

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM661699

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Release of Supplement No. 1 To First Lien Term Loan Trademark Security Agreement		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Morgan Stanley Senior Funding, Inc.		07/20/2021	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Smart & Final Stores, LLC		
<b>Street Address:</b>	600 Citadel Drive		
<b>City:</b>	Commerce		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90040		
<b>Entity Type:</b>	Limited Liability Company: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 26</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4589694	CULINARY CONCEPTS	
<b>Serial Number:</b>	86638519	&	
<b>Serial Number:</b>	86638523	&	
<b>Registration Number:</b>	4507903	DOWNTOWN GRIND	
<b>Serial Number:</b>	87049310	FIRST STREET QUALITY SINCE 1871 SPARKLIN	
<b>Serial Number:</b>	86747283	FIRST STREET SPARKLING GLACIER	
<b>Serial Number:</b>	86826549	IRIS	
<b>Serial Number:</b>	86826552	IRIS	
<b>Serial Number:</b>	86826551	IRIS	
<b>Registration Number:</b>	4451396	IRIS	
<b>Registration Number:</b>	4454491	IRIS	
<b>Registration Number:</b>	4877749	NOTHING BUT NATURE INSIDE	
<b>Registration Number:</b>	4936914	SMART & FINAL	
<b>Serial Number:</b>	86380097	STOCKED FOR YOUR LIFE	
<b>Registration Number:</b>	5049474	SUN HARVEST	
<b>Registration Number:</b>	3967921	SUN HARVEST	
<b>Registration Number:</b>	3803740	SUN HARVEST	
<b>Registration Number:</b>	3768225	SUN HARVEST	

CH \$665.00 4589694

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3816122	SUN HARVEST
Registration Number:	3861329	SUN HARVEST
Registration Number:	3861330	SUN HARVEST
Registration Number:	3861331	SUN HARVEST
Registration Number:	3827016	TRUST SUN HARVEST FOR LIFE
Registration Number:	5015941	WAREHOUSE & MARKET. FRIEND & NEIGHBOR
Registration Number:	4540792	WAREHOUSE PRICES BIG & SMALL SIZES
Registration Number:	4770370	YOUR LIFE WELL SPENT

#### CORRESPONDENCE DATA

**Fax Number:** 2027393001

*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:** 202.739.3001

**Email:** jennifer.evans@morganlewis.com

**Correspondent Name:** Morgan, Lewis & Bockius LLP

**Address Line 1:** 1111 Pennsylvania Avenue, NW

**Address Line 4:** Washington, D.C. 20004

<b>ATTORNEY DOCKET NUMBER:</b>	034664-1422
<b>NAME OF SUBMITTER:</b>	Jennifer C. Evans
<b>SIGNATURE:</b>	/jce/
<b>DATE SIGNED:</b>	07/21/2021

#### Total Attachments: 5

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**RELEASE OF SUPPLEMENT NO. 1  
TO FIRST LIEN TERM LOAN TRADEMARK SECURITY AGREEMENT**

This **RELEASE OF SUPPLEMENT NO. 1 TO FIRST LIEN TERM LOAN TRADEMARK SECURITY AGREEMENT** (this “**Release**”) is granted as of July 20, 2021 by **MORGAN STANLEY SENIOR FUNDING, INC.**, as collateral agent (the “**Collateral Agent**”), in favor of **SMART & FINAL STORES LLC**, a California limited liability company (“**S&F Stores**”), and **CASH & CARRY STORES LLC**, an Oregon limited liability company (together with S&F Stores, the “**Grantors**”).

**WHEREAS**, reference is made to (a) the First Lien Term Loan Guarantee and Collateral Agreement dated as of November 15, 2012 (as amended, amended and restated, supplemented, waived or otherwise modified from time to time, the “**Security Agreement**”), entered into by, among others, SF CC Intermediate Holdings, Inc., a Delaware corporation (“**Holdings**”), Smart & Final Stores LLC, a California limited liability company, as borrower (“**Borrower**”) and the Collateral Agent, (b) the First Lien Term Loan Credit Agreement dated as of November 15, 2012 (as amended, amended and restated, supplemented, waived or otherwise modified from time to time, the “**Credit Agreement**”) among Holdings, the Borrower, Smart & Final, LLC, the lenders from time to time party thereto and the Collateral Agent, and (c) the First Lien Term Loan Trademark Security Agreement, dated as of November 15, 2012, among the Grantors and the Collateral Agent.

**WHEREAS**, the Grantors executed and delivered that certain Supplement No. 1 to First Lien Term Loan Trademark Security Agreement, dated as of November 16, 2016 (the “**Trademark Supplement**”), granting to the Collateral Agent a continuing security interest in all of the Grantors right, title or interest in, to or under the Trademark Collateral (as defined in the Trademark Supplement);

**WHEREAS**, the Trademark Supplement was recorded with the United States Patent and Trademark Office (“**USPTO**”) on December 2, 2016 at Reel 5934, Frame 0112; and

**WHEREAS**, the Grantors have requested that the Collateral Agent hereby terminate the Trademark Supplement and release the entirety of its security interest in all the Trademark Collateral as herein provided, and the Collateral Agent desires to terminate and release the entirety of its security interest in all the Trademark Collateral as herein provided.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent hereby agrees as follows:

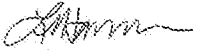
1. **Definitions.** Unless otherwise defined herein, terms used herein shall have the meaning given to them in the Trademark Supplement or Security Agreement, as applicable.
2. **Release.** The Collateral Agent hereby releases, terminates and discharges, without recourse or representation or warranty, express or implied, of any kind, the Collateral Agent’s security interest in and to the Trademark Collateral identified in Schedule I hereto that was granted to the Collateral Agent pursuant to the Trademark Supplement.

3. **Recordation.** The Collateral Agent hereby authorizes the Grantors, at the Grantors' sole cost and expense, to record this Release with the USPTO.
4. **Governing Law.** This Release shall be governed by, and construed in accordance with, the laws of the State of New York.

[Signature page follows]

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

**MORGAN STANLEY SENIOR FUNDING, INC.**

By:  \_\_\_\_\_

Name: Lisa Hanson

Title: Vice President

# SCHEDULE I

## United States Trademarks

<u>Mark</u> (Reg. No./Ser. No.)	<u>Grantor</u>	<u>Country</u>	<u>Registered</u>	<u>Filed</u>	<u>Status</u>
CULINARY CONCEPTS (Reg. No. 4,589,694)	Smart & Final Stores LLC	United States	08/19/2014	05/03/2013	Registered
(Design Only) (App. No. 86638519)	Smart & Final Stores LLC	United States		05/21/2015	Pending
(Design Only) (App. No. 86638523)	Smart & Final Stores LLC	United States		05/21/2015	Pending
DOWNTOWN GRIND (Reg. No. 4,507,903)	Smart & Final Stores LLC	United States	04/01/2014	05/02/2013	Registered
FIRST STREET QUALITY SINCE 1871 SPARKLING GLACIER (App. No. 87049310)	Smart & Final Stores LLC	United States		05/25/2016	Pending
FIRST STREET SPARKLING GLACIER (App. No. 86747283)	Smart & Final Stores LLC	United States		09/03/2015	Pending
IRIS (App. No. 86826549)	Smart & Final Stores LLC	United States		11/19/2015	Published (Pending)
IRIS (App. No. 86826552)	Smart & Final Stores LLC	United States		11/19/2015	Published (Pending)
IRIS (App. No. 86826551)	Smart & Final Stores LLC	United States		11/19/2015	Pending
IRIS (Reg. No. 4,451,396)	Smart & Final Stores LLC	United States	12/17/2013	05/06/2013	Registered
IRIS (Reg. No. 4,454,491)	Smart & Final Stores LLC	United States	12/24/2013	05/06/2013	Registered
NOTHING BUT NATURE INSIDE (Reg. No. 4,877,749)	Smart & Final Stores LLC	United States	12/29/2015	07/14/2015	Registered
SMART & FINAL (Stylized) (Reg. No. 4,936,914)	Smart & Final Stores LLC	United States	04/12/2016	11/02/2015	Registered
STOCKED FOR YOUR LIFE (App. No. 86380097)	Smart & Final Stores LLC	United States		08/28/2014	Published (Pending)
SUN HARVEST (Reg. No. 5,049,474)	Smart & Final Stores LLC	United States	9/27/2016	02/19/2016	Registered

<u>Mark</u> (Reg. No. /Ser. No.)	<u>Grantor</u>	<u>Country</u>	<u>Registered</u>	<u>Filed</u>	<u>Status</u>
SUN HARVEST (Reg. No. 3,967,921)	Smart & Final Stores LLC	United States	05/24/2011	07/20/2010	Registered
SUN HARVEST (Reg. No. 3,803,740)	Smart & Final Stores LLC	United States	06/15/2010	04/25/2008	Registered
SUN HARVEST (Reg. No. 3,768,225)	Smart & Final Stores LLC	United States	03/30/2010	04/25/2008	Registered
SUN HARVEST (Reg. No. 3,816,122)	Smart & Final Stores LLC	United States	07/13/2010	04/25/2008	Registered
SUN HARVEST (Reg. No. 3,861,329)	Smart & Final Stores LLC	United States	10/12/2010	04/25/2008	Registered
SUN HARVEST (Reg. No. 3,861,330)	Smart & Final Stores LLC	United States	10/12/2010	04/25/2008	Registered
SUN HARVEST (Reg. No. 3,861,331)	Smart & Final Stores LLC	United States	10/12/2010	04/25/2008	Registered
TRUST SUN HARVEST FOR LIFE (Reg. No. 3,827,016)	Smart & Final Stores LLC	United States	08/03/2010	06/09/2009	Registered
WAREHOUSE & MARKET, FRIEND & NEIGHBOR (Reg. No. 5,015,941)	Smart & Final Stores LLC	United States	08/09/2016	07/14/2015	Registered
WAREHOUSE PRICES BIG & SMALL SIZES (Reg. No. 4,540,792)	Smart & Final Stores LLC	United States	05/27/2014	05/03/2013	Registered
YOUR LIFE WELL SPENT (Reg. No. 4,770,370)	Smart & Final Stores LLC	United States	07/07/2015	08/28/2014	Registered