

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM716854

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of Security Interest in Intellectual Property Collateral		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
JPMORGAN CHASE BANK, N.A., as Administrative Agent		03/25/2022	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Sunflower Farmers Markets, LLC		
Street Address:	5455 East High Street, Suite III		
City:	Phoenix		
State/Country:	ARIZONA		
Postal Code:	85054		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3761801	NEWFLOWER FARMERS MARKET	
Registration Number:	2827865	SUNFLOWER	
Registration Number:	4059153	SUNFLOWER FARMERS MARKET	
CORRESPONDENCE DATA			
Fax Number:	7043311159		
<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>			
Phone:	7043311000		
Email:	christinaquinn@mvalaw.com, PTO_TMconfirmation@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	100 North Tryon Street		
Address Line 2:	Suite 4700		
Address Line 4:	Charlotte, NORTH CAROLINA 28202-4003		
ATTORNEY DOCKET NUMBER:	017625.005325		
NAME OF SUBMITTER:	John Slaughter		
SIGNATURE:	/john slaughter/		
DATE SIGNED:	03/25/2022		
Total Attachments: 8			
source=2022 TRSI-T from JPMorgan Chase Bank, N.A., as AA to Henry's Holdings, SFM, LLC and Sunflower			

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**RELEASE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY COLLATERAL**

This **RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY COLLATERAL** (this "Release"), dated as of March, 25, 2022, is made by **JPMORGAN CHASE BANK, N.A.**, as Administrative Agent (the "Administrative Agent"), under the Credit Agreement referred to below (terms used in this Release and not herein defined shall have the meanings set forth in the Credit Agreement).

WHEREAS, in connection with that certain Credit Agreement, dated as of April 17, 2015 (as the same has since been amended, restated, amended and restated, supplemented, or otherwise modified from time to time, the "Credit Agreement"), among Sprouts Farmers Market, Inc. ("Holdings"), Sprouts Farmers Markets Holdings, LLC ("Borrower"), the Lenders party thereto and Administrative Agent, the Lenders agreed to make loans and extend other financial accommodations to or for the benefit of the Borrower;

WHEREAS, Holdings, the Borrower and certain Subsidiaries of the Borrower (the "Pledgors" and each, a "Pledgor") entered into that certain Guarantee and Collateral Agreement (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), dated as of April 17, 2015 in favor of the Administrative Agent;

WHEREAS, in connection with the Credit Agreement, Security Agreement and pursuant to those certain agreements described on Annex I attached hereto (collectively, the "IP Security Agreements"), the Pledgors granted to the Administrative Agent, for the benefit of the Secured Parties, a continuing security interest in all of Pledgors' right, title and interest in, to and under the IP Collateral (as defined in the IP Security Agreements), including those listed on Annex I attached hereto; and

WHEREAS, the IP Security Agreements were recorded in the United States Patent and Trademark Office or United States Copyright Office, as applicable, on the dates and on the reels/frames or volume/document no., as applicable, set forth on Annex I attached hereto.

NOW THEREFORE, in consideration of the material covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent hereby irrevocably **RELEASES**, terminates and discharges, without representation, recourse or warranty whatsoever, all of its rights in, to and under, including its continuing security interest in all of Pledgors' right, title and interest in, to and under the IP Collateral, including those listed on Annex I attached hereto, whether granted pursuant to the Security Agreement, the IP Security Agreements or any other agreement or document delivered in connection with the Credit Agreement, and the Administrative Agent hereby reassigns any and all such right, title and interest (if any) that the Administrative Agent may have in, to and under the IP Collateral to the relevant Pledgor.

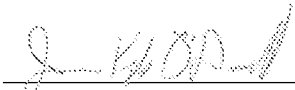
The Administrative Agent agrees, at the Pledgors' sole expense, to cooperate with the Pledgors and to provide the Pledgors with the information and additional authorization reasonably required or desirable to effect the release of the Administrative Agent's security interest in the released collateral described herein.

This Release and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the laws of the State of New York.

[Signature Page Follows]

IN WITNESS WHEREOF, the Administrative Agent has executed this Release as of the date first above written.

JPMORGAN CHASE BANK, N.A.,
as Administrative Agent

By: 
Name: James Kyle O'Donnell
Title: Vice President

ANNEX I


Copyright Security Agreement, dated as of April 17, 2015, by SFM, LLC, a Delaware limited liability company, in favor of Administrative Agent, was recorded with the U.S. Copyright Office on April 29, 2015 at Volume/Doc. No. 9905/331.


Copyright	Application Number	Registration Number	Copyright Status	Application Date	Registration Date
Sprouts Farmers Market Gluten Free Guide	TX 7-621-180	TX 7-621-180	Registered	05-Nov-2012	05-Nov-2012
The Sprouts Essential 4 Mission Nutrition Brochure	TX 7-599-880	TX 7-599-880	Registered	19-Sep-2012	19-Sep-2012

Trademark Security Agreement, dated as of April 17, 2015, by Henry's Holdings LLC, a Delaware limited liability company, in favor of Administrative Agent, was recorded with the U.S. Patent and Trademark Office on April 17, 2015 at Reel/Frame No. 5499/0856.

Trademark Name	Application Number	Registration Number	Status	Registration Date
BEST PEOPLE - BEST PRODUCTS - BEST VALUE	77/575,754	3,659,270	Registered	21-Jul-2009
HENRY'S FARMERS MARKET	78/491,460	3,023,486	Registered	06-Dec-2005
TRUST HENRY'S FOR LIFE	77/012,069	3,822,219	Registered	20-Jul-2010
TRUST HENRY'S FOR LIFE	77/755,786	3,734,210	Registered	05-Jan-2010

Trademark Security Agreement, dated as of April 17, 2015, by SFM, LLC, a Delaware limited liability company, in favor of Administrative Agent, was recorded with the U.S. Patent and Trademark Office on April 17, 2015 at Reel/Frame No. 5499/0838.


Trademark Name	Application Number	Registration Number	Status	Registration Date
HEALTHY LIVING FOR LESS!	85/555,194	4,217,690	Registered	02-Oct-2012
SECRET STASH	85/197,617	4,407,405	Registered	24-Sep-2013
SPROUTS	77/080,961	3,322,841	Registered	30-Oct-2007
SPROUTS FARMERS MARKETS	76/347,816	2,798,632	Registered	23-Dec-2003
SPROUTS FARMERS MARKETS (and design) 	85/197,622	4,002,187	Registered	26-Jul-2011
SPROUTS FARMERS MARKET HEALTHY LIVING FOR LESS	77/730,943	3,730,903	Registered	29-Dec-2009
SPROUTS FARMERS MARKET HEALTHY LIVING FOR LESS! (and design) 	77/731,710	3,748,830	Registered	16-Feb-2010
DEFY IT WITH YOUR DIET	85/807,991	4,507,172	Registered	01-Apr-2014
SPROUTS ESSENTIAL 4	85/812,523	4,391,410	Registered	27-Aug-2013
GLUTEN FREE JUBILEE	85/884,249	4,458,063	Registered	31-Dec-2013
FROZEN FRENZY	85/920,770	4,595,318	Registered	02-Sep-2014
I SPROUTS	86/313,401	4,909,512	Registered	01-Mar-2016
JUMP ON THE BAG WAGON	86/535,751	4,928,880	Registered	29-Mar-2016
JUMP ON THE BAG WAGON (and design)	86/373,750		Dead	

Trademark Name	Application Number	Registration Number	Status	Registration Date
MARKET CORNER	86/544,326	5,050,553	Registered	27-Sept-2016
SPROUTS ESSENTIALS	86/351,660	5,703,457	Registered	19-Mar-2019
SPROUTS FISH MARKET (and design)	86/468,160	5,176,826	Registered	04-Apr-2017
				
VITAMIN & BODY CARE EXTRAVAGANZA	85/920,745	4,461,642	Registered	07-Jan-2014

Trademark Security Agreement, dated as of April 17, 2015, by Sunflower Farmers Markets, LLC, a Delaware limited liability company, in favor of Administrative Agent, was recorded with the U.S. Patent and Trademark Office on April 17, 2015 at Reel/Frame No. 5499/0807.

Trademark Name	Application Number	Registration Number	Status	Registration Date
NEWFLOWER FARMERS MARKET	77/637,072	3,761,801	Registered	16-Mar-2010
SUNFLOWER	78/191,392	2,827,865	Registered	30-Mar-2004
SUNFLOWER FARMERS MARKET	85/249,857	4,059,153	Registered	22-Nov-2011

Trademark Security Agreement, dated as of March 27, 2018, by SFM, LLC, a Delaware limited liability company, in favor of Administrative Agent, was recorded with the U.S. Patent and Trademark Office on March 27, 2018 at Reel/Frame No. 6301/0001.

Trademark	Application Number	Registration Number	Status	Registration Date
BETTER FOR YOU BRANDS	87/088,758	5,299,176	Registered	03-Oct-2017
GOOD FOOD GOOD PEOPLE	86/850,289	5,070,090	Registered	25-Oct-2017
TASTE AND QUALITY YOU CAN TRUST. PRICES YOU'LL LOVE	86/681,975	5,074,378	Registered	01-Nov-2016
EVERY MEAL IS A CHOICE	86/663,560	4,889,268	Registered	19-Jan-2016
EAT, MOVE, IMPROVE	87/727,740	5,984,972	Registered	11-Feb-2020
EXPRESS YOUR HEALTH	87/709,884	5,693,006	Registered	5-Mar-2019
THE FISH MARKET AT SPROUTS (and design)	87/359,739	5,487,603	Registered	5-Jun-2018
				
THE BUTCHER SHOP AT SPROUTS (and design)	87/359,760	5,487,604	Registered	5-Jun-2018
