

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM381561

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest in Trademarks		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
The Golub Corporation		04/07/2016	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bank of America, N.A. as Administrative Agent		
<b>Street Address:</b>	901 Main Street		
<b>Internal Address:</b>	Mail Code: TX1-492-14-06		
<b>City:</b>	Dallas		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	75202-3714		
<b>Entity Type:</b>	National Banking Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 15</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1148595	PRICE CHOPPER	
<b>Registration Number:</b>	1149164	PRICE CHOPPER	
<b>Registration Number:</b>	4847896	MARKET 32 BY PRICE CHOPPER	
<b>Registration Number:</b>	4758996	SATISFACTION GUARANTEED 100% BUTCHER'S P	
<b>Registration Number:</b>	4659675	BUTCHER'S PROMISE BY PRICE CHOPPER	
<b>Registration Number:</b>	4813906	MARKET 32	
<b>Registration Number:</b>	4863737	MARKET BISTRO BY CHOPPER	
<b>Registration Number:</b>	4863738	MARKET BISTRO BY PRICE CHOPPER	
<b>Registration Number:</b>	4331859	CORNER TO CORNER	
<b>Registration Number:</b>	4290061	PRICE CHOPPER LIMITED	
<b>Serial Number:</b>	86782906	PICS	
<b>Serial Number:</b>	86782908	PICS BY PRICE CHOPPER	
<b>Serial Number:</b>	86508296	MARKET 32 BY PRICE CHOPPER	
<b>Serial Number:</b>	86946704	MARKET 32 BY PRICE CHOPPER	
<b>Serial Number:</b>	86946700	MARKET 32 BY PRICE CHOPPER	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	9192868199		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent</i>			
<b>TRADEMARK</b>			

OP \$390.00 1148595

*using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

**Phone:** 919 286-8000  
**Email:** PTO\_TMconfirmation@mvalaw.com  
**Correspondent Name:** MOORE & VAN ALLEN PLLC  
**Address Line 1:** 3015 CARRINGTON MILL BOULEVARD  
**Address Line 2:** SUITE 400  
**Address Line 4:** MORRISVILLE, NORTH CAROLINA 27560

<b>ATTORNEY DOCKET NUMBER:</b>	017625.004870
<b>NAME OF SUBMITTER:</b>	John E. Slaughter
<b>SIGNATURE:</b>	/John E. Slaughter/
<b>DATE SIGNED:</b>	04/21/2016

**Total Attachments: 4**

source=NGSI-T The Golub Corporation to Bank of America, N.A. (Apr 7 2016)#page1.tif  
source=NGSI-T The Golub Corporation to Bank of America, N.A. (Apr 7 2016)#page2.tif  
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NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of April 7, 2016 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in and to the trademarks and trademark applications set forth on Schedule 1 hereto to the Administrative Agent for the ratable benefit of the holders of the Obligations.

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

[Signature pages follow]

Very truly yours,

THE GOLUB CORPORATION,  
a Delaware Corporation

By: 

Name: John J. Endres, Jr.

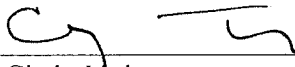
Title: Sr. Vice President Finance/CFO

NOTICE OF SECURITY INTEREST IN TRADEMARKS  
GOLUB CORPORATION

**TRADEMARK**  
**REEL: 005775 FRAME: 0734**

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By:  \_\_\_\_\_

Name: Cindy Jordan

Title: Assistant Vice President

Schedule 1

The Golub Corporation  
(Delaware Corporation)

U.S. Trademarks

Trademark Registrations

Mark	Reg. No.	Reg. Date
PRICE CHOPPER	1148595	03/24/81
PRICE CHOPPER	1149164	03/24/81
MARKET 32 BY PRICE CHOPPER and Design	4847896	11/03/15
BUTCHER'S PROMISE BY PRICE CHOPPER 100% SATISFACTION GUARANTEED and Design	4758996	06/23/15
BUTCHER'S PROMISE BY PRICE CHOPPER	4659675	12/23/14
MARKET 32	4813906	09/15/15
MARKET BISTRO BY PRICE CHOPPER and Design	4863737	12/01/15
MARKET BISTRO BY PRICE CHOPPER	4863738	12/01/15
CORNER TO CORNER	4331859	05/07/13
PRICE CHOPPER LIMITED	4290061	02/12/13

Trademark Applications

Mark	Appl. No.	Filing Date
PICS	86782906	10/09/15
PICS BY PRICE CHOPPER	86782908	10/09/15
MARKET 32 BY PRICE CHOPPER and Design	86508296	01/20/15
MARKET 32 BY PRICE CHOPPER (TRADE DRESS ON RIGHT)	86946704	03/21/16
MARKET 32 BY PRICE CHOPPER (TRADE DRESS ON LEFT)	86946700	03/21/16