

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT		
EFFECTIVE DATE:	08/18/2003		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ATC Management LLC		04/13/2010	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Jamestown Chelsea Market, L.P.		
Street Address:	One Overton Park, Suite 1200, 3625 Cumberland Boulevard		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30339		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2822266	CHELSEA MARKET	
Registration Number:	2780959	CHELSEA MARKET BASKETS	
CORRESPONDENCE DATA			
Fax Number:	(202)637-3593		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	202-383-0100		
Email:	eteas@sutherland.com		
Correspondent Name:	Christina J. Galus, Sutherland		
Address Line 1:	1275 Pennsylvania Ave., NW		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20004-2415		
ATTORNEY DOCKET NUMBER:	14958-0042		
NAME OF SUBMITTER:	Christina J. Galus		

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Signature:	/Christina J. Galus/
Date:	04/19/2010
Total Attachments: 1 source=ATCassingment#page1.tif	

NUNC PRO TUNC ASSIGNMENT

THIS ASSIGNMENT is made nunc pro tunc as of August 18, 2003, between **ATC MANAGEMENT LLC** ("Assignor"), a Delaware limited liability company of 75 Ninth Avenue, New York, New York 10011, and **JAMESTOWN CHELSEA MARKET, L.P.**, a Delaware limited partnership, with its principal place of business at One Overton Park, Suite 1200, 3625 Cumberland Boulevard, Atlanta, Georgia 30339 ("the Assignee").

WHEREAS, as of the date set forth above, CFB/AGSCB 76 NINTH AVENUE, L.L.C., a Delaware limited liability company (the "Owner") transferred to the Assignee (the "Transaction") all rights and general intangibles associated with the property known as Chelsea Market in New York, New York (the "Property");

WHEREAS, at the time of the Transaction, Assignor was a manager of the Property and any trademark applications or filings made by, on behalf of, or in the name of, Assignor were solely in its capacity as agent for Owner and Assignor;

WHEREAS, it was the intent of the parties that the Assignee acquire all of Assignor's rights in and to the trademarks and applications for registration therefor listed below (collectively, the "Trademarks"), and the goodwill associated with the Trademarks, as of the date first stated above, and the parties wish to have the assignment thereof memorialized in this document; and

U.S. TRADEMARKS	Reg. No.	Reg. Date
CHELSEA MARKET	2822266	2004-03-16
CHELSEA MARKET BASKETS	2780959	2003-11-11

WHEREAS, any registration of the Trademarks that were made in the name of Assignor subsequent to the date first stated above should have been registered to Assignee pursuant to the foregoing.

NOW, THEREFORE, in and for consideration of the sum of \$1.00, and other good and valuable consideration the receipt of which is hereby acknowledged, the Assignor hereby assigns and transfers *nunc pro tunc* as of August 18, 2003 to the Assignee all of Assignor's right, title and interest in and to the aforesaid Trademarks together with the goodwill of the business concerned in the goods and services for the Trademarks, without warranty or recourse, and all rights which the Assignor has heretofore enjoyed thereunder, including the right to sue for past infringement, the same to be held and enjoyed by the Assignee, its successors and assigns. Assignor makes no representations or warranties with respect to the Trademarks or the registrations.

Assignee shall defend, indemnify and hold harmless, Assignor and its officer, Mr. Irwin Cohen, from and against any and all losses, liabilities, claims, damages, obligations, payments, costs and expenses, including, but not limited to, any amounts paid in settlement thereof and reasonable attorney fees therefor, to the extent they arise out of or are based upon the foregoing assignment.

ATC MANAGEMENT LLC

By: Irwin B Cohen
Name: IRWIN B COHEN
Title: MGR
Date: 4-13-10

JAMESTOWN CHELSEA MARKET, L.P.

By: JT Chelsea Market Corp., its sole general partner
By: Matt Bonfman
Name: Matt Bonfman
Title: Vice President
Date: 4-16-10