

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM494971

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Wells Fargo Bank, National Association		10/22/2018	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Acme Markets, Inc.		
Street Address:	11840 Valley View Road		
City:	Eden Prairie		
State/Country:	MINNESOTA		
Postal Code:	55344		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	789147	LANCASTER BRAND	
Registration Number:	1369567	ACME	
Registration Number:	1516551	LANCASTER BRAND	
Registration Number:	2041975	ACME	
Registration Number:	2047800	ACME PHARMACY	
Registration Number:	2275601	ACME	
CORRESPONDENCE DATA			
Fax Number:	2127352000		
<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>			
Phone:	212.735.5117		
Email:	francine.waldbaum@skadden.com		
Correspondent Name:	Skadden, Arps, Slate, Meagher & Flom LLP		
Address Line 1:	Four Times Square		
Address Line 2:	Francine Waldbaum		
Address Line 4:	New York, NEW YORK 10036		
ATTORNEY DOCKET NUMBER:	214070/2		
NAME OF SUBMITTER:	Shaya Afshar		
SIGNATURE:	/Shaya Afshar/		

CH \$165.00 789147

DATE SIGNED:

10/22/2018

Total Attachments: 10

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[Execution]

RELEASE OF SECURITY INTEREST IN TRADEMARKS

WHEREAS, ACME MARKETS, INC., a Delaware corporation ("Debtor"), granted a security interest in and lien upon certain trademarks and related rights to Wells Fargo Bank, National Association, in its capacity as administrative agent (in such capacity, "Secured Party") as set forth in the Grant of Security Interest in United States Trademarks, dated as of August 30, 2012, between Debtor and Secured Party (the "Trademark Security Agreement");

WHEREAS, an executed copy of the Trademark Security Agreement was recorded in the United States Patent and Trademark Office on October 26, 2012, at Reel 4893, Frame 0692;

WHEREAS, Debtor has requested that Secured Party release and reassign its interest in the trademarks granted in the Trademark Security Agreement, including the trademarks more fully identified in Schedule A annexed hereto and made a part hereof, together with the goodwill of the business symbolized thereby;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Secured Party hereby:

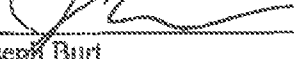
1. Releases and reassigns to Debtor any and all security interests of Secured Party pursuant to the Trademark Security Agreement including any and all security interests in (a) all of the Debtor's right, title and interest in, to and under to the United States trademarks, tradenames, trade styles and service marks and all trademark registrations and use-based trademark applications and recordings (the "Marks") set forth on Schedule A attached hereto, (b) all rights and privileges arising under applicable law with respect to Debtor's use of any Marks, and all reissues, extensions, continuation and renewals thereof, (c) all prints and labels on which any Marks have appeared or will appear, and all designs and general intangibles of a like nature; (d) the goodwill of the business symbolized by each of the Marks, including, without limitation, all customer lists and other records relating to the distribution of products or services bearing the Marks, and (e) all rights corresponding thereto; and

2. Authorizes and requests that the United States Patent and Trademark Office note and record the existence of the release hereby given.

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IN WITNESS WHEREOF, Secured Party has caused this Release of Security Interest in Trademarks to be executed by its duly authorized corporate officer this 22nd of October, 2018.

WELLS FARGO BANK, NATIONAL ASSOCIATION

By: 
Name: Joseph Burt
Title: Authorized Officer

[Trademark Release - Acme Markets (SVU)]

TRADEMARK
REEL: 006463 FRAME: 0351

SCHEDULE A
TO
RELEASE OF SECURITY INTEREST IN TRADEMARKS
LIST OF TRADEMARKS AND TRADEMARK APPLICATIONS

See Attached



UNITED STATES PATENT AND TRADEMARK OFFICE

UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND
DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

NOVEMBER 7, 2012

PTAS

SUSAN O'BRIEN
CT LIEN SOLUTIONS
187 WOLF ROAD, SUITE 101
ALBANY, NY 12205

700495463

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT RECORDATION BRANCH OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE ASSIGNMENT RECORDATION BRANCH AT 571-272-3350. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, MAIL STOP: ASSIGNMENT RECORDATION BRANCH, P.O. BOX 1450, ALEXANDRIA, VA 22313.

RECORDATION DATE: 10/26/2012

REEL/FRAME: 4893/0692
NUMBER OF PAGES: 5

BRIEF: SECURITY INTEREST

ASSIGNOR:

ACME MARKETS, INC.

DOC DATE: 08/30/2012
CITIZENSHIP: DELAWARE
ENTITY: CORPORATION

ASSIGNEE:

WELLS FARGO BANK, NATIONAL
ASSOCIATION
ONE BOSTON PLACE, 18TH FLOOR
BOSTON, MASSACHUSETTS 02108

CITIZENSHIP: UNITED STATES
ENTITY: ASSOCIATION

SERIAL NUMBER: 72142009

REGISTRATION NUMBER: 789147

MARK: LANCASTER BRAND

DRAWING TYPE: STANDARD CHARACTER MARK

FILING DATE: 04/11/1962

REGISTRATION DATE: 05/04/1965

SERIAL NUMBER: 73532074

REGISTRATION NUMBER: 1369567

MARK: ACME

DRAWING TYPE: AN ILLUSTRATION DRAWING WHICH INCLUDES WORD(S)/ LETTER(S)
/NUMBER(S)

FILING DATE: 04/12/1985

REGISTRATION DATE: 11/05/1985

SERIAL NUMBER: 73701989 FILING DATE: 12/21/1987
REGISTRATION NUMBER: 1516551 REGISTRATION DATE: 12/13/1988
MARK: LANCASTER BRAND
DRAWING TYPE: STANDARD CHARACTER MARK

SERIAL NUMBER: 75088102 FILING DATE: 04/16/1996
REGISTRATION NUMBER: 2041975 REGISTRATION DATE: 03/04/1997
MARK: ACME
DRAWING TYPE: TYPESET WORD(S) /LETTER(S) /NUMBER(S)

SERIAL NUMBER: 75099994 FILING DATE: 05/07/1996
REGISTRATION NUMBER: 2047800 REGISTRATION DATE: 03/25/1997
MARK: ACME PHARMACY
DRAWING TYPE: TYPESET WORD(S) /LETTER(S) /NUMBER(S)

SERIAL NUMBER: 75419350 FILING DATE: 01/16/1998
REGISTRATION NUMBER: 2275601 REGISTRATION DATE: 09/07/1999
MARK: ACME
DRAWING TYPE: AN ILLUSTRATION DRAWING WITH WORD(S) /LETTER(S)/ NUMBER(S) IN
STYLIZED FORM

ASSIGNMENT RECORDATION BRANCH
PUBLIC RECORDS DIVISION

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)/Execution Date(s):
Acme Markets, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation
 Limited Liability Company

Citizenship: DE
 Execution Date(s) August 30, 2012
 Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)
 Yes
 No

Additional names, addresses, or citizenship attached?
 Name: Wells Fargo Bank, National Association

Internal Address:
 Street Address: One Boston Place, 18th Floor
 City: Boston
 State: MA
 Country: USA Zip: 02108

Association Citizenship: USA
 General Partnership Citizenship:
 Limited Partnership Citizenship:
 Corporation Citizenship:
 Other ____ Citizenship:

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

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)

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

A. Trademark Application No.(s) See Attached Schedule A
 B. Trademark Registration No.(s) See Attached Schedule A
 Additional sheet(s) attached? Yes No

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

5. Name address of party to whom correspondence concerning document should be mailed:
 Name: Susan O'Brien

Internal Address: CT Lien Solutions
 Street Address: 187 Wolf Road, Suite 101
 City: Albany
 State: NY Zip: 12205
 Phone Number: 800-342-3675
 Fax Number: 800-862-7048
 Email Address: els-udsa@ny.woolmarklower.com

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 190.00
 Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:
 a. Credit Card Last 4 Numbers: 1640
 Expiration Date: 10/13
 b. Deposit Account Number
 Authorized User Name:

9. Signature: Kareem Ansley Date: October 26, 2012
 Signature Date

Name of Person Starting: Kareem Ansley
 Total number of pages including cover sheet, attachments, and document: 5

Documents to be recorded (including cover sheet) should be faxed to (703) 308-6885, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

OP \$165.00 2041975

GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

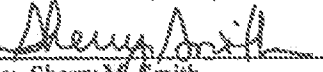
FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, ACME MARKETS, INC., a Delaware corporation (the "Grantor"), hereby grants to WELLS FARGO BANK, NATIONAL ASSOCIATION, in its capacity as administrative agent (in such capacity, the "Grantee"), a continuing security interest in (a) all of the Grantor's right, title and interest in, to and under to the United States trademarks, tradenames, trade styles and service marks and all trademark registrations and use-based trademark applications and recordings (the "Marks") set forth on Schedule A attached hereto, (b) all rights and privileges arising under applicable law with respect to Grantor's use of any Marks, and all reissues, extensions, continuation and renewals thereof, (c) all prints and labels on which any Marks have appeared or will appear, and all designs and general intangibles of a like nature; (d) the goodwill of the business symbolized by each of the Marks, including, without limitation, all customer lists and other records relating to the distribution of products or services bearing the Marks, and (e) all rights corresponding thereto.

THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Security Agreement by, among others, the Grantor and the Grantee, dated as of August 30, 2012 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 30th day of
August, 2012.

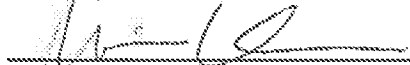
ACME MARKETS, INC., as Grantor

By: 
Name: Sherry M. Smith
Title: Vice President

Grant of Security Interest (Trademarks) - Acme Markets, Inc.

TRADEMARK
REEL: 006463 FRAME: 0357

WELLS FARGO BANK, NATIONAL
ASSOCIATION, as Grantee

By: 
Name: William Chan
Title: Director

Grant of Security Interest (Trademarks) - Acme Markets, Inc.

TRADEMARK
REEL: 006463 FRAME: 0358

SCHEDULE A

Mark	Owner	Status	Registration/ Application No.	Registration/File Date
Acme	Acme Markets, Inc.	Registered/Active	2041975	Mar 4 1997
Acme & Design	Acme Markets, Inc.	Registered/Active	1369567	Nov 5 1985
Acme (Stylized)	Acme Markets, Inc.	Registered/Active	2275601	Sep 7 1999
Acme Pharmacy	Acme Markets, Inc.	Registered/Active	2047800	Mar 25 1997
LANCASTER BRAND	Acme Markets, Inc.	Registered/Active	1516551	Dec 13 1988
LANCASTER BRAND	Acme Markets, Inc.	Registered/Active	789147	May 4 1965
Acme	Acme Markets, Inc.	Registered/Active	2041975	Mar 4 1997