Form PTO-1594 (Rev. 06/04) OMB Collection 0651-0027 (ex p. 6/30/2005	U.S. DEPARTMENT OF COMMERCI United States Patent and Trademark Offic		
RECORDATION	ORM COVER SHEET		
	ARKS ONLY ase record the attached documents or the new address(es) below.		
1. Name of conveying party(les)/Execution Date(s):	2. Name and address of receiving party(ies)		
SUPERVALU Holdings, Inc.	Additional names, addresses, or citizenship attached?		
	Name: Wells Fargo Bank, National Association		
	Internal Address:		
☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership	Street Address: One Boston Place, 18th Floor		
⊠Corporation □	City: Boston		
Limited Liability Company	State: MA		
Citizenship: MO Execution Date(s) August 30, 2012	Country: USA Zip: 02108		
Additional names of conveying parties attached? ☐Yes ⊠ No	■ Association Citizenship: <u>USA</u>		
3. Nature of conveyance:	General Partnership Citizenship:		
☐ Assignment ☐ Merger	☐ Limited Partnership Citizenship:		
	Corporation Citizenship:		
Security Agreement ☐ Change of Name	Other Citizenship:		
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 iden	tification 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?		
C. Identification or Description of Trademark(s) (and Filing Date			
Name address of party to whom correspondence concerning document should be mailed:	6. Total number of applications and registrations involved: 23		
Name: Susan O'Brien	7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$		
Internal Address: <u>CT Lien Solutions</u>	Authorized to be charged by credit card		
Street Address: 187 Wolf Road, Suite 101	Authorized to be charged to deposit account Enclosed		
City: Albany	8. Payment Information:		
State: <u>NY</u> Zip: <u>12205</u>	a. Credit Card Last 4 Numbers 1040		
Phone Number: <u>800-342-3676</u>	Expiration Date 1013		
Fax Number: <u>800-962-7049</u>	b. Deposit Account Number		
Email Address: <u>cls-udsalbany@wolterskluwer.com</u>	Authorized User Name:		
Va Ot Oa.			
9. Signature: Varenchis lag	October 26, 2012 Date		
_	Total number of pages including cover		
Kareem Ansley Name of Person Signing	sheet, attachments, and document: 6		

Documents to be recorded (Including cover sheet) should be faxed to (703) 306-6995, or mailed to;
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

SCHEDULE A

Mark	Owner	Status	Registration/ Application No.	Registration/File Date
CRESTWOOD	SUPERVALU	Registered/	3015456	Nov 15 2005
BAKERY &	Holdings, Inc.	Active		
Design				
CRESTWOOD	SUPERVALU	Registered/	2547355	Mar 12 2002
BAKERY &	Holdings, Inc.	Active	,	
Design				
Foodland	SUPERVALU	Registered/	785369	Feb 16 1965
	Holdings, Inc.	Active		
FOODLAND	SUPERVALU	Registered/	2021557	Dec 10 1996
***************************************	Holdings, Inc.	Active		
FOODLAND	SUPERVALU	Registered/	1031616	Jan 27 1976
	Holdings, Inc.	Active		
FOODLAND	SUPERVALU	Registered/	848268	Apr 30 1968
	Holdings, Inc.	Active		
FOODLAND	SUPERVALU	Registered/	614558	Oct 18 1955
	Holdings, Inc.	Active		
FOODLAND	SUPERVALU	Registered/	2021557	Dec 10 1996
.,,,,,,,,,	Holdings, Inc.	Active		
FOODLAND	SUPERVALU	Registered/	1031616	Jan 27 1976
	Holdings, Inc.	Active		
FOODLAND	SUPERVALU	Registered/	848268	Apr 30 1968
	Holdings, Inc.	Active		
FOODLAND	SUPERVALU	Registered/	614558	Oct 18 1955
	Holdings, Inc.	Active		
Foodland	SUPERVALU	Registered/	1707516	Aug 11 1992
(\$tylized)	Holdings, Inc.	Active		
Foodland	SUPERVALU	Registered/	2891171	Oct 5 2004
Expressssss (this	Holdings, Inc.	Active		,
is not a typo)				
Foodland Fresh	SUPERVALU	Registered/	3638580	Jun 16 2009
	Holdings, Inc.	Active		
PUMP	SUPERVALU	Registered/	3234709	Apr 24 2007
REWARDS &	Holdings, Inc.	Active		
Design	A.,			
SENTRY	SUPERVALU	Registered/	3635387	Jun 9 2009
SIGNATURES	Holdings, Inc.	Active		
SENTRY	SUPERVALU	Registered/	3230694	Apr 17 2007
SIGNATURES &	Holdings, Inc.	Active		
Design	<u> </u>			
Shop 'N Save	SUPERVALU	Registered/	1326367	Mar 19 1985
	Holdings, Inc.	Active		
Shop 'N Save	SUPERVALU	Registered/	1326364	Mar 19 1985
	Holdings, Inc.	Active		
Shop 'N Save	SUPERVALU	Registered/	2979563	Jul 26 2005
Express	Holdings, Inc.	Active	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
Shop 'N Save	SUPERVALU	Registered/	3419192	Apr 29 2008
Fuel Express	Holdings, Inc.	Active	<u> </u>	
Shop 'N Save	SUPERVALU	Registered/	2860289	Jul 6 2004
Pharmacy	Holdings, Inc.	Active	1	<u>l</u>

THE MORE YOU SHOP THE	SUPERVALU Holdings, Inc.	Registered/ Active	1731826	Nov 10 1992
MORE YOU SAVE	•			

<u>GRANT OF SECURITY INTEREST</u> IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, SUPERVALU HOLDINGS, INC., a Missouri 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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2211747.1

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

SUPERVALU HOLDINGS, INC., as Grantor

Name: Sherry M. Smith Title: Vice President

Grant of Sometry Interest (Trademarks) - SUPERVALU Holdings, Inc.

WELLS FARGO BANK, NATIONAL

ASSOCIATION, as Grantee

By:

Name: William Chan

Title: Director

Grant of Security Interest (Trademarks) - SUPERVALU Holdings, Inc.

TRADEMARK REEL: 004893 FRAME: 0597

RECORDED: 10/26/2012