

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM405772

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Associated Supermarket Group, LLC		11/16/2016	Limited Liability Company: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	A&E Supermarket Group, Inc.		
<b>Street Address:</b>	1380 Pennsylvania Avenue		
<b>City:</b>	Brooklyn		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	11239		
<b>Entity Type:</b>	Corporation: NEW YORK		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4791211	CITY FRESH	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>			
<b>Phone:</b>	2128730250		
<b>Email:</b>	bigel@bilawfirm.com		
<b>Correspondent Name:</b>	Brian Igel		
<b>Address Line 1:</b>	305 Madison Avenue, 40th Floor		
<b>Address Line 4:</b>	New York, NEW YORK 10165		
<b>NAME OF SUBMITTER:</b>	Brian Igel		
<b>SIGNATURE:</b>	/BI/		
<b>DATE SIGNED:</b>	11/16/2016		
<b>Total Attachments: 2</b>			
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source=A&E Assignment#page2.tif			

OP \$40.00 4791211

## TRADEMARK ASSIGNMENT

This Trademark Assignment ("Assignment") is made effective as of November 16, 2016, from Associated Supermarket Group, LLC, a New York limited liability company with an address of 99 Seaview Boulevard, Suite 360, Port Washington, NY 11050 ("ASSIGNOR"), to A&E Supermarket Group, Inc., a New York corporation with an address of 1380 Pennsylvania Avenue Brooklyn NY 11239 ("ASSIGNEE").

WHEREAS, ASSIGNOR is the owner of the trademark registration(s) and application(s) (collectively, the "Marks") listed in Exhibit A, attached hereto and incorporated by reference herein, together with the goodwill of the business symbolized thereby and all rights appurtenant thereto, including, without limitation, all common law rights, trade name rights, domain name rights, causes of action, and the right to recover for past infringement.

WHEREAS, ASSIGNOR desires to convey, transfer, assign, deliver, and contribute to ASSIGNEE all of its right, title, and interest in and to the Marks.

NOW, THEREFORE, for and in consideration of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

ASSIGNOR hereby conveys, transfers, assigns, delivers, and contributes to ASSIGNEE all of ASSIGNOR's right, title, and interest of whatever kind in and to the Marks, together with the goodwill of the business symbolized thereby.

ASSIGNEE acknowledges and agrees that Assignor is selling, assigning, transferring, and conveying whatever interest Assignor has or may have in the Acquired Rights, if any, without any representations or warranties of any kind except that the Mark is free and clear from liens or encumbrances.

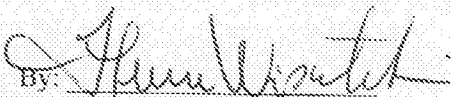
ASSIGNOR agrees to defend, indemnify and hold harmless ASSIGNEE from and against all third-party claims resulting from a breach of any representation or warranty contained in this Assignment. Subject to the immediately preceding sentence, ASSIGNEE agrees to defend, indemnify and hold harmless ASSIGNOR from and against all third-party claims resulting from matters relating to the use of the Marks.

ASSIGNOR further covenants that it will execute all documents, papers, forms and authorizations and take all other actions that may be necessary for securing, completing, or vesting in ASSIGNEE full right, title, and interest in and to the Marks.

IN WITNESS WHEREOF, the parties have duly executed this Assignment, as of November 16, 2016.

### ASSIGNOR

Associated Supermarket Group, LLC

By: 

Name: Zulema Wiscovitch

Title: Chief Administrative Officer

### ASSIGNEE

A&E Supermarket Group, Inc.

By: 

Name: Martin A. Espinal

Title: President

TRADEMARK

REEL: 005923 FRAME: 0188

EXHIBIT A

*List of Assigned Trademarks*

Registration Numbers:

Reg. Number	Word Mark
4791211	City Fresh