

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM761006

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
DOWNS FOOD GROUP INC.		10/13/2022	Corporation: MINNESOTA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BMO HARRIS BANK N.A., as Administrative Agent		
<b>Street Address:</b>	320 S. Canal Street		
<b>Internal Address:</b>	16th Floor		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60606		
<b>Entity Type:</b>	National Banking Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5842102	HEARTLAND VALUE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3177133699		
<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>			
<b>Phone:</b>	3177133412		
<b>Email:</b>	twagner@taftlaw.com		
<b>Correspondent Name:</b>	Tiffini Wagner		
<b>Address Line 1:</b>	One Indiana Square		
<b>Address Line 2:</b>	Suite 3500		
<b>Address Line 4:</b>	Indianapolis, INDIANA 46204		
<b>NAME OF SUBMITTER:</b>	Tiffini Wagner		
<b>SIGNATURE:</b>	/ Tiffini Wagner /		
<b>DATE SIGNED:</b>	10/13/2022		
<b>Total Attachments: 4</b>			
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**NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS**

Date: October 13, 2022

To: United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to that certain Credit and Security Agreement dated as of October 13, 2022 (as the same may hereafter be amended, modified, extended or restated from time to time, the "Credit Agreement") by and among DOWNS FOOD GROUP INC., a Minnesota corporation (the "Grantor"), the affiliates of the Grantor party thereto and BMO HARRIS BANK N.A., in its capacity as Administrative Agent (the "Agent") for the Secured Parties (as defined therein), the Grantor has granted to the Agent a continuing security interest in and continuing lien upon, among other things, the trademarks set forth on Exhibit A hereto.

The Grantor and the Agent hereby acknowledge and agree that the security interest in the foregoing trademarks (a) may only be terminated in accordance with the terms of the Credit Agreement and (b) is not to be construed as an assignment of any trademarks.

[SIGNATURE PAGE FOLLOWS]

Very truly yours,

DOWNNS FOOD GROUP INC.,  
a Minnesota corporation

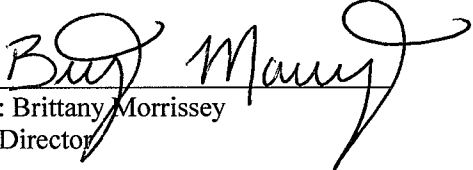
By: Patricia Brandts  
Name: Patricia Brandts  
Title: Treasurer/Secretary

[SIGNATURE PAGE TO NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS --  
DOWNNS FOOD GROUP INC.]

TRADEMARK  
REEL: 007874 FRAME: 0489

Acknowledged and accepted:

BMO HARRIS BANK N.A.,  
as Administrative Agent

By:   
Name: Brittany Morrissey  
Title: Director

[SIGNATURE PAGE TO NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS –  
DOWNS FOOD GROUP INC.]

**EXHIBIT A**

**REGISTERED U.S. TRADEMARKS**

<b>Mark</b>	<b>Registration Number</b>	<b>Registration Date</b>
HEARTLAND VALUE	5842102	August 27, 2019