

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM501391

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		11/19/2018	National Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Tops Markets, LLC
Street Address:	1760 Wehrle Drive
City:	Williamsville
State/Country:	NEW YORK
Postal Code:	14221
Entity Type:	Limited Liability Company: NEW YORK
Name:	Tops PT, LLC
Street Address:	1760 Wehrle Drive
City:	Williamsville
State/Country:	NEW YORK
Postal Code:	14221
Entity Type:	Limited Liability Company: NEW YORK

PROPERTY NUMBERS Total: 47

Property Type	Number	Word Mark
Registration Number:	1047798	BAKER'S OVEN
Registration Number:	0922571	B-KWIK
Registration Number:	0991019	
Registration Number:	3602029	NYGROWN FRESH PICKED FOR TOPS
Registration Number:	3907824	NY/PA GROWN FRESH PICKED FOR TOPS
Registration Number:	3993400	TOPS YOUR NEIGHBORHOOD STORE WITH MORE
Registration Number:	4142117	TOPS E-BONUS SAVER
Registration Number:	4142759	TOPS GASPOINTS
Registration Number:	4243364	TOPS COUPON CENTRAL
Registration Number:	4231348	TOPS BONUS PLUS
Registration Number:	4415615	ORCHARD FRESH
Registration Number:	4362323	GLOUCESTER PIER SEAFOOD CO.
Registration Number:	2529733	THE SAVINGS CART

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3858371	TOPSMART
Registration Number:	4028330	TOPS GAS BONUSPOINTS
Registration Number:	3001996	TOPS
Registration Number:	3446451	TOPS
Registration Number:	2856078	TOPS
Registration Number:	2963913	TOPS
Registration Number:	2326658	TOPS
Registration Number:	2326652	TOPS
Registration Number:	1465722	TOPS
Registration Number:	1433101	TOPS
Registration Number:	0763677	TOPS
Registration Number:	1094076	TOPS FRIENDLY MARKETS
Registration Number:	1499050	TOPS NEVER STOPS
Registration Number:	2551177	TOPS XPRESS
Registration Number:	5007457	TOPS
Registration Number:	4778737	TOPS BUSINESS PLUS
Registration Number:	4435683	ORCHARDFRESH TASTEFULLY DONE
Registration Number:	3929019	TOPSTIPS
Registration Number:	5507103	E-BONUS SAVER
Registration Number:	557127	FINAST
Registration Number:	959600	FINAST
Registration Number:	3951305	TOPSMART
Registration Number:	0981376	BIG BEAR
Registration Number:	3636274	BIG SMILES. FRESH FOOD. LOW PRICES.
Registration Number:	2540369	GARDEN FRESH PRODUCE NOW THAT'S FRESH!
Registration Number:	2588134	GLOUCESTER PIER
Registration Number:	1217929	BIG BEAR
Registration Number:	1577082	P&C
Registration Number:	2021018	P&C FOODS
Registration Number:	1693854	P&C
Registration Number:	2522584	GOLD LABEL
Registration Number:	2547294	BAKERY FRESH NOW THAT'S FRESH!
Registration Number:	2996879	PERFECT CHOICE
Registration Number:	739090	P & C

CORRESPONDENCE DATA

Fax Number: 6179518736

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.

TRADEMARK

REEL: 006550 FRAME: 0884

Phone: 6173417729
Email: katarzyna.gaysunas@morganlewis.com
Correspondent Name: Katarzyna Gaysunas
Address Line 1: 1 Federal Street
Address Line 2: c/o Morgan, Lewis & Bockius LLP
Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:	Katarzyna Gaysunas
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SIGNATURE:	/Katarzyna Gaysunas/
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DATE SIGNED:	12/10/2018
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Total Attachments: 4

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RELEASE OF SECURITY INTEREST IN TRADEMARKS

WHEREAS, Tops Markets, LLC and Tops PT, LLC (collectively, jointly and severally, the “Grantors” and each individual, the “Grantor”) granted a security interest in and lien upon certain Marks (as defined in the Trademark Agreement referred to below), Trademark Collateral (as defined in the Trademark Agreement) and related rights to Bank of America, N.A. (“Agent”), as set forth in that certain (a) Trademark Security Agreement dated October 9, 2009 in favor of the Agent (the “2009 Trademark Agreement”), (b) Notice of Grant of Security Interest in U.S. Trademarks dated as of January 29, 2010 in favor of the Agent (the “2010 Trademark Agreement”) and (c) Grant of Security Interest in United States Trademarks by and between the Grantors and the Agent dated December 14, 2012 in favor of the Agent, (the “2012 Trademark Agreement”, and together with the 2009 Trademark Agreement and the 2010 Trademark Agreement, the “Existing Trademark Agreement”), as supplemented pursuant to that certain (i) Supplement to Trademark Security Agreement as of December 30, 2016 in favor of the Agent (the “2016 Trademark Supplement”) and (ii) Supplement to Trademark Security Agreement as of February 23, 2018 in favor of the Agent (the “2018 Trademark Supplement”, and the Existing Trademark Agreement as supplement by the 2016 Trademark Supplement and the 2018 Trademark Supplement, collectively, the “Trademark Agreement”); and

WHEREAS, the 2009 Trademark Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office (the “USPTO”) on October 21, 2009 at Reel 4082, Frame 0633; the 2010 Trademark Agreement was recorded in the USPTO on February 3, 2010 at Reel 4143 and Frame 0020; the 2012 Trademark Agreement was recorded in the USPTO on December, 17 2012 at Reel 4920, Frame 0581; the 2016 Trademark Supplement was recorded in the USPTO on January 3, 2017 at Reel 5954, Frame 0948; and the 2018 Trademark Supplement was recorded in the USPTO on July 3, 2018 at Reel 6278, Frame 0023.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Agent hereby:

1. releases and reassigns to Grantors any and all liens, security interests, right, title and interest of the Agent pursuant to the Trademark Agreement in all of the Marks and Trademark Collateral, including, but not limited to, those more fully identified in Schedule A annexed hereto and made a part hereof, together with the goodwill of the business symbolized thereby, without recourse or representation or warranty, express or implied, of any kind;
2. agrees that any power of attorney or similar rights granted by Grantors to the Agent pursuant to or in connection with the Trademark Agreement is terminated; and
3. authorizes and requests that the United States Patent and Trademark Office note and record the existence of the release hereby given.

IN WITNESS WHEREOF, the Agent has caused this Release of Security Interest in Trademarks to be executed by its duly authorized corporate officer as of November 19, 2018.

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IN WITNESS WHEREOF, the undersigned has executed this Agreement by its duly authorized officer as of the date first above written.

AGENT:

BANK OF AMERICA, N.A.

By: 
Name: Matthew Potter
Title: Senior Vice President

SCHEDULE A
TO
RELEASE OF SECURITY INTEREST IN TRADEMARKS

U.S. Trademarks and Applications for Registration

Grantor	Registration No.	Trademark
Tops Markets, LLC	1047798	BAKER'S OVEN
Tops Markets, LLC	0922571	B-KWIK
Tops Markets, LLC	0991019	Design only
Tops Markets, LLC	3602029	NYGROWN FRESH PICKED FOR TOPS
Tops Markets, LLC	3907824	NY/PA GROWN FRESH PICKED FOR TOPS
Tops Markets, LLC	3993400	TOPS YOUR NEIGHBORHOOD STORE WITH MORE
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Tops Markets, LLC	2856078	TOPS
Tops Markets, LLC	2963913	TOPS
Tops Markets, LLC	2326658	TOPS
Tops Markets, LLC	2326652	TOPS
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Tops Markets, LLC	1433101	TOPS
Tops Markets, LLC	0763677	TOPS
Tops Markets, LLC	1094076	TOPS FRIENDLY MARKETS
Tops Markets, LLC	1499050	TOPS NEVER STOPS
Tops Markets, LLC	2551177	TOPS XPRESS

Tops Markets, LLC	5007457	TOPS
Tops Markets, LLC	4778737	TOPS BUSINESS PLUS
Tops Markets, LLC	4435683	ORCHARDFRESH TASTEFULLY DONE
Tops Markets, LLC	3929019	TOPSTIPS
Tops Markets, LLC	5507103	E-BONUS SAVER
Tops Markets, LLC	557127	FINAST
Tops Markets, LLC	959600	FINAST
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Tops PT, LLC	2021018	P&C FOODS
Tops PT, LLC	1693854	P&C FOOD MARKETS, INC.
Tops PT, LLC	2522584	GOLD LABEL
Tops PT, LLC	2547294	BAKERY FRESH NOW THAT'S FRESH!
Tops PT, LLC	2996879	PERFECT CHOICE
Tops PT, LLC	739090	P & C