Form PTO-1594 (Rev. 06/04)			U.S. DEPARTMENT OF COMMERCE United States Patent and Trademark Office					
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.								
To the director of the U. S. Patent 1. Name of conveying party(les)/E	and Trademark Office: Pleas xecution Date(s):	2. Name and address of	receiving party(lea)					
SUPERVALU HOLD		Additional names, addresses	☐ Yes					
Control of the Contro		Name: WELLS FARGO BANK, NATIONAL ASSOCIATION						
		Internal Address:						
Individual(s)	☐Association	Street Address: One Bos	ton Place, 18 th Floor					
☐General Partnership ☐Corporation	General Partnership		City: <u>Boston</u>					
☐Limited Liability Company		State: MA						
Citizenship: Missouri		Country: USA	Zip: <u>92198</u>					
Execution Date(s) March 21, 2013								
Additional names of conveying parti	es attached? □Yes ☒ No	⊠ Association Citizenship: <u>USA</u>						
3. Nature of conveyance:		General Partnership Citizenship:						
☐ Assignment	■ Merger	☐ Limited Partnership C	itizenship:					
Security Agreement	☐ Change of Name	Corporation Citizensh	ip:					
☐ Other	_ ondinge of Haling	Other Citizenship:						
- Court		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 regis	tration number(s) and ident	tification or description o	f the Trademark.					
A. Trademark Application No.(s) See Attached Schedule A		B. Trademark Registration	on No.(s) See Attached Schedule A onal sheet(s) attached?					
		No No						
C. Identification or Description of Tr	ademark(s) (and Filing Date i							
5. Name address of party to whom correspondence concerning document should be mailed: Name: Susan O'Brien		6. Total number of applications and registrations involved: 26						
Internal Address: CT Lien Solutions	i	7. Total fee, (37 CFR 2.6(b)(6) & 3.41) \$ (7) 50						
Street Address: 187 Wolf Road, Su	ite 101	Authorized to be charged to deposit account						
City: Albany		Enclosed 8. Payment Information	1;					
State: <u>NY</u>	Zip: <u>12205</u>	a. Credit Card						
Phone Number: 800-342-3676			Last 4 Numbers 1868 Expiration Date 0615					
Fax Number: 800-962-7049		b. Deposit Accou						
Email Address: cis-udsalbany@wolterskluwer.com		Authorized U	ser Name:					
	Vacconleylag		M 1 07 0040					
9. Signature:	Signature		<u>March 27, 2013</u> Date					
•			Total number of pages including cover sheet, attachments, and document: §					
N	Kareem Ansley lame of Person Signing		упак, адаминана, ане вечиней у					

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

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		754100.55	2500000		
1.	CRESTWOOD BAKERY	76412256 5/14/2002	2693083 3/4/2003	REGISTERED RENEWED	SUPERVALU Holdings, Inc.
2.	F	73054353	1031615	REGISTERED	SUPERVALU Holdings, Inc.
4.	<u> </u>	/3034333 6/6/1975	1/27/1976	RENEWED	SUPERVALU Holdings, inc.
	K ,				
3.	<u>. </u>	72252564	852843	REGISTERED	SUPERVALU Holdings, Inc.
		8/17/1966	7/16/1968	RENEWED	
	K 1				
4.	F	72251416	858076	REGISTERED	SUPERVALU Holdings, Inc.
	X	8/1/1966	10/1/1968	RENEWED	
5.	F	72243313	858088	REGISTERED	SUPERVALU Holdings, Inc.
		4/13/1966	10/1/1968	RENEWED	4
	K '				
6.	FESTIVAL FOODS	76393963	2688438	REGISTERED	SUPERVALU Holdings, Inc.
	festival	4/11/2001	2/18/2003	RENEWED	
7,	FESTIVAL FOODS	76393962	2688437	REGISTERED	SUPERVALU Holdings, Inc.
		4/11/2002	2/18/2003	RENEWED	•
8.	FOODLAND	71363094	326832	REGISTERED	SUPERVALU Holdings, Inc.
1		3/28/1935	8/6/1935	RENEWED	
9.	FOODLAND "WHEN	77764208	3739869	REGISTERED	SUPERVALU Holdings, Inc.
	YOU'RE HUNGRY FOR DINNER"	6/19/2009	1/19/2010		
10	FOODLAND EXPRESS	78266354	2866771	REGISTERED	SUPERVALU Holdings, Inc.
	PAPA'S PEPPERONI ROLL	6/24/2003	7/27/2004		
11	FOODLANE	73140907	1105820	REGISTERED	SUPERVALU Holdings, Inc.
		9/12/1977	11/7/1978	RENEWED	A. A. C. COLL J. I. V. LONG. N. C. V. S.
12	GRANNY MILLER'S	78528837	3035653	REGISTERED	SUPERVALU Holdings, Inc.
	مغصب هر	12/8/2004	12/27/2005		L ,
	Granny Mille				
13	HOMEBEST	74334177	1846413	REGISTERED	SUPERVALU Holdings, Inc.
		11/24/1992	7/26/1994	RENEWED	
14	HOMEBEST	73401008	1291685	REGISTERED	SUPERVALU Holdings, Inc.
		10/28/1982	8/28/1984	RENEWED	
15	MAPLE TREE FARMS	78736372	3204676	REGISTERED	SUPERVALU Holdings, Inc.
		10/19/2005	1/30/2007		
			,		

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16	MOM'S MEAT LOAF	77370616 1/14/2008	3491972 8/26/2008	REGISTERED	SUPERVALU Holdings, Inc.
17	NATURE'S BEST	74250 8 58 3/2/1992	1932428 11/7/1995	REGISTERED RENEWED	SUPERVALU Holdings, Inc.
18	PAY PAK 24	74348988 1/15/1993	2010359 10/22/1996	REGISTERED RENEWED	SUPERVALU Holdings, Inc.
1,9	SENTRY	78402870 4/16/2004	3635362 6/9/2009	REGISTERED	SUPERVALU Holdings, Inc.
20	SENTRY	74002863 11/16/1989	1850830 8/23/1994	REGISTERED RENEWED	SUPERVALU Holdings, Inc.
21	SHOP 'N SAVE	85141049 9/29/2010	3966222 5/24/2011	REGISTERED	SUPERVALU Holdings, Inc.
22	SHOP 'N SAVE PERKS	78837978 3/15/2006	3304444 10/2/2007	REGISTERED	SUPERVALU Holdings, Inc.
23	SMART SHOPPERS KNOWTHE MORE YOU SHOP, THE MORE YOU SAVE	77051063 11/27/2006	3279207 8/14/2007	REGISTERED	SUPERVALU Holdings, Inc.
24	TENDERBEST	77775733 7/7/2009	3739991 1/19/2010	REGISTERED	SUPERVALU Holdings, Inc.
25	TOT SPOT	75876464 12/20/1999	2469156 7/17/2001	REGISTERED RENEWED	SUPERVALU Holdings, Inc.
26	VILLAGE MARKET	75021944 11/20/1995	2152805 4/21/1998	registered Renewed	SUPERVALU Holdings, Inc.

GRANT OF SECURITY INTEREST 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 Amended and Restated Security Agreement by, among others, the Grantor and the Grantee, dated as of March 21, 2013 (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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3006114.1

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the $_$ day of March, 2013.

SUPERVALU HOLDINGS, INC., as Grantor

Name: Sherry M. Smith

Title: Vice President

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

WELLS FARGO BANK, NATIONAL ASSOCIATION, as Grantce

By:

Name: Joseph Burt Title: Director

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

TRADEMARK REEL: 004992 FRAME: 0600

RECORDED: 03/28/2013