

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest in Trademark Rights

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A., as administrative agent (as successor to Bear Stearns Corporate Lending Inc.)		02/13/2012	Bank: DISTRICT OF COLUMBIA

RECEIVING PARTY DATA

Name:	ROUNDY'S SUPERMARKETS, INC. (as successor-in-interest to The Copps Corporation and f/k/a Roundy's, Inc.)
Street Address:	875 East Wisconsin Avenue
City:	Milwaukee
State/Country:	WISCONSIN
Postal Code:	53202
Entity Type:	CORPORATION: WISCONSIN

PROPERTY NUMBERS Total: 26

Property Type	Number	Word Mark
Registration Number:	1964854	ADVANTAGE PLUS
Registration Number:	1610853	COPPS
Registration Number:	1610854	COPPS
Registration Number:	1610216	COPPS
Registration Number:	1610215	COPPS
Registration Number:	1610852	COPPS
Registration Number:	1610851	COPPS
Registration Number:	1610855	COPPS
Registration Number:	2213971	COPPS KEY SAVINGS CLUB
Registration Number:	1755950	
Registration Number:	1805581	MOR FOR LESS
Registration Number:	942886	OLD TIME

OP \$665.00 1964854

Registration Number:	1612551	OLD TIME
Registration Number:	1748744	OLD TIME
Registration Number:	1443606	PICK 'N SAVE
Registration Number:	1857394	PRICE LESS FOODS
Registration Number:	937195	ROUNDY'S
Registration Number:	1187206	ROUNDY'S
Registration Number:	1254205	ROUNDY'S
Registration Number:	1388749	ROUNDY'S
Registration Number:	1412925	ROUNDY'S
Registration Number:	1626534	ROUNDY'S
Registration Number:	1703187	ROUNDYS
Registration Number:	1943818	ROUNDY'S
Registration Number:	1966793	ROUNDY'S
Registration Number:	1736975	SMP ADVERTISING

CORRESPONDENCE DATA

Fax Number: (800)494-7512
Phone: 202 370 4761
Email: tfahey@nationalcorp.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Correspondent Name: Thomas Fahey
Address Line 1: 1100 G Street NW Suite 420
Address Line 2: National Corporate Research
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	F137920
NAME OF SUBMITTER:	Courtney J. Mitchell
Signature:	/Courtney J. Mitchell/
Date:	02/13/2012

Total Attachments: 5
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RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS

RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS (this “**Release**”) is made as of the February 13, 2012, between ROUNDY’S SUPERMARKETS, INC., a Wisconsin corporation (as successor-in-interest to The Copps Corporation (“**Copps**”) and f/k/a/Roundy’s, Inc., the “**Grantor**”) and JPMorgan Chase Bank, N.A., as administrative agent (as successor to Bear Stearns Corporate Lending Inc. (“**Bear Stearns**”) in such capacity, the “**Administrative Agent**”) for the banks and other financial institutions or entities (the “**Lenders**”) from time to time parties to the Credit Agreement, dated as of June 6, 2002 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “**Credit Agreement**”), among Roundy’s Acquisition Corp., a Delaware corporation, the Grantor, the Lenders, the Administrative Agent, and the other parties thereto. Capitalized terms used herein without definition are used as defined in the Credit Agreement and the Guarantee and Collateral Agreement (as hereinafter defined), as applicable.

WHEREAS, pursuant to the Guarantee and Collateral Agreement, dated as of June 6, 2002 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “**Guarantee and Collateral Agreement**”), made by Copps, the Grantor and the other signatories thereto in favor of Bear Stearns, a security interest was granted by Copps and the Grantor to Bear Stearns in Copps’ and the Grantor’s Intellectual Property, including their respective Trademarks;

WHEREAS, pursuant to that certain (i) Grant of Security Interest in Trademark Rights, dated as of June 6, 2002 (the “**Copps Agreement**”) by Copps in favor of Bear Stearns, Copps, by reference to the Guarantee and Collateral Agreement, confirmed its grant of security interest to Bear Stearns specifically in its Trademarks, and (ii) Grant of Security Interest in Trademark Rights, dated as of June 6, 2002 (the “**Roundy’s Agreement**” and, together with the Copps Agreement, the “**Agreements**”) by Grantor in favor of Bear Stearns, Grantor, by reference to the Guarantee and Collateral Agreement, confirmed its grant of security interest to Bear Stearns specifically in its Trademarks, in each case, including the Trademarks set forth on Schedule A hereto (the “**Released Trademarks**”);

WHEREAS, the (i) Copps Agreement was recorded with the United States Patent and Trademark Office on July 15, 2002 on Reel 002543, Frame 0081 and (ii) Roundy’s Agreement was recorded with the United States Patent and Trademark Office on July 15, 2002 on Reel 002538, Frame 0950; and

WHEREAS, the Administrative Agent has agreed to release its security interest in the Released Trademarks;

NOW, THEREFORE, for good and valuable consideration, including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademarks pursuant to the Guarantee and Collateral Agreement, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent does hereby irrevocably terminate and release its security interest in the Trademarks (including, without limitation, the Released Trademarks) granted to the Administrative Agent pursuant to the Guarantee and Collateral Agreement and the Agreements, together with all of the goodwill associated therewith, and hereby assigns and transfers to the Grantor, without any representation, warranty, or recourse whatsoever, the Administrative Agent’s entire right, title and interest in and to such Trademarks and such goodwill granted to the Administrative Agent pursuant to the Guarantee and Collateral Agreement and the Agreements, effective as of the date set forth above. This Release shall be binding upon the Administrative Agent’s legal representatives, assigns and successors.

The Administrative Agent authorizes and requests that the United States Commissioner for Trademarks and any other applicable government officer record this Release. This Release shall be governed by, and construed in accordance with, the laws of the State of New York.

[signature page follows]

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

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

By: Anthony W. Bartell
Name: Anthony W. Bartell
Title: Authorized Officer

[Signature Page to Release of Security Interest in Trademark Rights]

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TRADEMARK
REEL: 004715 FRAME: 0983

Schedule A

U.S. Trademarks Registrations

<u>Title of Work</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Owner</u>
ADVANTAGE PLUS	1,964,854	04/02/1996	Roundy's Supermarkets, Inc.
COPPS & Design (Bagaroo, the kangaroo)	1,610,853	08/21/1990	Roundy's Supermarkets, Inc.
COPPS & Design (Chops, the dog)	1,610,854	08/21/1990	Roundy's Supermarkets, Inc.
COPPS & Design (Coco, the monkey)	1,610,216	08/14/1990	Roundy's Supermarkets, Inc.
COPPS & Design (I.C., the penguin)	1,610,215	08/14/1990	Roundy's Supermarkets, Inc.
COPPS & Design (Scratch, the cat)	1,610,852	08/21/1990	Roundy's Supermarkets, Inc.
COPPS & Design (The Inspector)	1,610,851	08/21/1990	Roundy's Supermarkets, Inc.
COPPS & Design (Wink, the rabbit)	1,610,855	08/21/1990	Roundy's Supermarkets, Inc.
COPPS KEY SAVING CLUB	2,213,971	12/29/1998	Roundy's Supermarkets, Inc.
Miscellaneous Design (Mor for Less logo)	1,755,950	03/02/1993	Roundy's Supermarkets, Inc.
MOR FOR LESS	1,805,581	11/16/1993	Roundy's Supermarkets, Inc.
OLD TIME	942,886	09/12/1972	Roundy's Supermarkets, Inc.
OLD TIME	1,612,551	09/11/1990	Roundy's Supermarkets, Inc.
OLD TIME	1,748,744	01/26/1993	Roundy's Supermarkets, Inc.
PICK 'N SAVE	1,443,606	06/16/1987	Roundy's Supermarkets, Inc.
PRICE LESS FOODS	1,857,394	10/04/1994	Roundy's Supermarkets, Inc.
ROUNDY'S	937,195	07/04/1972	Roundy's Supermarkets, Inc.
ROUNDY'S	1,187,206	01/19/1982	Roundy's Supermarkets, Inc.
ROUNDY'S	1,254,205	10/18/1983	Roundy's Supermarkets, Inc.
ROUNDY'S	1,388,749	04/08/1986	Roundy's Supermarkets, Inc.
ROUNDY'S	1,412,925	10/14/1986	Roundy's Supermarkets, Inc.

ROUNDY'S	1,626,534	12/11/1990	Roundy's Supermarkets, Inc.
ROUNDY'S	1,703,187	07/28/1992	Roundy's Supermarkets, Inc.
ROUNDY'S	1,943,818	12/26/1995	Roundy's Supermarkets, Inc.
ROUNDY'S	1,966,793	04/09/1996	Roundy's Supermarkets, Inc.
SMP ADVERTISING	1,736,975	12/01/1992	Roundy's Supermarkets, Inc.