

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM465752

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	TERMINATION OF GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Wells Fargo Bank, National Association, as Administrative Agent		03/14/2018	National Banking Association: UNITED STATES
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BASHAS' INC.		
<b>Street Address:</b>	P.O. Box 488		
<b>City:</b>	Chandler		
<b>State/Country:</b>	ARIZONA		
<b>Postal Code:</b>	85244		
<b>Entity Type:</b>	Corporation: ARIZONA		
<b>PROPERTY NUMBERS Total: 17</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4055604	BASHAS' HEALTHSTYLES EAT SMART	
<b>Registration Number:</b>	3993185	YOUR ARIZONA HOMETOWN GROCER	
<b>Registration Number:</b>	3435643	AJ'S	
<b>Registration Number:</b>	3435612	AJ'S FINE FOODS	
<b>Registration Number:</b>	3815882		
<b>Registration Number:</b>	3202506	RIO RICO	
<b>Registration Number:</b>	2998765	DR. BASH	
<b>Registration Number:</b>	2985947	MOUNTAIN BASH	
<b>Registration Number:</b>	2162172	BASHAS'	
<b>Serial Number:</b>	85328916	FOOD, FAMILY & FUN	
<b>Serial Number:</b>	85265128	SUGAR SMART	
<b>Serial Number:</b>	85265109	CALCIUM SMART	
<b>Serial Number:</b>	85265147	FIBER SMART	
<b>Serial Number:</b>	85257033	BASHAS' HOMETOWN GROCER	
<b>Serial Number:</b>	85394584	EDDIE'S CHOICE	
<b>Serial Number:</b>	85298063	PICK 5	
<b>Serial Number:</b>	85329119	SAVINGS LOCK	

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**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.*

**Phone:** 800-494-5225**Email:** ipteam@cogencyglobal.com**Correspondent Name:** Stewart Walsh**Address Line 1:** 1025 Vermont Ave NW, Suite 1130**Address Line 2:** Cogency Global Inc.**Address Line 4:** Washington, D.C. 20005

<b>ATTORNEY DOCKET NUMBER:</b>	F176002 TM REL 5383/0234
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<b>NAME OF SUBMITTER:</b>	Andrew Nash
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<b>SIGNATURE:</b>	/Andrew Nash/
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<b>DATE SIGNED:</b>	03/15/2018
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**Total Attachments: 3**

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TERMINATION OF GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

March 14, 2018

WHEREAS, BASHAS' INC., an Arizona corporation (the "Grantor") has granted to GA CAPITAL, LLC, in its capacity as administrative agent and collateral agent for certain credit parties under the Agreement referred to below (in such capacity, the "Original Grantee"), a continuing security interest (the "Security Interest") in (i) Grantor's right, title and interest in, to and under the trademarks, trademark registrations and trademark applications (the "Marks") set forth on Exhibit A attached hereto, (ii) all proceeds and products of the Marks, (iii) the goodwill of the business with which the Marks are associated, and (iv) all causes of action arising prior to or after the date of the Agreement for infringement of any of the Marks or unfair competition regarding the same (the foregoing, collectively, the "Collateral"), pursuant to, among other things, a certain Grant of Security Interest in United States Trademarks, dated as of December 28, 2011 (as amended, amended and restated, supplemented or otherwise modified and in effect from time to time, the "Agreement"), which was filed at the United States Patent and Trademark Office on January 4, 2012 and recorded on Reel 4691, Frame 0570; and

WHEREAS, the Original Grantee assigned the Security Interest to WELLS FARGO BANK, NATIONAL ASSOCIATION, in its capacity as administrative agent and collateral agent for certain credit parties (the "Successor Grantee") under the Assignment and Assumption of Grant of Security Interest in United States Trademarks, dated as of October 8, 2014, which was filed at the United States Patent and Trademark Office on October 17, 2014 and recorded on Reel 5383, Frame 0234; and


WHEREAS, Successor Grantee has agreed to terminate the Security Interest.

NOW, THEREFORE, Successor Grantee hereby releases, discharges, waives and relinquishes all its rights, powers, privileges and remedies with respect to the Security Interest, and reassigns to Grantor any and all interest in the Collateral, including, without limitation, the Marks set forth on Exhibit A attached hereto, and the goodwill of the business with which the Marks are associated. Successor Grantee agrees that, upon request of Grantor or any successor-in-interest or assignee thereof, and at Grantor's sole cost and expense, Successor Grantee will execute any document, cause to be made any filing or take any other action deemed reasonably necessary or advisable by Grantor, or any successor-in-interest or assignee thereof, to effectuate the release of interests contemplated herein.

[Signature page follows]

IN WITNESS WHEREOF, the Successor Grantee, by signature below of its duly authorized representative, agrees to be bound by the provisions of this Termination of Grant of Security Interest in United States Trademarks as of the date above first written.

WELLS FARGO BANK, NATIONAL ASSOCIATION,  
as Successor Grantee

  
By: \_\_\_\_\_  
Name: Wai Y. Cheng  
Title: Authorized Signatory

[Signature Page to Termination of Grant of Security Interest in United States Trademarks]

**TRADEMARK**  
**REEL: 006292 FRAME: 0459**

Exhibit A

<u>MARK</u>	<u>REGISTRATION NUMBER/SERIAL NUMBER</u>	<u>REGISTRATION DATE/FILING DATE</u>
BASHAS' HEALTHSTYLES EAT SMART	4055604	12/15/2011
FOOD, FAMILY & FUN	85328916	05/24/2011
Sugar Smart	85265128	03/11/2011
Calcium Smart	85265109	03/11/2011
Fiber Smart	85265147	03/11/2011
Bashas' Hometown Grocer	85257033	08/30/2011
EDDIE'S CHOICE	85394584	08/10/2011
PICK 5	85298063	04/18/2011
Your Arizona Hometown grocer	3993185	11/19/2010
SAVINGS LOCK	85329119	05/24/2011
AJ's	3435643	05/27/2008
AJ's FINE FOODS	3435612	03/11/2008
"Pilon" (Sensory Mark)	3815882	07/06/2010
RIO RICO	3202506	01/23/2007
DR. BASH	2998765	09/14/2004
MOUNTAIN BASH	2985947	08/16/2005
BASHAS'	2162172	06/02/1998