

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM341646

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	FIRST SUPPLEMENT TO NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
RALEY'S		05/18/2015	CORPORATION: CALIFORNIA
RALEY'S TM INC.		05/18/2015	CORPORATION: CALIFORNIA
WAREHOUSE CONCEPTS		05/18/2015	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	WELLS FARGO BANK, NATIONAL ASSOCIATION, as Agent		
Street Address:	ONE BOSTON PLACE		
Internal Address:	19th FLOOR		
City:	BOSTON		
State/Country:	MASSACHUSETTS		
Postal Code:	02108		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4387270	SOMETHING EXTRA	
Registration Number:	4368621	SOMETHING EXTRA TRY IT	
CORRESPONDENCE DATA			
Fax Number:	8004947512		
<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:	202-370-4750		
Email:	ipteam@nationalcorp.com		
Correspondent Name:	Darlena Bari Stark		
Address Line 1:	1025 Vermont Ave NW, Suite 1130		
Address Line 2:	National Corporate Research, Ltd.		
Address Line 4:	Washington, D.C. 20005		
ATTORNEY DOCKET NUMBER:	F155863		
NAME OF SUBMITTER:	ANDREW NASH		
SIGNATURE:	/ANDREW NASH/		
DATE SIGNED:	05/18/2015		

OP \$65.00 4387270

Total Attachments: 4

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**FIRST SUPPLEMENT TO
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS**

This FIRST SUPPLEMENT TO NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS (this "Supplement") is made as of the 18th day of May, 2015 by and among the Grantors party hereto (each a "Grantor" and collectively, the "Grantors") in favor of WELLS FARGO BANK, NATIONAL ASSOCIATION, as Agent (the "Agent").

WHEREAS, the Grantors executed and delivered a Notice of Grant of Security Interest in Trademarks dated July 9, 2012 and recorded on July 11, 2012 at Reel 4819, Frame 0692 (as amended of record from time to time, hereinafter, the "Grant"), pursuant to which the Grantor granted a continuing security interest in and continuing lien upon certain trademarks and trademark applications to the Agent for the ratable benefit of the holders of the Secured Obligations; and

WHEREAS, the Grantors have developed additional trademarks and desires to hereby confirm the grant of a continuing security interest in and continuing lien upon such additional trademarks to the Agent for the ratable benefit of the holders of the Secured Obligations.

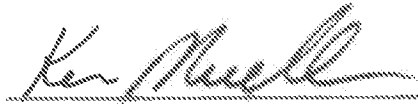
NOW, THEREFORE, in consideration of the mutual covenants herein contained and benefits to be derived herefrom, it is hereby agreed as follows:

1. Definitions. All capitalized terms herein and not otherwise defined shall have the same meaning herein as in the Grant.
2. Supplement to Schedule 1. Schedule 1 to the Grant is hereby supplemented, but not replaced, by Schedule 1-A annexed hereto. For the purposes of clarity, from and after the date hereof, Schedule 1 shall be deemed to include (i) the trademarks and trademark applications referenced on Schedule 1 as such Schedule 1 exists immediately prior to the date hereof, and (ii) the trademarks referenced on Schedule 1-A annexed hereto.
3. Miscellaneous:
 - a. Except as provided herein, all terms and conditions of the Grant remain in full force and effect. Each Grantor hereby ratifies, confirms and reaffirms all of the representations, warranties and covenants contained therein.
 - b. This Supplement and the Grant cover the entire understanding of the parties with respect to the matters set forth herein and supersede all prior discussions and negotiations hereon.

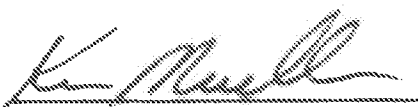
[signature pages follow]

IN WITNESS WHEREOF, the undersigned has executed this Supplement as of the date first written above.


RALEY'S, as a Grantor

By: 
Name: Kenneth Mueller
Title: Chief Financial Officer

RALEY'S TM INC., as a Grantor

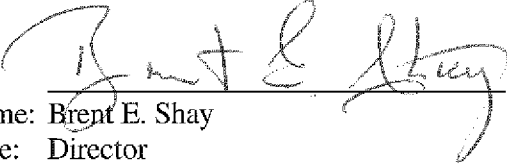
By: 
Name: Kenneth Mueller
Title: Chief Financial Officer

WAREHOUSE CONCEPTS, as a Grantor

By: 
Name: Kenneth Mueller
Title: Chief Financial Officer

Acknowledged and Accepted:

**WELLS FARGO BANK,
NATIONAL ASSOCIATION, as Agent**

By: 
Name: Brent E. Shay
Title: Director

Signature Page to First Supplement to Notice of Grant of Security Interest in Trademarks

**TRADEMARK
REEL: 005518 FRAME: 0693**

SCHEDULE 1-A

<u>Trademarks</u>	<u>Owner</u>	<u>Filing Date</u>	<u>Status</u>	<u>Registration No.</u>
SOMETHING EXTRA	Raley's TM, Inc.	11/30/12	Active	4387270
SOMETHING EXTRA TRY IT	Raley's TM, Inc.	01/11/13	Active	4368621

Schedule 1-A