Tom Thumb
Safeway Inc.	4,425,735	TOM THUMB
Randall's Food & Drugs LP	1,875,694	Tom Thumb Food & Pharmacy
Randall's Food & Drugs LP (formerly known as Tom Thumb Food & Drugs, Inc.)	2,990,914	TOM THUMB SMART CHECK REWARD
Randall's Food & Drugs LP	2,441,903	Tom Thumb Reward
Safeway Inc.	3350649	2 Hour Turkey
Safeway Inc.	4164741	3 drop logo (Refreshe)
Safeway Inc.	4388850	3 drop logo (Refreshe)
Safeway Inc.	4283905	3 drops logo (Refreshe)
Safeway Inc.	3,696,221	75 South
Safeway Inc.	3,645,259	75 South
Safeway Inc.	2,967,959	Avia
Safeway Inc.	3,127,323	Avia Partners
Safeway Inc.	1,833,995	Backovich
Safeway Inc.	1,803,376	Bandolero
Safeway Inc.	3315183	Bandolero
Safeway Inc.	3,510,415	Basic Red
Safeway Inc.	2,129,057	Best of the Egg
Safeway Inc.	3,687,885	Better Living Brands
Safeway Inc.	3,684,769	Better Living Brands
Safeway Inc.	3,853,308	Blossom Time
Safeway Inc.	4275955	Bright Green
Safeway Inc.	4317303	Bright Green
Safeway Inc.	4368723	Brighten Your World
Safeway Inc.	3,516,896	Brightly
Safeway Inc.	3,790,502	Busy Baker
Safeway Inc.	3938120	Busy Baker
Safeway Inc.	1,974,458	Canadian Crest

APPLICANT/OWNER	REGISTRATION NUMBER / APPLICATION NUMBER	TRADEMARK
Safeway Inc.	2,164,142	Captain's Choice
Safeway Inc.	1,872,703	Casa Del Pueblo
Safeway Inc.	3,524,512	Castle Crest
Safeway Inc.	3,310,404	Chicken Head logo
Safeway Inc.	3,718,519	Cocoa Nuggets (word mark)
Safeway Inc.	2,846,171	Coinmaster (word mark)
Safeway Inc.	1,021,163	Cold Brook
Safeway Inc.	3,851,611	Comfort Safe
Safeway Inc.	3,600,724	Connect Together
Safeway Inc.	3,600,725	Connect Together and Design
Safeway Inc.	3,305,114	Cow Head logo (Lucerne)
Safeway Inc.	3,008,320	Cragmont
Safeway Inc.	2,866,340	Dairy Glen
Safeway Inc.	3489142	
Safeway Inc.	2,742,711	Deli Counter
Safeway Inc.	3298412	Diablo Creek Vineyards
Safeway Inc.	4305128	DUST EASE
Safeway Inc.	3753482	EATING RIGHT FOR PROTEIN SEEKERS
Safeway Inc.	3,232,276	Eating Right
Safeway Inc.	3,395,214	Eating Right
Safeway Inc.	4154241	Eating Right Uniting flavor & nutrition
Safeway Inc.	4210248	Eating Right uniting flavor & nutrition
Safeway Inc.	4093977	Eating Right uniting flavor & nutrition kids and design
Safeway Inc.	4426530	Elasti-Fit
Safeway Inc.	1,996,761	Enlighted
Safeway Inc.	3,429,168	Escape to a Coffee Destination
Safeway Inc.	3,319,146	Essex Place
Safeway Inc.	3,651,537	Fantastic Vanilla
Safeway Inc.	2,901,954	FastShop
Safeway Inc.	3,454,204	Firefly Ridge
Safeway Inc.	3,585,079	Fly through Checkout
Safeway Inc.	3,421,133	Foodflex
Safeway Inc.	3,438,729	Foodflex & Design
Safeway Inc.	4230198	Fresh Decor
Safeway Inc.	4276589	Fresh Decor
Safeway Inc.	3,509,120	Fruity Sprockets
Safeway Inc.	3,371,224	Fully Cooked Favorites
Safeway Inc.	2,191,326	Gallery
Safeway Inc.	2,313,389	Glencourt & Design
Safeway Inc.	3,537,497	Gorgonzola Gems
Safeway Inc.	3,503,404	HAVE NUTS? HAVE A PARTY!
Safeway Inc.	2,846,953	Homestyle
Safeway Inc.	4,186,936	In Kind
Safeway Inc.	4285231	In Kind (word mark)

APPLICANT/OWNER	REGISTRATION NUMBER / APPLICATION NUMBER	TRADEMARK
Safeway Inc.	2,056,679	Indulgence
Safeway Inc.	3,307,813	Ingredientes Para Su Vida
Safeway Inc.	3,072,555	Ingredients for Life
Safeway Inc.	3337679	Safeway Ingredientes para Su Vida
Safeway Inc.	3,270,407	J. Brandt
Safeway Inc.	3,474,401	Jerseymaid Dairies Since 1936 & Design
Safeway Inc.	3,839,606	Just for U & design
Safeway Inc.	4532488	Just for U
Safeway Inc.	4532489	U
Safeway Inc.	4562936	Just for U
Safeway Inc.	3,524,579	Kiddie-Ups
Safeway Inc.	1,798,082	Kings Bay
Safeway Inc.	3315182	Kings Bay & design
Safeway Inc.	3,216,882	Life & design
Safeway Inc.	3,481,141	Life
Safeway Inc.	4079426	Live It Up!
Safeway Inc.	1,887,317	Lucerne
Safeway Inc.	3,383,773	Lucerne
Safeway Inc.	4,210,231	Mom to Mom
Safeway Inc.	3,477,124	Mom to Mom
Safeway Inc.	4295842	Mom to Mom Sharing Wisdom & logo
Safeway Inc.	3521071	Mom to Mom Sharing Wisdom & logo
Safeway Inc.	4305130	MOP EASE (word mark)
Safeway Inc.	3,572,971	Multi Circles
Safeway Inc.	4529906	My Simple Nutrition & Design
Safeway Inc.	85/162,884; filed 10/27/10 (pending)	Nature has Nothing to Hide. Neither should your food.
Safeway Inc.	1,343,040	Nature's Cupboard
Safeway Inc.	2,129,280	Nutrabalance
Safeway Inc.	3,298,515	O Organics & Design
Safeway Inc.	3,904,525	O Organics for Baby
Safeway Inc.	3,639,985	O Organics for Toddler
Safeway Inc.	3,292,669	Oak Glen
Safeway Inc.	3,038,254	One Snap
Safeway Inc.	4491388	Open Nature (1)
Safeway Inc.	4195143	Open Nature (word mark)
Safeway Inc.	2,312,074	Ovenjoy
Safeway Inc.	2,427,719	Pak 'N Save Foods
Safeway Inc.	4560583)	Pantry Essentials & Design (House)
Safeway Inc.	85 185 396; filed 11/26/10 (pending)	Pantry Essentials & Design (sp&frk)
Safeway Inc.	4556206	Pantry Essentials (word mark #1)
Safeway Inc.	85 184 789; filed 11/24/10 (pending)	Pantry Essentials (word mark #2)

APPLICANT/OWNER	REGISTRATION NUMBER / APPLICATION NUMBER	TRADEMARK
Safeway Inc.	3,641,545	Parker's Genuine Cream Soda
Safeway Inc.	3,641,544	Parker's Genuine Root Beer
Safeway Inc.	3568028	Party Pleasers
Safeway Inc.	0,818,811	Party Pride
Safeway Inc.	1,835,620	Pavlova
Safeway Inc.	3,641,605	Power Pump Rewards
Safeway Inc.	2,869,036	Pre-Historic
Safeway Inc.	2,930,221	Pre-Historic & design
Safeway Inc.	3,505,696	Price Lock
Safeway Inc.	3,216,820	Primo Taglio
Safeway Inc.	3,425,066	Primo Taglio Naturals
Safeway Inc.	3,429,126	PRIMO TAGLIO NATURALS PREMIUM FIRST CUT QUALITY
Safeway Inc.	3,346,637	Priority
Safeway Inc.	3,477,171	Priority Total Pet Care
Safeway Inc.	3,778,369	Priority Total Pet Care
Safeway Inc.	3,305,281	Priority Total Pet Care & Design
Safeway Inc.	3,845,515	Priority Total Pet Care & design
Safeway Inc.	2,345,754	Rancher's Reserve
Safeway Inc.	3,727,820	Rancher's Reserve & Design
Safeway Inc.	85 930240; filed 05/13/13 (pending)	Real Food from Natural Ingredients
Safeway Inc.	2,042,936	Refreshe
Safeway Inc.	4164740	Refreshe (stylized)
Safeway Inc.	4280653	Refreshe (stylized)
Safeway Inc.	4362034	Refreshe (Stylized)
Safeway Inc.	3,342,494	Rice Pockets
Safeway Inc.	3,776,592	RxTE
Safeway Inc.	3,352,859	S & Safeway design
Safeway Inc.	1,550,577	S Insigne
Safeway Inc.	3845511	S logo
Safeway Inc.	3412024	S logo
Safeway Inc.	0,722,393	S logo
Safeway Inc.	1,238,290	S logo
Safeway Inc. (formerly known as Safe- way Stores Inc.)	0,721,716	Safeway
Safeway Inc.	2,232,194	Safeway
Safeway Inc.	2,222,872	Safeway
Safeway Inc.	2,224,357	Safeway
Safeway Inc.	2,278,970	Safeway
Safeway Inc. (formerly known as Safeway Stores, Inc.)	1,214,614	Safeway
Safeway Inc.	1,964,198	Safeway

APPLICANT/OWNER	REGISTRATION NUMBER / APPLICATION NUMBER	TRADEMARK
Safeway Inc.	1,088,051	Safeway
Safeway Inc.	1,197,629	Safeway
Safeway Inc. (formerly known as Safeway Stores, Inc.)	0,763,794	Safeway
Safeway Inc.	2,459,186	Safeway
Safeway Inc.	2,173,159	Safeway
Safeway Inc. (formerly known as Safeway Stores, Inc.)	1,065,907	Safeway
Safeway Inc. (formerly known as Safeway Stores, Inc.)	0,795,742	Safeway
Safeway Inc.	2,454,660	Safeway
Safeway Inc.	2,445,835	Safeway
Safeway Inc.	2,090,931	Safeway
Safeway Inc.	2,045,385	Safeway
Safeway Inc.	2,113,573	Safeway
Safeway Inc.	2,072,013	Safeway
Safeway Inc.	2,031,799	Safeway
Safeway Inc.	2,083,227	Safeway
Safeway Inc.	2,034,897	Safeway
Safeway Inc.	2,115,347	Safeway
Safeway Inc.	1,971,498	Safeway
Safeway Inc.	2,072,014	Safeway
Safeway Inc.	2,031,627	Safeway
Safeway Inc.	2,156,218	Safeway
Safeway Inc.	1,250,190	Safeway
Safeway Inc.	2,068,410	Safeway
Safeway Inc.	2,173,133	Safeway Inc.
Safeway Inc.	2,006,205	Safeway
Safeway Inc.	2,135,851	Safeway
Safeway Inc.	2,135,963	Safeway
Safeway Inc.	2,135,964	Safeway
Safeway Inc.	2,165,942	Safeway
Safeway Inc.	1,488,428	Safeway
Safeway Inc. (formerly known as Safeway Stores, Inc.)	1,166,909	Safeway
Safeway Inc.	1,485,875	Safeway
Safeway Inc.	2,096,640	Safeway
Safeway Inc.	1,168,617	Safeway
Safeway Inc.	2,194,839	Safeway
Safeway Inc.	1,225,882	Safeway

APPLICANT/OWNER	REGISTRATION NUMBER / APPLICATION NUMBER	TRADEMARK
Safeway Inc.	2,080,924	Safeway
Safeway Inc.	2,601,105	Safeway
Safeway Inc.	3,010,438	Safeway
Safeway Inc.	2,604,652	Safeway
Safeway Inc.	2,631,244	Safeway
Safeway Inc.	2,654,035	Safeway
Safeway Inc.	4,023,545	Safeway & S design (horizontal)
Safeway Inc.	2,695,119	Safeway Club
Safeway Inc.	2,809,089	Safeway FastShop
Safeway Inc.	4552582	Vons Fresh to Your Door
Safeway Inc.	3,431,706	Safeway Ingredients for Life & Logo
Safeway Inc.	3,566,077	Safeway S logo (horizontal)
Safeway Inc.	2,035,085	Safeway Select
Safeway Inc.	2,135,926	Safeway Select
Safeway Inc.	2,221,733	Safeway Select
Safeway Inc.	2,042,935	Safeway Select
Safeway Inc.	2,115,346	Safeway Select
Safeway Inc.	2,035,143	Safeway Select
Safeway Inc.	2,023,557	Safeway Select
Safeway Inc.	2,082,796	Safeway Select
Safeway Inc.	2,695,051	Safeway Select
Safeway Inc.	2,167,758	Safeway Select
Safeway Inc.	2,695,052	Safeway Select
Safeway Inc.	1,961,434	Safeway Select
Safeway Inc.	1,948,158	Safeway Select
Safeway Inc.	1,952,413	Safeway Select
Safeway Inc.	1,888,655	Safeway Select
Safeway Inc.	3,663,979	Safeway Select & Design
Safeway Inc.	2,835,958	Safeway Smart Check
Safeway Inc.	4524284	Safeway w/ Door Design
Safeway Inc.	2,724,567	safeway.com
Safeway Inc.	3966486	Sandwich Slenders
Safeway Inc.	3,637,187	Seeing Spots is Good for You!
Safeway Inc.	85 888312 (pending)	Shops at the Ridge
Safeway Inc.	3,694,479	Signature Cafe
Safeway Inc.	3,486,755	Signature Café
Safeway Inc.	3,568,816	Signature Cafe & Design
Safeway Inc.	3,610,759	Signature Café & design
Safeway Inc.	2,798,794	Silly Circles
Safeway Inc.	4317454	Simple Nutrition logo (horizontal)
Safeway Inc.	4313387	Simple Nutrition logo (stacked)
Safeway Inc.	1,862,671	Snow Star
Safeway Inc.	1,967,321	Softly
Safeway Inc.	2,125,225	Softly Galler

APPLICANT/OWNER	REGISTRATION NUMBER / APPLICATION NUMBER	TRADEMARK
Safeway Inc.	3,985,921	Spot Your Needs
Safeway Inc.	2,039,937	Swirls
Safeway Inc.	3,296,137	Tartan Royal
Safeway Inc.	3,296,068	Tartan Royal & design
Safeway Inc.	4049362	The Joy of Football
Safeway Inc.	4,022,130	The Joy of Football & Design
Safeway Inc.	3,643,134	The Market & Logo
Safeway Inc.	85 892799; filed 4/2/13 (pending)	The Orchards at Walnut Creek
Safeway Inc.	4347092	The Snack Artist
Safeway Inc.	2,633,777	Treasure Chips
Safeway Inc.	3,232,053	Tuxedos
Safeway Inc.	3,942,488	U logo
Safeway Inc.	3,404,068	Vari-a-size
Safeway Inc.	2,081,173	Verdi
Safeway Inc.	3,485,464	VIDA
Safeway Inc.	3,101,189	Vital 100
Safeway Inc.	3,303,226	Vitali
Safeway Inc.	3,333,172	Vitali & design
Safeway Inc.	4490396	Von & Door Design
Safeway Inc.	4546081	Vons Fresh to Your Door
Safeway Inc.	3,619,705	Waterfront Bistro
Safeway Inc.	3,640,018	Waterfront bistro & design
Safeway Inc.	3,436,679	WHITE 'N FIBER
Safeway Inc.	2,010,664	Thirsty
Safeway Inc.	3413837	CANADIAN CRUST
Safeway Inc.	3289152	D.W. ANDERS
Safeway Inc.	3321918	D.W. ANDERS
Safeway Inc.	85914688	EATING RIGHT FOR PROTEIN SEEKERS
Safeway Inc.	85914677	EATING RIGHT FOR PROTEIN SEEKERS
Safeway Inc.	2885371	HOMESTYLE
Safeway Inc.	3266513	J. BRANDT
Safeway Inc.	86301172	JERSEYMAID DAIRIES SINCE 1936
Safeway Inc.	4641419	O ORGANICS
Safeway Inc.	3166862	PHARMACY
Safeway Inc.	0868000	SAFEWAY
Safeway Inc.	2071989	SAFEWAY SELECT
Safeway Inc.	3561469	SIGNATURE CAFE
Safeway Inc.	3418946	SWEETEN UP YOUR MORNING!
Safeway Inc.	85902628	THE ORCHARDS AT WALNUT CREEK
Safeway Inc.	4,667,735	WAFFLE-NUT
Safeway Inc.	1,989,395	Jerseymaid Dairies
The Vons Companies, Inc.	2,057,125	Pavilions
The Vons Companies, Inc.	1,475,449	Pavilions
The Vons Companies, Inc.	1,574,021	Pavilions Place

APPLICANT/OWNER	REGISTRATION NUMBER / APPLICATION NUMBER	TRADEMARK
The Vons Companies, Inc.	1,685,533	Pavilions Valueplus Club
The Vons Companies, Inc. (formerly known as Vons Grocery Co.)	1,236,937	Vons
The Vons Companies, Inc.	2,066,845	Vons is Value
The Vons Companies, Inc.	2,109,180	Vons is Value (Stylized)
The Vons Companies, Inc.	3,005,345	Vons Smart Check
The Vons Companies, Inc.	1,775,585	Vonsclub
The Vons Companies, Inc.	1,478,884	Westwood
Dominick's Finer Foods, LLC	1366046	DOMINICK'S

Trademark applications:

United Entities:

APPLICANT	APPLICATION NUMBER	TRADEMARK
UNITED SUPERMARKETS, L.L.C.	86413587	AMIGOS
UNITED SUPERMARKETS, L.L.C.	86190393	ARRIBA! TEXAS ROAST
UNITED SUPERMARKETS, L.L.C.	86413408	HEARTH OF TEXAS
UNITED SUPERMARKETS, L.L.C.	86419904	SMOKEHOUSE RANCH