

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM494977

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Wells Fargo Bank, National Association		10/22/2018	National Banking Association: UNITED STATES
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	SFW Licensing Corp.		
<b>Street Address:</b>	11840 Valley View Road		
<b>City:</b>	Eden Prairie		
<b>State/Country:</b>	MINNESOTA		
<b>Postal Code:</b>	55344		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1305515	SHOPPERS FOOD WAREHOUSE	
<b>Registration Number:</b>	1543972	SHOPPERS	
<b>Registration Number:</b>	3069978	COLOSSAL DONUTS	
<b>Registration Number:</b>	3315520	SHOPPERS PHARMACY	
<b>Registration Number:</b>	3129223	SHOPPERS FOOD & PHARMACY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2127352000		
<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>	212.735.5117		
<b>Email:</b>	francine.waldbaum@skadden.com		
<b>Correspondent Name:</b>	Skadden, Arps, Slate, Meagher & Flom LLP		
<b>Address Line 1:</b>	Four Times Square		
<b>Address Line 2:</b>	Francine Waldbaum		
<b>Address Line 4:</b>	New York, NEW YORK 10036		
<b>ATTORNEY DOCKET NUMBER:</b>	214070/2		
<b>NAME OF SUBMITTER:</b>	Shaya Afshar		
<b>SIGNATURE:</b>	/Shaya Afshar/		
<b>DATE SIGNED:</b>	10/22/2018		

CH \$140.00 1305515

**Total Attachments: 10**

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[Execution]

RELEASE OF SECURITY INTEREST IN TRADEMARKS

WHEREAS, SFW LICENSING CORP., a Delaware corporation ("Debtor"), granted a security interest in and lien upon certain trademarks and related rights to Wells Fargo Bank, National Association, in its capacity as administrative agent (in such capacity, "Secured Party") as set forth in the Grant of Security Interest in United States Trademarks, dated as of August 30, 2012, between Debtor and Secured Party (the "Trademark Security Agreement");

WHEREAS, an executed copy of the Trademark Security Agreement was recorded in the United States Patent and Trademark Office on October 26, 2012, at Reel 4893, Frame 0587;

WHEREAS, Debtor has requested that Secured Party release and reassign its interest in the trademarks granted in the Trademark Security Agreement, including the trademarks more fully identified in Schedule A annexed hereto and made a part hereof, together with the goodwill of the business symbolized thereby;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Secured Party hereby:

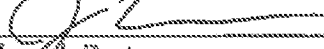
1. Releases and reassigns to Debtor any and all security interests of Secured Party pursuant to the Trademark Security Agreement including any and all security interests in (a) all of the Debtor's right, title and interest in, to and under to the United States trademarks, tradenames, trade styles and service marks and all trademark registrations and use-based trademark applications and recordings (the "Marks") set forth on Schedule A attached hereto, (b) all rights and privileges arising under applicable law with respect to Debtor's use of any Marks, and all reissues, extensions, continuation and renewals thereof, (c) all prints and labels on which any Marks have appeared or will appear, and all designs and general intangibles of a like nature; (d) the goodwill of the business symbolized by each of the Marks, including, without limitation, all customer lists and other records relating to the distribution of products or services bearing the Marks, and (e) all rights corresponding thereto; and

2. Authorizes and requests that the United States Patent and Trademark Office note and record the existence of the release hereby given.

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IN WITNESS WHEREOF, Secured Party has caused this Release of Security Interest in Trademarks to be executed by its duly authorized corporate officer this 2<sup>nd</sup> of October, 2018.

WELLS FARGO BANK, NATIONAL ASSOCIATION

By:   
Name: Joseph Burt  
Title: Authorized Officer

[Trademark Release -- SFW Licensing (SVU)]

**TRADEMARK**  
**REEL: 006463 FRAME: 0421**

SCHEDULE A  
TO  
RELEASE OF SECURITY INTEREST IN TRADEMARKS  
LIST OF TRADEMARKS AND TRADEMARK APPLICATIONS

See Attached



UNITED STATES PATENT AND TRADEMARK OFFICE

Under Secretary of Commerce for Intellectual Property and  
Director of the United States Patent and Trademark Office

NOVEMBER 6, 2012

PTAS

SUSAN O'BRIEN  
CT LIEN SOLUTIONS  
187 WOLF ROAD, SUITE 101  
ALBANY, NY 12206

700495458

UNITED STATES PATENT AND TRADEMARK OFFICE  
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT RECORDATION BRANCH OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE ASSIGNMENT RECORDATION BRANCH AT 571-272-3350. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, MAIL STOP: ASSIGNMENT RECORDATION BRANCH, P.O. BOX 1450, ALEXANDRIA, VA 22313.

RECORDATION DATE: 10/26/2012

REEL/FRAME: 4893/0587  
NUMBER OF PAGES: 5

BRIEF: SECURITY INTEREST

ASSIGNOR:  
SPW LICENSING CORP.

DOC DATE: 08/30/2012  
CITIZENSHIP: DELAWARE  
ENTITY: CORPORATION

ASSIGNEE:  
WELLS FARGO BANK, NATIONAL  
ASSOCIATION  
ONE BOSTON PLACE, 18TH FLOOR  
BOSTON, MASSACHUSETTS 02108

CITIZENSHIP: UNITED STATES  
ENTITY: ASSOCIATION

SERIAL NUMBER: 73456904  
REGISTRATION NUMBER: 1305515  
MARK: SHOPPERS FOOD WAREHOUSE  
DRAWING TYPE: TYPESET WORD(S) /LETTER(S) /NUMBER(S)

FILING DATE: 12/13/1983  
REGISTRATION DATE: 11/13/1984

SERIAL NUMBER: 73733419  
REGISTRATION NUMBER: 1543972  
MARK: SHOPPERS  
DRAWING TYPE: TYPESET WORD(S) /LETTER(S) /NUMBER(S)

FILING DATE: 06/10/1988  
REGISTRATION DATE: 06/13/1989

SERIAL NUMBER: 76634444  
REGISTRATION NUMBER: 3069978  
MARK: COLOSSAL DONUTS  
DRAWING TYPE: STANDARD CHARACTER MARK

FILING DATE: 03/28/2005  
REGISTRATION DATE: 03/21/2006

SERIAL NUMBER: 77013280  
REGISTRATION NUMBER: 3315520  
MARK: SHOPPERS PHARMACY  
DRAWING TYPE: STANDARD CHARACTER MARK

FILING DATE: 10/04/2006  
REGISTRATION DATE: 10/23/2007

SERIAL NUMBER: 78659594  
REGISTRATION NUMBER: 3129223  
MARK: SHOPPERS FOOD & PHARMACY  
DRAWING TYPE: STANDARD CHARACTER MARK

FILING DATE: 06/28/2005  
REGISTRATION DATE: 08/15/2006

ASSIGNMENT RECORDATION BRANCH  
PUBLIC RECORDS DIVISION





GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, SFW LICENSING CORP., a Delaware corporation (the "Grantor"), hereby grants to WELLS FARGO BANK, NATIONAL ASSOCIATION, in its capacity as administrative agent (in such capacity, the "Grantee"), a continuing security interest in (a) all of the Grantor's right, title and interest in, to and under to the United States trademarks, tradenames, trade styles and service marks and all trademark registrations and use-based trademark applications and recordings (the "Marks") set forth on Schedule A attached hereto, (b) all rights and privileges arising under applicable law with respect to Grantor's use of any Marks, and all reissues, extensions, continuation and renewals thereof, (c) all prints and labels on which any Marks have appeared or will appear, and all designs and general intangibles of a like nature; (d) the goodwill of the business symbolized by each of the Marks, including, without limitation, all customer lists and other records relating to the distribution of products or services bearing the Marks, and (e) all rights corresponding thereto.

THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Security Agreement by, among others, the Grantor and the Grantee, dated as of August 30, 2012 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 30<sup>th</sup> day of  
August, 2012.

SFW LICENSING CORP., as Grantor

By: Sherry M. Smith  
Name: Sherry M. Smith  
Title: Vice President

Grant of Security Interest (Trademarks) - SFW Licensing Corp.

**TRADEMARK**  
**REEL: 006463 FRAME: 0427**

WELLS FARGO BANK, NATIONAL  
ASSOCIATION, as Grantee

By: 

Name: William Chan

Title: Director

*Grant of Security Interest (Trademarks) - SFW Licensing Corp.*

**TRADEMARK**  
**REEL: 006463 FRAME: 0428**

SCHEDULE A

Mark	Owner	Status	Registration/ Application No.	Registration/File Date
Shoppers Food & Pharmacy	SFW Licensing Corp.	Registered/ Active	3129223	Aug 15 2006
COLOSSAL DONUTS	SFW Licensing Corp.	Registered/ Active	3069978	Mar 21 2006
Shoppers	SFW Licensing Corp.	Registered/ Active	1543972	Jun 13 1989
Shoppers Food Warehouse	SFW Licensing Corp.	Registered/ Active	1305515	Nov 13 1984
Shoppers Pharmacy	SFW Licensing Corp.	Registered/ Active	3315520	Oct 23 2007