

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM339053

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, as Collateral Agent		04/17/2015	BANK: SWITZERLAND
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	SUNFLOWER FARMERS MARKETS, LLC		
<b>Street Address:</b>	11811 N. TATUM BLVD.		
<b>Internal Address:</b>	SUITE 2400		
<b>City:</b>	PHOENIX		
<b>State/Country:</b>	ARIZONA		
<b>Postal Code:</b>	85028		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3761801	NEFLOWER FARMERS MARKET	
<b>Registration Number:</b>	3157596	SUNFLOWER MARKET	
<b>Registration Number:</b>	2891747	SERIOUS FOOD...SILLY PRICES	
<b>Registration Number:</b>	2827865	SUNFLOWER	
<b>Registration Number:</b>	4059153	SUNFLOWER FARMERS MARKET	
<b>Serial Number:</b>	85249875	SUNFLOWER FARMERS MARKET	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>			
<b>Email:</b>	kepark@paulweiss.com, dewilliams@paulweiss.com		
<b>Correspondent Name:</b>	Kevin E. Park		
<b>Address Line 1:</b>	1285 Avenue of the Americas		
<b>Address Line 4:</b>	New York, NEW YORK 10019-6064		
<b>ATTORNEY DOCKET NUMBER:</b>	21213-002		
<b>NAME OF SUBMITTER:</b>	Kevin Park		
<b>SIGNATURE:</b>	/Kevin Park/		

CH \$165.00 3761801

<b>DATE SIGNED:</b>	04/22/2015
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**Total Attachments: 3**

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**TERMINATION OF SECURITY INTEREST IN TRADEMARKS**

This **TERMINATION OF SECURITY INTEREST IN TRADEMARKS**, dated as of April 17, 2015 is made by **CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH**, as Collateral Agent for the Secured Parties (together with its successors and assigns, the "Agent") (all terms used but not defined herein shall have the meaning assigned to such terms in the Guarantee and Collateral Agreement (as defined below)).

**WHEREAS**, Sunflower Farmers Markets, LLC, a Delaware limited liability company (together with each Subsidiary Loan Party, the "Pledgor"), has assigned and pledged a security interest in all of the Article 9 Collateral, including, without limitation, all right, title and interest of Pledgor in, to and under all owned and acquired trademarks, trademark applications and trademark licenses, with all goodwill associated therewith, and all products and proceeds thereof ("Trademarks"), pursuant to that certain Guarantee and Collateral Agreement, dated as of April 23, 2013 (the "Guarantee and Collateral Agreement");

**WHEREAS**, the security interests granted to the Secured Party were recorded at the United States Patent and Trademark Office as follows: on April 24, 2013 at Reel 005013 and Frame 0670;

**WHEREAS**, the Agent, on behalf of the Secured Parties, has agreed to terminate and release its security interest in the Pledgor's Trademarks identified on Schedule A attached hereto.


**NOW, THEREFORE**, for valuable consideration, the Agent, on behalf of the Secured Parties, hereby terminates and releases all mortgages, liens, and security interests granted to the Secured Parties in the following:

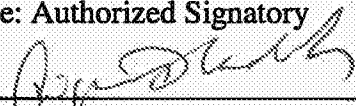
1. each of Pledgor's trademarks referred to on Schedule A attached hereto; together with any reissues, continuations or extensions thereof and all goodwill associated therewith;
2. all products and proceeds of the foregoing, including, without limitation, any claim by Pledgor against third parties for past, present or future infringement of any trademark referred to in Schedule A attached hereto.

[SIGNATURE PAGE TO FOLLOW]

**IN WITNESS WHEREOF**, the Agent has caused this Termination of Security Interest in Trademarks to be duly executed as of the date first set forth above.

**CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH**, as Collateral Agent

By:   
Name: Robert Hetu  
Title: Authorized Signatory

By:   
Name: Vipul Dhadda  
Title: Authorized Signatory

**SCHEDULE A TO THE  
TERMINATION OF SECURITY INTEREST IN TRADEMARKS**

**TRADEMARK**

U.S. Trademarks

<b>Trademark</b>	<b>Application No.</b>	<b>Filing Date</b>	<b>Registration No.</b>	<b>Registration Date</b>
NEWFLOWER FARMERS MARKET	77637072	12/19/2008	3761801	3/16/2010
SUNFLOWER MARKET & DESIGN (Stylized)	78722380	9/28/2005	3157596	10/17/2006
SERIOUS FOOD...SILLY PRICES	76492710	2/24/2003	2891747	10/5/2004
SUNFLOWER	78191392	12/5/2002	2827865	3/30/2004
SUNFLOWER FARMERS MARKET & DESIGN (Stylized)	85249875	2/23/2011	N/A	N/A
SUNFLOWER FARMERS MARKET	85249857	2/23/2011	4059153	11/22/2011