

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM559528

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
VPS Convenience Store Group, LLC		01/24/2020	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	GPM WOC HOLDCO, LLC		
Street Address:	8565 Magellan Pkwy Suite 400		
City:	Richmond		
State/Country:	VIRGINIA		
Postal Code:	23227		
Entity Type:	Limited Liability Company: DELAWARE		
Name:	WOC SOUTHEAST HOLDING CORP.		
Street Address:	8565 Magellan Pkwy Suite 400		
City:	Richmond		
State/Country:	VIRGINIA		
Postal Code:	23227		
Entity Type:	Corporation: DELAWARE		
Name:	VILLAGE PANTRIES MERGER SUB, LLC		
Street Address:	8565 Magellan Pkwy Suite 400		
City:	Richmond		
State/Country:	VIRGINIA		
Postal Code:	23227		
Entity Type:	Limited Liability Company: DELAWARE		
Name:	VILLAGE PANTRY SPECIALTY HOLDINGS, LLC		
Street Address:	8565 Magellan Pkwy Suite 400		
City:	Richmond		
State/Country:	VIRGINIA		
Postal Code:	23227		
Entity Type:	Limited Liability Company: DELAWARE		
Name:	MARSH VILLAGE PANTRIES, LLC		
Street Address:	8565 Magellan Pkwy Suite 400		
City:	Richmond		

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State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: INDIANA
Name:	VILLAGE PANTRY, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: INDIANA
Name:	MUNDY REALTY, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: INDIANA
Name:	VIVA PANTRY & PETRO OPERATIONS, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE
Name:	VILLAGE VARIETY STORE OPERATIONS, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE
Name:	NEXT DOOR GROUP, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE
Name:	PANTRY PROPERTY, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: INDIANA

TRADEMARK

REEL: 006850 FRAME: 0181

Name:	NEXT DOOR RE PROPERTY, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE
Name:	NEXT DOOR OPERATIONS, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE
Name:	WORSLEY OPERATING COMPANY, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: NORTH CAROLINA
Name:	LSF5 CAVALIER INVESTMENTS, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE
Name:	WOCSC, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: SOUTH CAROLINA
Name:	PALM FOOD STORES, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE
Name:	VIRGINIA OIL COMPANY, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond

TRADEMARK

REEL: 006850 FRAME: 0182

State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE
Name:	GPM 1, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE
Name:	GPM 2, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE
Name:	GPM 3, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE
Name:	GPM 4, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE
Name:	GPM 5, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE
Name:	GPM 6, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE

TRADEMARK

REEL: 006850 FRAME: 0183

Name:	GPM 8, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE
Name:	GPM 9, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE
Name:	GPM SOUTHEAST, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE
Name:	GPM TRANSPORTATION, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE
Name:	E CIG LICENSING, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE
Name:	GPM MIDWEST, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE
Name:	COLONIAL PANTRY HOLDINGS, LLC
Street Address:	8565 Magellan Pkwy Suite 400
City:	Richmond

TRADEMARK

REEL: 006850 FRAME: 0184

State/Country:	VIRGINIA
Postal Code:	23227
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 27

Property Type	Number	Word Mark
Serial Number:	73248301	VILLAGE PANTRY
Serial Number:	73041939	VILLAGE PANTRY
Serial Number:	77495440	VARIETY IS EVERYTHING
Serial Number:	77889198	BEAN BROTHERS
Serial Number:	76530547	VP.
Serial Number:	73419369	VILLAGE PANTRY
Serial Number:	78702400	VP VILLAGE PANTRY
Serial Number:	72279402	VILLAGE PANTRY
Serial Number:	77922623	THIRST STOP
Serial Number:	74011670	THANK\$ A LOTTERY
Serial Number:	73762182	MUG-A-LUG
Registration Number:	4020003	VPS CONVENIENCE STORE GROUP
Registration Number:	2995521	CIGARETTE CITY
Registration Number:	3494476	SCOTCHMAN
Registration Number:	3494477	SCOTCHMAN YOUR GOOD NEIGHBOR STORE
Registration Number:	3494478	SCOTCHMAN STORES
Registration Number:	4512986	QUICK & EASY EVERYDAY SHOP & CAFE
Registration Number:	3548975	VIRGINIA OIL COMPANY
Registration Number:	3805131	CW'S COFFEE COMPANY
Registration Number:	3812391	CW'S COFFEE COMPANY
Registration Number:	4594790	CAROLINAPETRO
Serial Number:	86146822	ELITE ELECTRONIC
Serial Number:	86146838	E
Serial Number:	86358509	E VAPORS
Serial Number:	86358506	E ELECTRONICS
Serial Number:	86358486	E LIQUIDS
Serial Number:	86361044	THE ELITE EVAPING EXPERIENCE

CORRESPONDENCE DATA

Fax Number: 6785534779

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: 6785534778

Email: atltrademark@gtlaw.com

Correspondent Name: Joel R. Feldman
Address Line 1: 3333 Piedmont Road NE, Suite 2500
Address Line 2: Greenberg Traurig, LLP
Address Line 4: Atlanta, GEORGIA 30305

ATTORNEY DOCKET NUMBER: 140344.020000

NAME OF SUBMITTER: Joel R. Feldman

SIGNATURE: /jrf/

DATE SIGNED: 01/29/2020

Total Attachments: 5

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TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS** (this "Termination and Release"), dated as of January 24, 2020, is made by, **VPS CONVENIENCE STORE GROUP, LLC**, a Delaware limited liability company (the "Lender"), in favor of the Grantors listed on Schedule I hereof (collectively, the "Grantors" and each, individually, a "Grantor"). Unless otherwise defined herein, capitalized terms used in this Termination and Release shall have the meanings assigned to such terms in the Pledge and Security Agreement (as defined below).

WHEREAS, the Grantors and the Lender entered into that certain Trademark Security Agreement, dated as of June 3, 2015 (the "Trademark Security Agreement"), recorded at (i) Reel 5546, Frame 0559 in the Trademark Division of the United States Patent and Trademark Office (the "USPTO") on June 5, 2015 and (ii) Reel 5555, Frame 0021 in the Trademark Division of the USPTO on June 16, 2015;

WHEREAS, pursuant to that certain Pledge Agreement and Security Agreement, dated as of June 3, 2015 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Security Agreement"), by and among the "Grantors" party thereto from time to time and the Lender and (ii) the Trademark Security Agreement, the Grantors pledged and granted to the Lender a security interest in and continuing lien on all of the Grantors' right, title and interest in, to and under the Trademarks, including those trademarks and trademark applications listed on Exhibit A attached hereto;

WHEREAS, the Lender has agreed to terminate, release and discharge its security interest and lien on all of the Trademarks.


NOW, THEREFORE, for good and valuable consideration, including the satisfaction of all obligations, indebtedness and liabilities of the Grantors secured by the Trademarks pursuant to the Security Agreement and the Trademark Security Agreement, the receipt and sufficiency of which are hereby acknowledged, the Lender hereby agrees as follows:

1. The Lender hereby terminates, releases and discharges all of its mortgages, liens, and security interests in all of the Grantors' right, title and interest in, to and under the Trademarks and hereby reassigns any and all such right, title and interest (if any) that the Lender may have in the Trademarks to the Grantors.

2. The Lender authorizes and requests that the United States Commissioner of Patents and Trademarks and any other applicable officer in any successor office or any similar office in any other country record this Termination.

3. **THIS TERMINATION AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES UNDER THIS TERMINATION SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAW OF THE STATE OF NEW YORK, WITHOUT REGARD TO CONFLICTS OF LAW PRINCIPLES THAT WOULD REQUIRE THE APPLICATION OF THE LAWS OF ANOTHER JURISDICTION.**

VPS CONVENIENCE STORE GROUP, LLC

By: 
Maury Bricks, General Counsel, GPM
Investments, LLC
Attorney-In-Fact (as authorized by Letter
Agreement dated September 20, 2019)

SCHEDULE I

List of Grantors

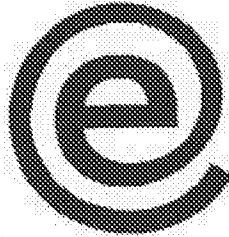
GPM WOC HOLDCO, LLC
WOC SOUTHEAST HOLDING CORP.
VILLAGE PANTRIES MERGER SUB, LLC
VILLAGE PANTRY SPECIALTY HOLDINGS, LLC
MARSH VILLAGE PANTRIES, LLC
VILLAGE PANTRY, LLC
MUNDY REALTY, LLC
VIVA PANTRY & PETRO OPERATIONS, LLC
VILLAGE VARIETY STORE OPERATIONS, LLC
NEXT DOOR GROUP, LLC
PANTRY PROPERTY, LLC
NEXT DOOR RE PROPERTY, LLC
NEXT DOOR OPERATIONS, LLC
WORSLEY OPERATING COMPANY, LLC
LSF5 CAVALIER INVESTMENTS, LLC
WOCSC, LLC
PALM FOOD STORES, LLC
VIRGINIA OIL COMPANY, LLC
GPM 1, LLC
GPM 2, LLC
GPM 3, LLC
GPM 4, LLC
GPM 5, LLC
GPM 6, LLC
GPM 8, LLC
GPM 9, LLC
GPM SOUTHEAST, LLC
GPM TRANSPORTATION, LLC
E CIG LICENSING, LLC
GPM MIDWEST, LLC
COLONIAL PANTRY HOLDINGS, LLC

EXHIBIT A

TRADEMARK REGISTRATIONS

TRADEMARK NAME	SERIAL #	OWNER	STATUS
VILLAGE PANTRY (Convenience Type Food Store)	File No. 5006- 980 (IN)	Village Pantry, LLC	Current
VILLAGE PANTRY (Retail Grocery Store Services)	73/248,301	Village Pantry, LLC	Current
VILLAGE PANTRY (Party Ice)	73/041,939	Village Pantry, LLC	Current
VARIETY IS EVERYTHING	77/495,440	Village Pantry, LLC	Current
BEAN BROTHERS	77/889,198	Village Pantry, LLC	Current
VP Stylized mark	76/530,547	Village Pantry, LLC	Current
VILLAGE PANTRY & DESIGN (triangle with boy & dog)	73/419,369	Village Pantry, LLC	Current
VP LOGO	78/702,400	Village Pantry, LLC	Current
VILLAGE PANTRY & DESIGN (triangle)	72/279,402	Village Pantry, LLC	Current
THIRST STOP	77/922,623	Village Pantry, LLC	Current
THANKS A LOTTERY	74/011,670	Village Pantry, LLC	Current
MUG-A-LUG	73/762,182	Village Pantry, LLC	Current
VPS CONVENIENCE STORE GROUP	4,020,003	Worsley Operating Company, LLC	Current
CIGARETTE CITY	S.N. 76440826 Reg. No. 2995521	GPM Southeast, LLC	Current
SCOTCHMAN	S.N. 76687138 Reg. No. 3494476	GPM Southeast, LLC	Current
SCOTCHMAN, YOUR GOOD NEIGHBOR STORE (& Design)	S.N. 76687139 Reg. No. 3494477	GPM Southeast, LLC	Current
SCOTCHMAN STORES	S.N. 76687140 Reg. No. 3494478	GPM Southeast, LLC	Current
QUICK & EASY EVERYDAY SHOP & CAFÉ (and design)	S.N. 76714497 Reg. No. 4512986	GPM Southeast, LLC	Current
VIRGINIA OIL COMPANY	S.N. 77288036 Reg. No. 3548975	GPM Southeast, LLC	Current
CW'S COFFEE COMPANY	S.N.s 76686359, 76698254 Reg. Nos. 3805131; 3812391	GPM Southeast, LLC	Current

Carolina Petro	s.n. 76714633 Reg. no. 4594790	GPM Southeast, LLC	current
Elite Electronic	s.n. 86146822	E Cig Licensing, LLC	Filed
	s.n. 86146838	E Cig Licensing, LLC	Filed



design

Carolina Petro	s.n. 76714633 Reg. no. 4594790	GPM Southeast, LLC	Current
E Vapors	s.n. 86358509	E Cig Licensing, LLC	Filed
E Electronics	s.n. 86358506	E Cig Licensing, LLC	Filed
E Liquids	s.n. 86358486	E Cig Licensing, LLC	Filed
The Elite Evaping Experience	s.n. 86361044	E Cig Licensing, LLC	Filed