

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Albertson's, Inc.		06/01/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Albertson's, LLC		
Street Address:	250 E. Parkcenter Blvd.		
City:	Boise		
State/Country:	IDAHO		
Postal Code:	83706		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2042492	O CONNOR'S	
Registration Number:	2438962	SAV-ON TOTAL PHOTO	
CORRESPONDENCE DATA			
Fax Number:	(503)595-5301		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(503) 595-5300		
Email:	ptotmdocket@klarquist.com		
Correspondent Name:	Richard J. Polley		
Address Line 1:	121 SW Salmon Street		
Address Line 2:	One World Trade Center, Suite 1600		
Address Line 4:	Portland, OREGON 97204		
ATTORNEY DOCKET NUMBER:	7347-72253-01/RJP		
NAME OF SUBMITTER:	Richard J. Polley		
Signature:	/Richard J. Polley/		

CH \$65.00 2042492

Date:

12/14/2006

Total Attachments: 3

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "ALBERTSON'S, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "ALBERTSON'S, INC." TO "ALBERTSON'S LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF JUNE, A.D. 2006, AT 1:57 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

0708424 8100V

060528050



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4789442

DATE: 06-01-06

TRADEMARK
REEL: 003444 FRAME: 0551

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:57 PM 06/01/2006
FILED 01:57 PM 06/01/2006
CORP 28050 - 0708424 FILE

CERTIFICATE OF CONVERSION TO LIMITED LIABILITY COMPANY

OF ALBERTSON'S, INC., A CORPORATION, TO ALBERTSON'S LLC,

A LIMITED LIABILITY COMPANY

Pursuant to Section 18-214 of the Delaware Limited Liability Company Act and Section 266 of the General Corporation Law of the State of Delaware, this Certificate of Conversion to Limited Liability Company (this "*Certificate*") is being filed to convert Albertson's, Inc., a Delaware corporation (the "*Corporation*"), to Albertson's LLC, a Delaware limited liability company (the "*Limited Liability Company*").

- FIRST: The jurisdiction where the Corporation was first incorporated is Delaware.
- SECOND: The jurisdiction of incorporation of the Corporation immediately prior to filing this Certificate is Delaware.
- THIRD: The date the Corporation was first incorporated is April 3, 1969.
- FOURTH: The name of the Corporation immediately prior to filing this Certificate is Albertson's, Inc.
- FIFTH: The name of the Limited Liability Company as set forth in its certificate of formation is Albertson's LLC.
- SIXTH: This conversion has been approved in connection with the provisions of Sections 228 and 266 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on this first day of June, 2006.

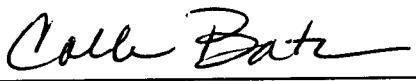
By: /s/ Colleen R. Batcheler
Name: Colleen R. Batcheler
Title: Authorized Person

**CERTIFICATE OF CONVERSION TO LIMITED LIABILITY COMPANY
OF ALBERTSON'S, INC., A CORPORATION, TO ALBERTSON'S LLC,
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IN WITNESS WHEREOF, the undersigned has executed this Certificate on this first day of June, 2006.

By: 
Name: Colleen R. Batcheler
Title: Authorized Person