

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
U.S. Foodservice, Inc.		05/11/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Citicorp North America, Inc., as Collateral Agent
Street Address:	1615 Brett Road, Building III
City:	New Castle
State/Country:	DELAWARE
Postal Code:	19720
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 234

Property Type	Number	Word Mark
Registration Number:	2611438	"THE CHOICE OF FOODSERVICE PROFESSIONALS"
Registration Number:	3508600	"THE WORLD'S FINEST STEAKS & CHOPS"
Registration Number:	3550832	A ALLIANT LOGISTICS
Registration Number:	2338362	AEGEAN DRESSING
Registration Number:	3805959	ALAMO ZESTFUL SEASONING
Registration Number:	3195321	ATTERBURY
Registration Number:	2276008	BASELINE
Registration Number:	1521152	BEYOND
Registration Number:	3757614	BEYOND
Registration Number:	2498890	BLUEWATER
Registration Number:	3655655	BLUEWATER SEAFOOD
Registration Number:	1279656	CARLISLE
Registration Number:	3325717	CATTLEMAN'S CHOICE
Registration Number:	1023863	CHATEAU CLASSIQUE

OP \$5865.00 2611438

Registration Number:	3716396	CITYMEAT
Registration Number:	3702178	CITYMEAT
Registration Number:	3860679	CLASSIC TUREEN
Registration Number:	1351942	CLASSIC TUREEN
Registration Number:	2633206	CLASSIC TUREEN
Registration Number:	3055117	CLASSIC TUREEN
Registration Number:	3806680	CROWDMAGNET
Registration Number:	3011319	CLASSIC TUREEN
Registration Number:	3609408	CLASSIC TUREEN RED CANYON CHILI
Registration Number:	2807924	COLUMBIA
Registration Number:	2809071	CONNOISSEUR
Registration Number:	2813548	CONNOISSEUR
Registration Number:	1134462	CONSUL
Registration Number:	3863980	CROSS VALLEY FARMS
Registration Number:	2608929	CROSS VALLEY FARMS
Registration Number:	3863982	CROSS VALLEY FARMS
Registration Number:	3102519	CROSS VALLEY FARMS
Registration Number:	3166732	CULINARY INNOVATIONS
Registration Number:	3166733	CULINARY INNOVATIONS
Registration Number:	3166731	CULINARY INNOVATIONS BY U.S. FOODSERVICE
Registration Number:	3166734	CULINARY INNOVATIONS BY U.S. FOODSERVICE
Registration Number:	3773385	DEALS TO GROW
Registration Number:	3773386	DEALS TO GROW
Registration Number:	2759789	DEVONSHIRE
Registration Number:	2710053	DEVONSHIRE
Registration Number:	1955843	DIRECTCARE
Registration Number:	1794471	DIRECTCARE MEALS, MENUS & MORE
Registration Number:	3169928	DIRECTIONS COST MANAGEMENT SOLUTIONS
Registration Number:	3532308	DRIVE AWAY HUNGER
Registration Number:	3532309	D IVE AWAY HUNGER
Registration Number:	3134320	DUBOIS
Registration Number:	3714975	EL PASADO
Registration Number:	3714986	EL PASADO
Registration Number:	3188699	EL PASADO AUTHENTIC MEXICAN CUISINE WITH A TOUCH OF THE PAST

Registration Number:	2164286	EL PASADO AUTHENTIC MEXICAN CUISINE WITH A TOUCH OF THE PAST
Registration Number:	1073808	ENJOY LIFE, EAT OUT MORE OFTEN
Registration Number:	3710189	EVERY MODERN LIFE NEEDS SOME RITUALS
Registration Number:	3361598	FLAVORS
Registration Number:	3622710	FLAVORS
Registration Number:	3541534	FLAVORS
Registration Number:	3361599	FLAVORS BY MONARCH FOODS
Registration Number:	3582324	FLAVORS BY U.S. FOOD SERVICE
Registration Number:	3740954	FOOD SAFETY ... DELIVERED!
Registration Number:	2068111	FOODSERVICE DESIGNED FOR HEALTH CARE
Registration Number:	3887778	FOODSIGHT
Registration Number:	3526547	FOUNDATIONS BUILDING BLOCKS FOR SUCCESS
Registration Number:	1130245	FRESCO
Registration Number:	3841432	GLENVIEW FARMS
Registration Number:	2767675	GLENVIEW FARMS
Registration Number:	2688621	REAL PEOPLE EXPERIENCING THE REAL GOD IN THE REAL WORLD
Registration Number:	3041060	GLENVIEW FARMS
Registration Number:	3744100	GUTCHECKS
Registration Number:	3032145	HARBOR BANKS
Registration Number:	3599072	HARBOR BANKS
Registration Number:	3864224	HARVEST VALUE
Registration Number:	3032165	HARVEST VALUE
Registration Number:	1903680	HARVEST VALUE
Registration Number:	3864225	HARVEST VALUE
Registration Number:	2325955	HEALTH NEXT
Registration Number:	3349355	HEALTHCARE U.S. FOODSERVICE
Registration Number:	1352489	HIGHTOWER
Registration Number:	3124783	HILLTOP HEARTH
Registration Number:	3005931	HILLTOP HEARTH
Registration Number:	1859225	HILLTOP HEARTH
Registration Number:	3124784	HILLTOP HEARTH
Registration Number:	3932436	HORIZON
Registration Number:	3941505	HORIZON THE IN-SERVICE EDUCATIONAL LIBRARY FOR HEALTHCARE

TRADEMARK

REEL: 004539 FRAME: 0918

Registration Number:	3623011	IDEASBEYOND
Registration Number:	2692086	IMPRINTS
Registration Number:	3747711	IMPRINTS
Registration Number:	3719977	INTELLILOCK
Registration Number:	3432218	INUNISON
Registration Number:	3422408	IT'S YOUR BUSINESS. WE HELP CARRY THE LOAD
Registration Number:	3841446	M MENUS ON DEMAND
Registration Number:	3278007	MAKING YOUR BUSINESS OURS
Registration Number:	3131202	MARISSA
Registration Number:	3765626	MENUS ON-DEMAND
Registration Number:	2593620	
Registration Number:	2438588	
Registration Number:	2435385	
Registration Number:	2065967	
Registration Number:	2438587	
Registration Number:	2106362	
Registration Number:	2098249	
Registration Number:	2104126	
Registration Number:	3867097	MONARCH
Registration Number:	3247312	MONARCH
Registration Number:	3867098	MONARCH EST. 1853
Registration Number:	3496737	MONARCH EST. 1853
Registration Number:	3496738	MONARCH EST. 1853
Registration Number:	3813625	MONARCH FOOD GROUP
Registration Number:	3607048	MONARCH FOOD GROUP
Registration Number:	3607049	MONARCH FOOD GROUP
Registration Number:	3264621	MONARCH FOODS
Registration Number:	2442707	MONOGRAM
Registration Number:	2580846	MONOGRAM
Registration Number:	2437192	MONOGRAM
Registration Number:	2603522	MONOGRAM
Registration Number:	2186077	MONOGRAM
Registration Number:	1936228	NEXT DAY GOURMET
Registration Number:	2473081	NEXT DAY GOURMET
Registration Number:	2481686	NEXT DAY GOURMET

	3334800	NORTH STAR FOODSERVICE
Registration Number:	3290823	NORTH STAR FOODSERVICE
Registration Number:	3911786	OIL2.0 CLEAN AND GREEN
Registration Number:	3901458	OIL2.0 CLEAN AND GREEN
Registration Number:	2186522	OPTIMAX
Registration Number:	3757615	OPTIMAX
Registration Number:	2402754	PACIFIC JADE
Registration Number:	2291267	PACIFIC JADE
Registration Number:	2402753	PACIFIC JADE
Registration Number:	2292922	PACIFIC JADE
Registration Number:	2400861	PACIFIC JADE
Registration Number:	2430350	PACIFIC JADE
Registration Number:	947995	PARIS
Registration Number:	3841416	PATUXENT FARMS
Registration Number:	3045280	PATUXENT FARMS
Registration Number:	3841417	PATUXENT FARMS
Registration Number:	1971715	PATUXENT FARMS
Registration Number:	2043105	PATUXENT FARMS
Registration Number:	1796764	SOLIDA
Registration Number:	2276597	PEER PRISM
Registration Number:	3837263	PEER PRISM
Registration Number:	3133746	PORTFOLIO MAX
Registration Number:	3864057	PRESENTATIONS
Registration Number:	2394078	PRESENTATIONS
Registration Number:	2652628	PRESENTATIONS
Registration Number:	2647064	PRESENTATIONS
Registration Number:	3922043	PRESENTATIONS
Registration Number:	2647065	PRESENTATIONS
Registration Number:	2654991	PRESENTATIONS
Registration Number:	3659804	PROVISIONS FOCUSING ON YOUR SUCCESS
Registration Number:	3270487	QSP - QUALITY SERVICE PROCESS
Registration Number:	3233150	QSP QUALITY SERVICE PROCESS
Registration Number:	3841403	QUALI-FRY
Registration Number:	1327269	QUALI-FRY
Registration Number:	3757616	QUALIFRY

	3841445	R RECIPES ON DEMAND
Registration Number:	3753456	RECIPES ON-DEMAND
Registration Number:	3818197	RADIANZ
Registration Number:	3874007	RESOURCES BEYOND
Registration Number:	3591180	RE
Registration Number:	3478267	RITUALS ESTATE
Registration Number:	3293530	RITUALS
Registration Number:	3004484	RITUALS
Registration Number:	2088117	RITUALS
Registration Number:	3898814	RITUALS COFFEE COMPANY SINCE 1996
Registration Number:	3818260	ROOSTER BAY
Registration Number:	3793073	ROOSTER BAY
Registration Number:	3667641	ROOSTER BAY
Registration Number:	3670621	ROOSTER BAY
Registration Number:	3793074	ROOSTER BAY
Registration Number:	3793142	ROOSTER BAY
Registration Number:	3768523	ROOSTER BAY
Registration Number:	3020308	ROSELI
Registration Number:	1904840	ROSELI
Registration Number:	3732062	RYKOFF-SEXTON
Registration Number:	3174169	RYKOFF-SEXTON INTERNATIONAL
Registration Number:	3884332	SELF OPERATOR SOLUTIONS
Registration Number:	3747268	SENIORLIVING U.S. FOODSERVICE
Registration Number:	1709531	SERVICE SO GOOD WE PUT OUR NAME ON IT!
Registration Number:	3508601	SINCE 1893 STOCK YARDS THE WORLD'S FINEST STEAKS & CHOPS
Registration Number:	3164121	SPRING REFLECTIONS
Registration Number:	3323013	STAY AHEAD OF THE CLASS
Registration Number:	2677807	STOCK YARDS
Registration Number:	2778523	STOCK YARDS
Registration Number:	2944504	STOCK YARDS MEAT PACKING COMPANY
Registration Number:	3508599	STOCK YARDS PACKING COMPANY
Registration Number:	1482550	STOCK YARDS PACKING CO., INC.
Registration Number:	2456854	SUPERCURED
Registration Number:	2053710	SUPERIOR

Registration Number:	3430086	SUPERIOR 1-800-328-9400
Registration Number:	3430087	SUPERIOR OUTLET CENTER
Registration Number:	1694995	SUPERIOR PRODUCTS
Registration Number:	3430085	SUPERIOR PRODUCTS
Registration Number:	3001537	SYNERGY
Registration Number:	3540864	THE BIG BW
Registration Number:	2741457	THE KING OF STEAKS
Registration Number:	947675	THE KING OF STEAKS
Registration Number:	3272916	THE REWARDS OF EXCEPTIONAL TASTE
Registration Number:	2668593	THIRSTER
Registration Number:	2109738	THIRSTER
Registration Number:	3027845	THIRSTER
Registration Number:	1718606	TO YOUR TASTE
Registration Number:	3837815	TRENDVIEW
Registration Number:	3017715	U.S. FOODSERVICE
Registration Number:	2582532	US U.S. FOODSERVICE
Registration Number:	1093616	UNION SQUARE
Registration Number:	2411041	US U.S. FOODSERVICE CATTLEMAN'S CHOICE
Registration Number:	3125761	USFOOD.COM
Registration Number:	3134321	WESTCHESTER
Registration Number:	3481981	YOUR PARTNER BEYOND THE PLATE
Registration Number:	2544130	ZIP ORDER
Serial Number:	85018302	AEGEAN SALAD DRESSING
Serial Number:	77951660	BLUEPRINT MENU MANAGEMENT SYSTEM
Serial Number:	85215747	CAFESSENTIALS BLUEPRINT FOR RETAIL SUCCESS
Serial Number:	85029019	CONNOISSEUR SPECIALTY FOODS
Serial Number:	85170106	DEVONSHIRE
Serial Number:	85169950	DEVONSHIRE
Serial Number:	85183905	GLENVIEW FARMS
Serial Number:	85270366	HARVEST VALUE
Serial Number:	85193998	HILLTOP HEARTH
Serial Number:	85254912	INSIGHT FOR THE FOODSERVICE PROFESSIONAL
Serial Number:	85270378	MONARCH
Serial Number:	85157253	MONOGRAM
Serial Number:	85145411	NATURAL FAVORITE

	85110602	OUTWEST MEAT COMPANY
Serial Number:	85110620	OUTWEST MEAT COMPANY
Serial Number:	85281978	PACIFIC JADE
Serial Number:	85156335	POINTS OF FOCUS
Serial Number:	85155980	POINTS OF FOCUS
Serial Number:	85150437	PRESENTATIONS
Serial Number:	77969820	RITUALS
Serial Number:	77969836	RITUALS
Serial Number:	85016907	ROSELI
Serial Number:	85016914	ROSELI
Serial Number:	85238659	SHELL
Serial Number:	85183964	SPRING REFLECTIONS
Serial Number:	85082231	STOCK YARDS PACKING COMPANY THE WORLD'S FINEST STEAKS & CHOPS SINCE 1893
Serial Number:	85012598	US US FOODSERVICE

CORRESPONDENCE DATA

Fax Number: (303)942-7322
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 303-655-9659
Email: ohereliuk@hotmail.com
Correspondent Name: Wolz Corporate USA, Inc.
Address Line 1: 36 South 18th Avenue, Suite D
Address Line 2: Attn: Eric Wolz
Address Line 4: Brighton, COLORADO 80601

ATTORNEY DOCKET NUMBER:	2611438
NAME OF SUBMITTER:	Eric Wolz
Signature:	/ew/
Date:	05/12/2011

Total Attachments: 15
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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

U.S. Foodservice, Inc.

- Individual(s)
- General Partnership
- Corporation- State: Delaware
- Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Citicorp. North America, Inc., as Collateral Agent

Internal _____

Address: _____

Street Address: 1615 Brett Road, Building III

City: New Castle

State: Delaware

Country: USA Zip: 19720

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship Delaware
- Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) May 11, 2011

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See attached Schedule A.

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

See attached Schedule A.

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Eric Wolz

Internal Address: Wolz Corporate USA, Inc.

Street Address: 36 South 18th Ave., Suite D

City: Brighton

State: CO Zip: 80601

Phone Number: _____

Fax Number: _____

Email Address: _____

6. Total number of applications and registrations involved:

234

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

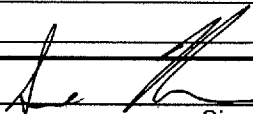
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:



Signature

5/12/2011

Date

Sean P. Neenan

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

15

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

THIS NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS (this "Agreement"), dated as of May 11, 2011, is made by U.S. Foodservice, Inc. (the "Grantor") in favor of Citicorp North America, Inc. (the "Collateral Agent"), as administrative agent and collateral agent for the several banks and other financial institutions (the "Lenders") that are parties to the Credit Agreement, dated as of May 11, 2011 (as amended, amended and restated, waived, supplemented or otherwise modified from time to time, together with any agreement extending the maturity of, or restructuring, refunding, refinancing or increasing the Indebtedness under such agreement or successor agreements, the "Credit Agreement"), among the Grantor, the Collateral Agent, as administrative agent and collateral agent, and the other parties party thereto.

WHEREAS, pursuant to the Credit Agreement, the Lenders have severally agreed to make extensions of credit to the Borrower upon the terms and conditions set forth therein;

WHEREAS, in connection with the Credit Agreement, the Grantor and certain Subsidiaries of the Grantor executed and delivered a Guarantee and Collateral Agreement, dated as of May 11, 2011, in favor of the Collateral Agent (as the same may be amended, restated, supplemented, waived or otherwise modified from time to time, the "Guarantee and Collateral Agreement");

WHEREAS, pursuant to the Guarantee and Collateral Agreement, the Grantor granted to the Collateral Agent a security interest in its Intellectual Property, including Trademarks; and

WHEREAS, the Grantor has duly authorized the execution, delivery and performance of this Agreement;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and in order to induce the Lenders to make extensions of credit to the Grantor on the terms and subject to the conditions of the Credit Agreement, the Grantor agrees, for the benefit of the Collateral Agent, as follows:

SECTION 1. Definitions. Unless otherwise defined herein or the context otherwise requires, terms used in this Agreement, including its preamble and recitals, have the meanings provided or provided by reference in the Credit Agreement and the Guarantee and Collateral Agreement.

SECTION 2. Confirmation of Security Interest. The Grantor hereby confirms that pursuant to the Guarantee and Collateral Agreement, subject to existing licenses to use the Trademarks granted by the Grantor in the ordinary course of its business, it granted to the Collateral Agent, for the ratable benefit of the Secured Parties, a security

interest in all of the Trademarks of the Grantor (including, without limitation, those items listed on Schedule A hereto) and to the extent not otherwise included, all Proceeds and products of any and all of the Trademarks, as collateral security for the prompt and complete payment and performance when due (whether at the stated maturity, by acceleration or otherwise) of the Obligations of the Grantor, except that no security interest is or will be granted pursuant thereto in any right, title or interest of the Grantor under or in any Trademark Licenses with Persons other than the Borrower, a Subsidiary of the Borrower or an Affiliate thereof, for so long as, and to the extent that, the granting of such a security interest pursuant thereto would result in a breach, default or termination of such Trademark Licenses.

SECTION 3. Purpose. This Agreement has been executed and delivered by the Grantor for the purpose of recording the security interest granted pursuant to the Guarantee and Collateral Agreement with the United States Patent and Trademark Office. This Agreement is expressly subject to the terms and conditions of the Guarantee and Collateral Agreement. The Guarantee and Collateral Agreement (and all rights and remedies of the Lenders thereunder) shall remain in full force and effect in accordance with its terms.

SECTION 4. Acknowledgment. The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Lenders with respect to the security interest in the Trademarks are fully set forth in the Credit Agreement and the Guarantee and Collateral Agreement, the terms and provisions of which (including the remedies provided for therein) are incorporated by reference herein as if fully set forth herein.

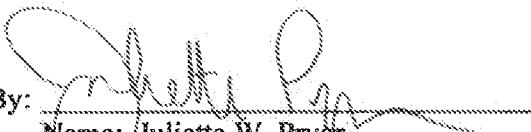
SECTION 5. Counterparts. This Agreement may be executed in counterparts, each of which will be deemed an original, but all of which together constitute one and the same original.

* * *

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK.]

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and delivered by their respective officers thereunto duly authorized as of the day and year first above written.

U.S. FOODSERVICE, INC.

By: 
Name: Juliette W. Pryor
Title: Executive Vice President and Secretary

CITICORP NORTH AMERICA, INC.

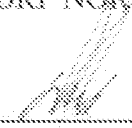
By: _____
Name:
Title:

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and delivered by their respective officers thereunto duly authorized as of the day and year first above written.

U.S. FOODSERVICE, INC.

By: _____
Name:
Title:

CITICORP NORTH AMERICA, INC.

By:  _____
Name: David Leland
Title: Vice President

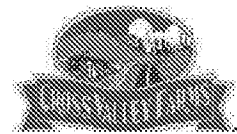
Schedule A

Trademarks

TRADEMARK	Ser. No./ Reg. No.	App. Date/ Reg. Date	Type of Mark	Owner
The Choice of Foodservice Professionals	2,611,438	27-Aug-02	Word	U.S. Foodservice, Inc.
The World's Finest Steaks & Chops	3,508,600	30-Sep-08	Word	U.S. Foodservice, Inc.
Alliant Logistics	3,550,832	23-Dec-08	Design	U.S. Foodservice, Inc.
Aegean Dressing	2,338,362	4-Apr-00	Word	U.S. Foodservice, Inc.
Aegean Salad Dressing	85/018,302	20-Apr-10	Word	U.S. Foodservice, Inc.
Alamo Zestful Seasoning	3,805,959	22-Jun-10	Word	U.S. Foodservice, Inc.
Atterbury	3,195,321	2-Jan-07	Word	U.S. Foodservice, Inc.
Baseline	2,276,008	7-Sep-99	Word	U.S. Foodservice, Inc.
Beyond	1,521,152	17-Jan-89	Word	U.S. Foodservice, Inc.
Beyond	3,757,614	9-Mar-10	Design	U.S. Foodservice, Inc.
Blueprint Menu Management System	77/951,660	5-Mar-10	Design	U.S. Foodservice, Inc.
Bluewater	2,498,890	16-Oct-01	Word	U.S. Foodservice, Inc.
Bluewater Seafood	3,655,655	14-Jul-09	Design	U.S. Foodservice, Inc.
Cafessentials Blueprint for Retail Success	85/215,747	12-Jan-11	Design	U.S. Foodservice, Inc.
Carlisle	1,279,656	29-May-84	Word	U.S. Foodservice, Inc.
Cattleman's Choice	3,325,717	30-Oct-07	Word	U.S. Foodservice, Inc.
Chateau Classique	1023863	28-Oct-75	Word	U.S. Foodservice, Inc.
Citymeat	3,716,396	24-Nov-09	Word	U.S. Foodservice, Inc.
Citymeat	3,702,178	27-Oct-09	Design	U.S. Foodservice, Inc.
Classic Tureen	3,860,679	12-Oct-10	Word	U.S. Foodservice, Inc.
Classic Tureen	1,351,942	30-Jul-85	Word	U.S. Foodservice, Inc.



TRADEMARK	Ser. No./ Reg. No.	App. Date/ Reg. Date	Type of Mark	Owner
Classic Tureen	2,633,206	8-Oct-02	Word	U.S. Foodservice, Inc.
Classic Tureen	3,055,117	31-Jan-06	Word	U.S. Foodservice, Inc.
Classic Tureen	3,806,680	12-Oct-10	Design	U.S. Foodservice, Inc.
Classic Tureen	3,011,319	1-Nov-05	Design	U.S. Foodservice, Inc.
Classic Tureen Red Canyon Chili	3,609,408	21-Apr-09	Word	U.S. Foodservice, Inc.
Columbia	2,807,924	27-Jan-04	Word	U.S. Foodservice, Inc.
Connoisseur	2,809,071	27-Jan-04	Design	U.S. Foodservice, Inc.
Connoisseur	2,813,548	10-Feb-04	Design	U.S. Foodservice, Inc.
Connoisseur Specialty Foods	85/029,019	3-May-10	Design	U.S. Foodservice, Inc.
Consul	1,134,462	6-May-80	Word	U.S. Foodservice, Inc.
Cross Valley Farms	3,863,980	19-Oct-10	Word	U.S. Foodservice, Inc.
Cross Valley Farms	2,608,929	20-Aug-02	Word	U.S. Foodservice, Inc.
Cross Valley Farms	3,863,982	19-Oct-10	Design	U.S. Foodservice, Inc.
Cross Valley Farms	3,102,519	13-Jun-06	Design	U.S. Foodservice, Inc.
Culinary Innovations	3,166,732	31-Oct-06	Word	U.S. Foodservice, Inc.
Culinary Innovations	3,166,733	31-Oct-06	Design	U.S. Foodservice, Inc.
Culinary Innovations by U.S. Foodservice	3,166,731	31-Oct-06	Design	U.S. Foodservice, Inc.
Culinary Innovations by U.S. Foodservice	3,166,734	31-Oct-06	Word	U.S. Foodservice, Inc.
Deals to Grow	3,773,385	6-Apr-10	Word	U.S. Foodservice, Inc.
Deals to Grow	3,773,386	6-Apr-10	Design	U.S. Foodservice, Inc.
Devonshire	2,759,789	2-Sep-03	Word	U.S. Foodservice, Inc.
Devonshire	85/170,106	5-Nov-10	Word	U.S. Foodservice, Inc.
Devonshire	2,710,053	23-Apr-03	Design	U.S. Foodservice, Inc.
Devonshire	85/169,950	5-Nov-10	Design	U.S. Foodservice, Inc.
Directcare	1,955,843	13-Feb-96	Word	U.S. Foodservice, Inc.
Directcare Meals, Menus & More	1,794,471	21-Sep-93	Design	U.S. Foodservice, Inc.



TRADEMARK	Ser. No./ Reg. No.	App. Date/ Reg. Date	Type of Mark	Owner
Directions Cost Management Solutions	3,169,928	7-Nov-06	Word	U.S. Foodservice, Inc.
Drive Away Hunger	3,532,308	11-Nov-08	Word	U.S. Foodservice, Inc.
Drive Away Hunger	3,532,309	11-Nov-08	Design	U.S. Foodservice, Inc.
Dubois	3,134,320	22-Aug-06	Word	U.S. Foodservice, Inc.
El Pasado	3,714,975	24-Nov-09	Word	U.S. Foodservice, Inc.
El Pasado	3,714,986	24-Nov-09	Design	U.S. Foodservice, Inc.
El Pasado Authentic Mexican Cuisine with a Touch of the Past	3,188,699	26-Dec-06	Word	U.S. Foodservice, Inc.
El Pasado Authentic Mexican Cuisine with a Touch of the Past	2,164,286	9-Jun-98	Design	U.S. Foodservice, Inc.
Enjoy Life, Eat Out More Often	1,073,808	20-Sep-77	Word	U.S. Foodservice, Inc.
Every Modern Life Needs Some Rituals	3,710,189	10-Nov-09	Word	U.S. Foodservice, Inc.
Flavors	3,361,598	1-Jan-08	Word	U.S. Foodservice, Inc.
Flavors	3,622,710	19-May-09	Design	U.S. Foodservice, Inc.
Flavors	3,541,534	2-Dec-08	Design	U.S. Foodservice, Inc.
Flavors by Monarch Foods	3,361,599	1-Jan-08	Design	U.S. Foodservice, Inc.
Flavors by U.S. Foodservice	3,582,324	3-May-09	Design	U.S. Foodservice, Inc.
Food Safety - Delivered!	3,740,954	19-Jan-10	Word	U.S. Foodservice, Inc.
Foodservice Designed for Health Care	2,068,111	3-Jun-97	Word	U.S. Foodservice, Inc.
Foodsight	3,887,778	7-Dec-10	Word	U.S. Foodservice, Inc.
Foundations Building Blocks for Success	3,526,547	4-Nov-08	Design	U.S. Foodservice, Inc.
Fresco	1,130,245	5-Feb-80	Word	U.S. Foodservice, Inc.



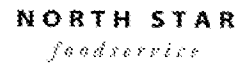
TRADEMARK	Ser. No./ Reg. No.	App. Date/ Reg. Date	Type of Mark	Owner
Glenview Farms	3,841,432	31-Aug-10	Word	U.S. Foodservice, Inc.
Glenview Farms	2,767,675	23-Sep-03	Word	U.S. Foodservice, Inc.
Glenview Farms	2,688,621	31-Dec-02	Word	U.S. Foodservice, Inc.
Glenview Farms	3,041,060	10-Jan-06	Design	U.S. Foodservice, Inc.
Glenview Farms	85/183905	23-Nov-10	Design	U.S. Foodservice, Inc.
Gutchecks	3,744,100	2-Feb-10	Word	U.S. Foodservice, Inc.
Harbor Banks	3,032,145	20-Dec-05	Word	U.S. Foodservice, Inc.
Harbor Banks	3,599,072	31-Mar-09	Design	U.S. Foodservice, Inc.
Harvest Value	3,864,224	19-Oct-10	Word	U.S. Foodservice, Inc.
Harvest Value	3,032,165	20-Dec-05	Word	U.S. Foodservice, Inc.
Harvest Value	1,903,680	4-Jul-95	Design	U.S. Foodservice, Inc.
Harvest Value	3,864,225	19-Oct-10	Design	U.S. Foodservice, Inc.
Harvest Value	85/270366	18-Mar-11	Design	U.S. Foodservice, Inc.
Health Next	2,325,955	7-Mar-00	Word	U.S. Foodservice, Inc.
Healthcare U.S. Foodservice	3,349,355	4-Dec-07	Design	U.S. Foodservice, Inc.
Hightower	1,352,489	6-Aug-85	Word	U.S. Foodservice, Inc.
Hilltop Hearth	3,124,783	1-Aug-06	Word	U.S. Foodservice, Inc.
Hilltop Hearth	3,005,931	11-Oct-05	Word	U.S. Foodservice, Inc.
Hilltop Hearth	1,859,225	18-Oct-94	Design	U.S. Foodservice, Inc.
Hilltop Hearth	3,124,784	1-Aug-06	Design	U.S. Foodservice, Inc.
Hilltop Hearth	85/193998	9-Dec-10	Design	U.S. Foodservice, Inc.
Horizon	3,932,436	15-Mar-11	Word	U.S. Foodservice, Inc.
Horizon The In-Service Educational Library for Healthcare	3,941,505	5-Apr-11	Design	U.S. Foodservice, Inc.
Ideasbeyond	3,623,011	19-May-09	Word	U.S. Foodservice, Inc.
Imprints	2,692,086	4-Mar-03	Word	U.S. Foodservice, Inc.



TRADEMARK	Ser. No./ Reg. No.	App. Date/ Reg. Date	Type of Mark	Owner
Imprints	3,747,711	9-Feb-10	Design	U.S. Foodservice, Inc.
Insight for the Foodservice Professional	85/254912	1-Mar-11	Word	U.S. Foodservice, Inc.
Intellilock	3,719,977	1-Dec-09	Word	U.S. Foodservice, Inc.
Inunison	3,432,218	20-May-08	Word	U.S. Foodservice, Inc.
It's Your Business, We Help Carry the Load	3,422,408	6-May-08	Word	U.S. Foodservice, Inc.
Menus on Demand	3,841,446	31-Aug-10	Design	U.S. Foodservice, Inc.
Making Your Business Ours	3,278,007	7-Aug-07	Word	U.S. Foodservice, Inc.
Marissa	3,131,202	15-Aug-06	Word	U.S. Foodservice, Inc.
Menus On-Demand	3,765,626	23-Mar-10	Word	U.S. Foodservice, Inc.
Monogram	2,593,620	16-Jul-02	Design	U.S. Foodservice, Inc.
Monogram	2,438,588	27-Mar-01	Design	U.S. Foodservice, Inc.
Monogram	2,435,385	13-Mar-01	Design	U.S. Foodservice, Inc.
Monogram	2,065,967	27-May-97	Design	U.S. Foodservice, Inc.
Monogram	2,438,587	27-Mar-01	Design	U.S. Foodservice, Inc.
Monogram	2,106,362	21-Oct-97	Design	U.S. Foodservice, Inc.
Monogram	2,098,249	16-Sep-97	Design	U.S. Foodservice, Inc.
Monogram	2,104,126	7-Oct-97	Design	U.S. Foodservice, Inc.
Monarch	3,867,097	26-Oct-10	Word	U.S. Foodservice, Inc.
Monarch	3,247,312	29-May-07	Word	U.S. Foodservice, Inc.
Monarch	85/270378	18-Mar-11	Word	U.S. Foodservice, Inc.
Monarch Est. 1853	3,867,098	26-Oct-10	Design	U.S. Foodservice, Inc.
Monarch Est. 1853	3,496,737	2-Sep-08	Design	U.S. Foodservice, Inc.
Monarch Est. 1853	3,496,738	2-Sep-08	Design	U.S. Foodservice, Inc.
Monarch Food Group	3,813,625	6-Jul-10	Word	U.S. Foodservice, Inc.
Monarch Food Group	3,607,048	14-Apr-09	Design	U.S. Foodservice, Inc.
Monarch Food Group	3,607,049	14-Apr-09	Design	U.S. Foodservice, Inc.
Monarch Foods	3,264,621	17-Jul-07	Word	U.S. Foodservice, Inc.
Monogram	85/157,253	20-Oct-10	Design	U.S. Foodservice, Inc.
Monogram	2,442,707	10-Apr-01	Word	U.S. Foodservice, Inc.
Monogram	2,580,846	18-Jun-02	Word	U.S. Foodservice, Inc.
Monogram	2,437,192	20-Mar-01	Word	U.S. Foodservice, Inc.



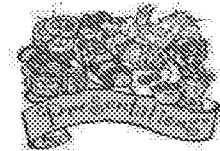
TRADEMARK	Ser. No./ Reg. No.	App. Date/ Reg. Date	Type of Mark	Owner
Monogram	2,603,522	6-Aug-02	Word	U.S. Foodservice, Inc.
Monogram	2,186,077	1-Sep-98	Word	U.S. Foodservice, Inc.
Natural Favorite	85/145,411	5-Oct-10	Word	U.S. Foodservice, Inc.
Next Day Gourmet	1,936,228	4-Nov-95	Word	U.S. Foodservice, Inc.
Next Day Gourmet	2,473,081	31-Jul-01	Word	U.S. Foodservice, Inc.
Next Day Gourmet	2,481,686	28-Aug-01	Design	U.S. Foodservice, Inc.
North Star Foodservice	3,334,800	13-Nov-07	Design	U.S. Foodservice, Inc.
North Star Foodservice	3,290,823	11-Sep-07	Word	U.S. Foodservice, Inc.
Oil 2.0 Clean and Green	3,911,786	25-Jan-11	Word	U.S. Foodservice, Inc.
Oil 2.0 Clean and Green	3,901,458	4-Jan-11	Design	U.S. Foodservice, Inc.
Optimax	2,186,522	1-Sep-98	Word	U.S. Foodservice, Inc.
Optimax	3,757,615	9-Mar-10	Design	U.S. Foodservice, Inc.
Outwest Meat Company	85/110,602	18-Aug-10	Word	U.S. Foodservice, Inc.
Outwest Meat Company	85/110,620	18-Aug-10	Design	U.S. Foodservice, Inc.
Pacific Jade	2,402,754	7-Nov-00	Word	U.S. Foodservice, Inc.
Pacific Jade	2,291,267	9-Nov-99	Word	U.S. Foodservice, Inc.
Pacific Jade	2,402,753	7-Nov-00	Word	U.S. Foodservice, Inc.
Pacific Jade	2,292,922	16-Nov-99	Design	U.S. Foodservice, Inc.
Pacific Jade	2,400,861	31-Oct-00	Design	U.S. Foodservice, Inc.
Pacific Jade	2,430,350	20-Feb-01	Design	U.S. Foodservice, Inc.
Pacific Jade	85/281978	31-Mar-11	Design	U.S. Foodservice, Inc.



TRADEMARK	Ser. No./ Reg. No.	App. Date/ Reg. Date	Type of Mark	Owner
Paris	947,995	28-Nov-72	Word	U.S. Foodservice, Inc.
Patuxent Farms	3,841,416	31-Aug-10	Word	U.S. Foodservice, Inc.
Patuxent Farms	3,045,280	17-Jan-06	Word	U.S. Foodservice, Inc.
Patuxent Farms	3,841,417	31-Aug-10	Design	U.S. Foodservice, Inc.
Patuxent Farms	1,971,715	30-Apr-96	Design	U.S. Foodservice, Inc.
Patuxent Farms	2,043,105	11-Mar-97	Design	U.S. Foodservice, Inc.
Pebbles	1,796,764	5-Oct-93	Word	U.S. Foodservice, Inc.
Peer Prism	2,276,597	7-Sep-99	Word	U.S. Foodservice, Inc.
Peer Prism	3,837,263	24-Aug-10	Design	U.S. Foodservice, Inc.
Points of Focus	85/156,335	19-Oct-10	Word	U.S. Foodservice, Inc.
Points of Focus	85/155,980	19-Oct-10	Design	U.S. Foodservice, Inc.
Portfolio Max	3,133,746	22-Aug-06	Word	U.S. Foodservice, Inc.
Presentations	3,864,057	19-Oct-10	Word	U.S. Foodservice, Inc.
Presentations	2,394,078	10-Oct-00	Word	U.S. Foodservice, Inc.
Presentations	2,652,628	19-Nov-02	Word	U.S. Foodservice, Inc.
Presentations	2,647,064	5-Nov-02	Word	U.S. Foodservice, Inc.
Presentations	3,922,043	22-Feb-11	Design	U.S. Foodservice, Inc.
Presentations	85/150,437	12-Oct-10	Design	U.S. Foodservice, Inc.
Presentations	2,647,065	5-Nov-02	Design	U.S. Foodservice, Inc.
Presentations	2,654,991	26-Nov-02	Design	U.S. Foodservice, Inc.
Provisions Focusing on Your Success	3,659,804	28-Jul-09	Design	U.S. Foodservice, Inc.
QSP - Quality Service Process	3,270,487	24-Jul-07	Word	U.S. Foodservice, Inc.
QSP - Quality Service Process	3,233,150	24-Apr-07	Design	U.S. Foodservice, Inc.
Quali-Fry	3,841,403	31-Aug-10	Word	U.S. Foodservice, Inc.
Quali-Fry	1,327,269	26-Mar-85	Word	U.S. Foodservice, Inc.
Quali-Fry	3,757,616	9-Mar-10	Design	U.S. Foodservice, Inc.
Recipes on Demand	3,841,445	31-Aug-10	Design	U.S. Foodservice, Inc.
Recipes on Demand	3,753,456	23-Feb-10	Word	U.S. Foodservice, Inc.



Peer PRISM



provisions
FOCUSING ON YOUR SUCCESS

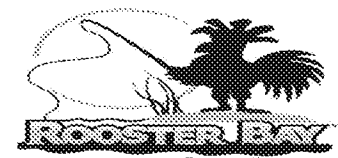
QSP | Quality
Service
Process

QUALIFRY

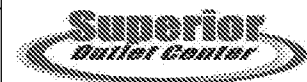
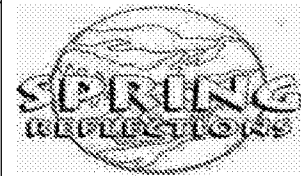
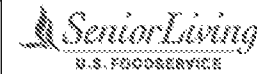
RECIPES
On Demand

TRADEMARK	Ser. No./ Reg. No.	App. Date/ Reg. Date	Type of Mark	Owner
Radianz	3,818,197	13-Jul-10	Word	U.S. Foodservice, Inc.
Resources Beyond	3,874,007	9-Nov-10	Design	U.S. Foodservice, Inc.
RE	3,591,180	17-Mar-09	Design	U.S. Foodservice, Inc.
Rituals Estate	3,478,267	29-Jul-08	Word	U.S. Foodservice, Inc.
Rituals	77/969,820	25-Mar-10	Word	U.S. Foodservice, Inc.
Rituals	3,293,530	18-Sep-07	Word	U.S. Foodservice, Inc.
Rituals	3,004,484	4-Oct-05	Word	U.S. Foodservice, Inc.
Rituals	77/969,836	26-Mar-10	Design	U.S. Foodservice, Inc.
Rituals	2,088,117	12-Aug-97	Word	U.S. Foodservice, Inc.
Rituals Coffee Company Since 1996	3,898,814	4-Jan-11	Design	U.S. Foodservice, Inc.
Rooster Bay	3,818,260	13-Jul-10	Word	U.S. Foodservice, Inc.
Rooster Bay	3,793,073	25-May-10	Word	U.S. Foodservice, Inc.
Rooster Bay	3,667,641	11-Aug-09	Word	U.S. Foodservice, Inc.
Rooster Bay	3,670,621	18-Aug-09	Word	U.S. Foodservice, Inc.
Rooster Bay	3,793,074	25-May-10	Design	U.S. Foodservice, Inc.
Rooster Bay	3,793,142	25-May-10	Design	U.S. Foodservice, Inc.
Rooster Bay	3,768,523	30-Mar-10	Design	U.S. Foodservice, Inc.
Roseli	85/016,907	19-Apr-10	Word	U.S. Foodservice, Inc.
Roseli	3,020,308	29-Nov-05	Word	U.S. Foodservice, Inc.
Roseli	85/016,914	19-Apr-10	Design	U.S. Foodservice, Inc.
Roseli	1,904,840	11-Jul-95	Design	U.S. Foodservice, Inc.
Rykoff-Sexton	3,732,062	29-Dec-09	Word	U.S. Foodservice, Inc.

RESOURCES BEYOND



TRADEMARK	Ser. No./ Reg. No.	App. Date/ Reg. Date	Type of Mark	Owner
Rykoff-Sexton International	3,174,169	21-Nov-06	Design	U.S. Foodservice, Inc.
Self Operator Solutions	3,884,332	30-Nov-10	Design	U.S. Foodservice, Inc.
Senior Living U.S. Foodservice	3,747,268	9-Feb-10	Design	U.S. Foodservice, Inc.
Service So Good We Put Our name On It!	1,709,531	18-Aug-92	Word	U.S. Foodservice, Inc.
Shell	85/238659	10-Feb-11	Word	U.S. Foodservice, Inc.
Since 1893 Stock Yards The World's Finest Steaks & Chops	3,508,601	30-Sep-08	Design	U.S. Foodservice, Inc.
Spring Reflections	3,164,121	24-Oct-06	Word	U.S. Foodservice, Inc.
Spring Reflections	85/183964	23-Nov-10	Design	U.S. Foodservice, Inc.
Stay Ahead of the Class	3,323,013	30-Oct-07	Word	U.S. Foodservice, Inc.
Stock Yards	2,677,807	21-Jan-03	Word	U.S. Foodservice, Inc.
Stock Yards	2,778,523	28-Oct-03	Design	U.S. Foodservice, Inc.
Stock Yards Meat Packing Company	2,944,504	26-Apr-05	Word	U.S. Foodservice, Inc.
Stock Yards Packing Company	3,508,599	30-Sep-08	Word	U.S. Foodservice, Inc.
Stock Yards Packing Company	1,482,550	29-Mar-88	Design	U.S. Foodservice, Inc.
Stock Yards Packing Company	85/082,231	12-Jul-10	Design	U.S. Foodservice, Inc.
Supercured	2,456,854	5-Jun-01	Word	U.S. Foodservice, Inc.
Superior	2,053,710	22-Apr-97	Word	U.S. Foodservice, Inc.
Superior 1-800-32809400	3,430,086	20-May-08	Design	U.S. Foodservice, Inc.
Superior Outlet Center	3,430,087	20-May-08	Design	U.S. Foodservice, Inc.
Superior Products	1,694,995	16-Jun-92	Word	U.S. Foodservice, Inc.



<u>TRADEMARK</u>	<u>Ser. No./ Reg. No.</u>	<u>App. Date/ Reg. Date</u>	<u>Type of Mark</u>	<u>Owner</u>
Superior Products	3,430,085	20-May-08	Design	U.S. Foodservice, Inc.
Synergy	3,001,537	27-Sep-05	Word	U.S. Foodservice, Inc.
The Big BW	3,540,864	2-Dec-08	Word	U.S. Foodservice, Inc.
The King of Steaks	2,741,457	29-Jul-03	Word	U.S. Foodservice, Inc.
The King of Steaks	947,675	21-Nov-72	Design	U.S. Foodservice, Inc.
The Rewards of Exceptional Taste	3,272,916	31-Jul-07	Word	U.S. Foodservice, Inc.
Thirster	2,668,593	31-Dec-02	Word	U.S. Foodservice, Inc.
Thirster	2,109,738	28-Oct-97	Word	U.S. Foodservice, Inc.
Thirster	3,027,845	13-Dec-05	Design	U.S. Foodservice, Inc.
To Your Taste	1,718,606	22-Sep-92	Word	U.S. Foodservice, Inc.
Trendview	3,837,815	24-Aug-10	Word	U.S. Foodservice, Inc.
U.S. Foodservice	3,017,715	22-Nov-05	Word	U.S. Foodservice, Inc.
U.S. Foodservice	2,582,532	18-Jun-02	Design	U.S. Foodservice, Inc.
U.S. Foodservice	85/012598	13-Apr-10	Design	U.S. Foodservice, Inc.
Union Square	1,093,616	20-Jun-78	Word	U.S. Foodservice, Inc.
U.S. Foodservice Cattleman's Choice	2,411,041	5-Dec-00	Design	U.S. Foodservice, Inc.
USFOOD.COM	3,125,761	8-Aug-06	Design	U.S. Foodservice, Inc.
Westchester	3,134,321	22-Aug-06	Word	U.S. Foodservice, Inc.
Your Partner Beyond the Plate	3,481,981	5-Aug-08	Word	U.S. Foodservice, Inc.
Zip Order	2,544,130	5-Mar-02	Word	U.S. Foodservice, Inc.

