

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM686896

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

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cortland Capital Market Services, LLC		11/08/2021	Limited Liability Company: DELAWARE

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

PROPERTY NUMBERS Total: 31

Property Type	Number	Word Mark
Registration Number:	1047798	BAKER'S OVEN
Registration Number:	0922571	B-KWIK
Registration Number:	0991019	
Registration Number:	5507103	E-BONUS SAVER
Registration Number:	4362323	GLOUCESTER PIER SEAFOOD CO.
Registration Number:	3907824	NY/PA GROWN FRESH PICKED FOR TOPS
Registration Number:	3602029	NYGROWN FRESH PICKED FOR TOPS
Registration Number:	4415615	ORCHARD FRESH
Registration Number:	4435683	ORCHARDFRESH TASTEFULLY DONE
Registration Number:	2529733	THE SAVINGS CART
Registration Number:	3001996	TOPS
Registration Number:	3446451	TOPS
Registration Number:	1433101	TOPS
Registration Number:	2856078	TOPS
Registration Number:	2326652	TOPS
Registration Number:	2326658	TOPS
Registration Number:	1465722	TOPS
Registration Number:	2963913	TOPS
Registration Number:	0763677	TOPS

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	5007457	TOPS
Registration Number:	4231348	TOPS BONUS PLUS
Registration Number:	4778737	TOPS BUSINESS PLUS
Registration Number:	4243364	TOPS COUPON CENTRAL
Registration Number:	4142117	TOPS E-BONUS SAVER
Registration Number:	1094076	TOPS FRIENDLY MARKETS
Registration Number:	4142759	TOPS GASPOINTS
Registration Number:	1499050	TOPS NEVER STOPS
Registration Number:	2551177	TOPS XPRESS
Registration Number:	3993400	TOPS YOUR NEIGHBORHOOD STORE WITH MORE
Registration Number:	3929019	TOPSTIPS
Serial Number:	87317438	YUM-OPOLY

CORRESPONDENCE DATA

Fax Number: 6172484000

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: 617-248-5000

Email: tmadmin@choate.com

Correspondent Name: Sara M. Bauer

Address Line 1: Two International Place

Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER: 2012947-0006

NAME OF SUBMITTER: Sara M. Bauer

SIGNATURE: /sara bauer/

DATE SIGNED: 11/09/2021

Total Attachments: 6

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NOTICE OF RELEASE OF
SECURITY INTEREST IN TRADEMARKS

This NOTICE OF RELEASE OF SECURITY INTEREST IN TRADEMARKS (this "Release"), effective as of November 8, 2021 is made by Cortland Capital Market Services, LLC, in its capacity as Collateral Agent (referred to herein as the "Agent"), in favor of Tops Markets, LLC, a New York limited liability company (the "Company"), pursuant to that certain Guarantee and Security Agreement (First Lien Term Loan), dated as of November 19, 2018 (and as the same may be further amended or modified from time to time, the "Security Agreement"), among the Company, the Agent and other parties thereto.

W I T N E S S E T H:

WHEREAS, in connection with the Security Agreement, the Company executed and delivered the Notice of Security Interests (First Lien) in Trademarks, dated as of November 19, 2018, in favor of the Agent (the "Trademark Security Agreement");

WHEREAS, pursuant to the Trademark Security Agreement, the Company pledged and granted to the Agent for the benefit of the other Secured Parties a lien on and continuing security interest in all of their intellectual property, including but not limited to the trademarks, service marks and trademark and service mark registrations and applications set forth on Schedule A attached hereto, together with the goodwill of the business symbolized thereby (the "Released Trademarks"); and

WHEREAS, the Agent recorded its security interest in the Released Trademarks with the United States Patent and Trademark Office (the "USPTO") on November 21, 2018, at Reel/Frame No. 006540/0330.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Agent agrees, for the benefit of the Company, as follows:

SECTION 1. Definitions. Unless otherwise defined herein or the context otherwise requires, terms used in this Release, including its preamble and recitals, have the meanings provided or provided by reference in the Credit Agreement and Security Agreements, as applicable (it being understood that, in the event of any conflict, such terms shall have the meanings provided or provided by reference in the Security Agreements).

SECTION 2. Release of Security Interest. The Agent does hereby release, relinquish and discharge its lien on and security interest in, and right of setoff against, all of the Company's right, title and interest in, to and under the Released Trademarks.

SECTION 3. Termination. The Agent, without any recourse, representation or warranty, hereby terminates and cancels the Trademark Security Agreement.

SECTION 4. Further Assurances. The Agent hereby authorizes the Company or the Company's authorized representative to (i) record this Release with the USPTO, and/or (ii) otherwise record or file this Release in the applicable governmental office or agency. The

Agent further agrees to execute and deliver to the Company any and all further documents and instruments, and do any and all further acts which the Company (or their agents or designees) reasonably request (at the Company's sole cost and expense) in order to confirm this Release and the Company's right, title and interest in, to and under the Released Trademarks.

SECTION 5. Choice of Law. This Release shall be governed by, and construed in accordance with, the laws of the state of New York.

SECTION 6. Counterparts. This Release may be executed in counterparts, each of which will be deemed an original, but all of which together constitute one and the same original.

[Signatures Follow On Next Page.]

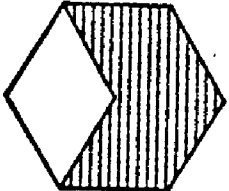


IN WITNESS WHEREOF, the Agent has caused this Release to be duly executed and delivered by its officer thereunto duly authorized as of the date set forth above.

CORTLAND CAPITAL MARKET SERVICES, LLC,
as Agent

By: 
Name: Matthew Trybula
Title: Associate Counsel

SCHEDULE A

U.S. Trademark Applications and Registrations

	Mark	Serial No./ Filing Date	Reg. No./ Reg. Date	Owner Name	Status
1.	BAKER'S OVEN	73075799 30-JAN-1976	1047798 07-SEP-1976	TOPS MARKETS, LLC	Registered
2.	B-KWIK	72372624 06-OCT-1970	0922571 19-OCT-1971	TOPS MARKETS, LLC	Registered
3.	<i>Design Only</i> 	72455277 23-APR-1973	0991019 13-AUG-1974	TOPS MARKETS, LLC	Registered
4.	E-BONUS SAVER E-BONUS SAVER	87683430 14-NOV-2017	5507103 03-JUL-2018	TOPS MARKETS, LLC	Registered
5.	GLOUCESTER PIER SEAFOOD CO. GLOUCESTER PIER SEAFOOD CO.	85629649 18-MAY-2012	4362323 02-JUL-2013	TOPS MARKETS, LLC	Registered
6.	NY/PA GROWN FRESH PICKED FOR TOPS 	85056951 08-JUN-2010	3907824 18-JAN-2011	TOPS MARKETS, LLC	Registered
7.	NYGROWN FRESH PICKED FOR TOPS 	77557586 28-AUG-2009	3602029 07-APR-2009	TOPS MARKETS, LLC	Registered
8.	ORCHARD FRESH ORCHARD FRESH	85629622 18-MAY-2012	4415615 08-OCT-2013	TOPS MARKETS, LLC	Registered
9.	ORCHARDFRESH TASTEFULLY DONE ORCHARDFRESH TASTEFULLY DONE	85883632 22-MAR-2013	4435683 03-SEP-2013	TOPS MARKETS, LLC	Registered

10.	THE SAVINGS CART	76222301 06-MAR-2001	2529733 15-JAN-2002	TOPS MARKETS, LLC	Registered
11.	TOPS 	78498370 12-OCT-2004	3001996 27-SEP-2005	TOPS MARKETS, LLC	Registered
12.	TOPS 	78469922 01-NOV-2005	3446451 10-JUN-2008	TOPS MARKETS, LLC	Registered
13.	TOPS	73526091 11-MAR-1985	1433101 17-MAR-1987	TOPS MARKETS, LLC	Registered
14.	TOPS	78271448 08-JUL-2003	2856078 22-JUN-2004	TOPS MARKETS, LLC	Registered
15.	TOPS 	75696508 03-MAY-1999	2326652 07-MAR-2000	TOPS MARKETS, LLC	Registered
16.	TOPS 	75696852 03-MAY-1999	2326658 07-MAR-2000	TOPS MARKETS, LLC	Registered
17.	TOPS	73617550 02-SEP-1986	1465722 17-NOV-1987	TOPS MARKETS, LLC	Registered
18.	TOPS	78271445 08-JUL-2003	2963913 28-JUN-2005	TOPS MARKETS, LLC	Registered
19.	TOPS	72138221 19-FEB-1962	0763677 21-JAN-1964	TOPS MARKETS, LLC	Registered
20.	TOPS 	86842933 08-DEC-2015	5007457 26-JUL-2016	TOPS MARKETS, LLC	Registered
21.	TOPS BONUS PLUS TOPS BONUS PLUS	85475378 17-NOV-2011	4231348 23-OCT-2012	TOPS MARKETS, LLC	Registered

22.	TOPS BUSINESS PLUS TOPS BUSINESS PLUS	86319686 25-JUN-2014	4778737 21-JUL-2015	TOPS MARKETS, LLC	Registered
23.	TOPS COUPON CENTRAL 	85462267 02-NOV-2011	4243364 13-NOV-2012	TOPS MARKETS, LLC	Registered
24.	TOPS E-BONUS SAVER TOPS E-BONUS SAVER	85420865 12-SEP-2011	4142117 15-MAY-2012	TOPS MARKETS, LLC	Registered
25.	TOPS FRIENDLY MARKETS 	73129973 10-JUN-1977	1094076 20-JUN-1978	TOPS MARKETS, LLC	Registered
26.	TOPS GASPOINTS TOPS GASPOINTS	85448953 17-OCT-2011	4142759 15-MAY-2012	TOPS MARKETS, LLC	Registered
27.	TOPS NEVER STOPS	73695959 13-NOV-1987	1499050 02-AUG-1988	TOPS MARKETS, LLC	Registered
28.	TOPS XPRESS 	76169962 22-NOV-200	2551177 19-MAR-2002	TOPS MARKETS, LLC	Registered
29.	TOPS YOUR NEIGHBORHOOD STORE WITH MORE TOPS YOUR NEIGHBORHOOD STORE WITH MORE	85189257 02-DEC-2010	3993400 12-JUL-2011	TOPS MARKETS, LLC	Registered
30.	TOPSTIPS TOPSTIPS	77624308 02-DEC-2008	3929019 08-MAR-2011	TOPS MARKETS, LLC	Registered
31.	YUM-OPOLY YUM-OPOLY	87317438 30-JAN-2017	Not Available	TOPS MARKETS, LLC	Pending