

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM302841

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Credit Suisse AG, Cayman Islands Branch		03/03/2014	Bank: SWITZERLAND

RECEIVING PARTY DATA

Name:	Roundy's Supermarkets, Inc.
Street Address:	875 East Wisconsin Ave.
Internal Address:	P.O. Box 473
City:	Milwaukee
State/Country:	WISCONSIN
Postal Code:	53201-0473
Entity Type:	CORPORATION: WISCONSIN

PROPERTY NUMBERS Total: 27

Property Type	Number	Word Mark
Registration Number:	1964854	ADVANTAGE PLUS
Registration Number:	3520207	CHEF'S GRILL
Registration Number:	2213971	COPPS KEY SAVINGS CLUB
Registration Number:	3430520	CUT BACK
Registration Number:	1755950	
Registration Number:	1805581	MOR FOR LESS
Registration Number:	0942886	OLD TIME
Registration Number:	1612551	OLD TIME
Registration Number:	1748744	OLD TIME
Registration Number:	1443606	PICK 'N SAVE
Registration Number:	1857394	PRICE LESS FOODS
Registration Number:	1459729	RAINBOW
Registration Number:	1248298	RAINBOW
Registration Number:	1304312	RAINBOW FOODS
Registration Number:	0937195	ROUNDY'S
Registration Number:	1187206	ROUNDY'S
Registration Number:	1254205	ROUNDY'S
Registration Number:	1388749	ROUNDY'S

TRADEMARK

Property Type	Number	Word Mark
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
Registration Number:	3088671	SPEED ZONE
Registration Number:	3017766	SPEED ZONE SELF CHECKOUT
Registration Number:	3304665	SUNNY VALLEY

CORRESPONDENCE DATA

Fax Number: 3128622200

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 3128622000

Email: rob.soneson@kirkland.com

Correspondent Name: Rob Soneson

Address Line 1: 300 N LaSalle

Address Line 2: Kirkland & Ellis

Address Line 4: Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER:	40202-2
NAME OF SUBMITTER:	Rob Soneson
SIGNATURE:	/rsoneson/
DATE SIGNED:	04/28/2014

Total Attachments: 4

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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 March 3, 2014, between ROUNDY’S SUPERMARKETS, INC., a Wisconsin corporation (the “**Grantor**”) and CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, as administrative agent (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 February 13, 2012 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “**Credit Agreement**”), among 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 February 13, 2012 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “**Guarantee and Collateral Agreement**”), made by the Grantor and the other signatories thereto in favor of the Administrative Agent, a security interest was granted by the Grantor to the Administrative Agent in the Grantor’s Intellectual Property, including its Trademarks;

WHEREAS, pursuant to that certain Grant of Security Interest in Trademark Rights, dated as of February 13, 2012 (the “**Trademark Security Agreement**”) by Grantor in favor of the Administrative Agent, Grantor, by reference to the Guarantee and Collateral Agreement, confirmed its pledge and grant of security interest to the Administrative Agent specifically in its Trademarks, including, without limitation, the Trademarks set forth on Schedule A hereto (the “**Released Trademarks**”);

WHEREAS, the Trademark Security Agreement was recorded with the United States Patent and Trademark Office on February 13, 2012 on Reel 4716, Frame 0309; and

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

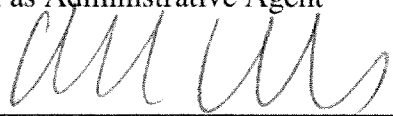
NOW, THEREFORE, for good and valuable consideration, including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademarks pursuant to the Guarantee and Collateral Agreement, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent does hereby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

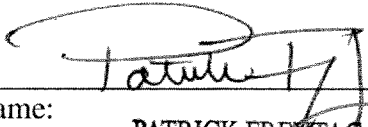
The Administrative Agent authorizes and requests that the United States Commissioner for Trademarks and any other applicable government officer record this Release. This Release shall be governed by, and construed in accordance with, the laws of the State of New York.

[signature page follows]

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

CREDIT SUISSE AG, CAYMAN ISLANDS
BRANCH, as Administrative Agent

By: 
Name: ROBERT HETU
Title: AUTHORIZED SIGNATORY

By: 
Name: PATRICK FREYTAG
Title: AUTHORIZED SIGNATORY

SCHEDULE A

U.S. Trademark Registrations

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Owner</u>
ADVANTAGE PLUS	1,964,854	04/02/1996	Roundy's Supermarkets, Inc.
CHEF'S GRILL & Design 3	3,520,207	10/21/2008	Roundy's Supermarkets, Inc.
COPPS KEY SAVING CLUB	2,213,971	12/29/1998	Roundy's Supermarkets, Inc.
CUT BACK and Design	3,430,520	5/20/2008	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.
RAINBOW	1,459,729	09/29/2007	Roundy's Supermarkets, Inc.
RAINBOW	1,248,298	08/16/1983	Roundy's Supermarkets, Inc.
RAINBOW FOODS & DESIGN	1,304,312	11/06/1984	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.
SPEED ZONE	3,088,671	5/2/2006	Roundy's Supermarkets, Inc.
SPEED ZONE SELF-CHECKOUT & DESIGN	3,017,766	11/22/2005	Roundy's Supermarkets, Inc.
SUNNY VALLEY	3,304,665	10/2/2007	Roundy's Supermarkets, Inc.

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