

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM429967

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Lund Food Holdings, Inc.		05/31/2017	Corporation: MINNESOTA
RECEIVING PARTY DATA			
Name:	JPMorgan Chase Bank, N.A.		
Street Address:	650 3rd Avenue South		
Internal Address:	Suite 1450		
City:	Minneapolis		
State/Country:	MINNESOTA		
Postal Code:	55402		
Entity Type:	National Banking Association: MINNESOTA		
PROPERTY NUMBERS Total: 25			
Property Type	Number	Word Mark	
Registration Number:	1173720	BYERLY'S	
Registration Number:	1175538	BYERLY'S	
Registration Number:	1644042	LUNDS	
Registration Number:	2015994	LUNDS MARKETPLACE	
Registration Number:	2463667	LUNDS TAKK GRACIAS BUIOCAS TAK THANK YOU	
Registration Number:	2584269	SIMPLE TO GRAND	
Registration Number:	2748364	LUNDS	
Registration Number:	2782614	B	
Registration Number:	2813616	B BYERLY'S	
Registration Number:	2848270	BYERLY'S	
Registration Number:	2943116	KENDELSON'S	
Registration Number:	3151972	MINNESOTACREAMERY	
Registration Number:	3401121	LUNDS B BYERLY'S	
Registration Number:	3404667	LUNDS B BYERLY'S	
Registration Number:	3497951	LUNDS & BYERLYS	
Registration Number:	4083831	RESPONSIBLY SOURCED	
Registration Number:	4083832	S RESPONSIBLY SOURCED	
Registration Number:	4200191	PROST! CHEERS! SALUD! GAL L'CHAIM! GAN B	

CH \$640.00 1173720

Property Type	Number	Word Mark
Serial Number:	86284739	L&B LUNDS & BYERLYS
Serial Number:	87178196	RED E POPT
Serial Number:	87407343	FALL IN LOVE WITH FEELING GREAT
Registration Number:	4238113	BYERLY'S CREATIONS DINE IN TAKE OUT
Registration Number:	4446213	BYERLY'S CREATIONS CAFÉ
Registration Number:	4956305	LUNDS & BYERLYS KITCHEN SHOP EAT DRINK E
Registration Number:	5147556	L&B RESERVE AGED BEEF

CORRESPONDENCE DATA

Fax Number: 6129778650

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.

Phone: 6129778400

Email: ip@briggs.com

Correspondent Name: Briggs and Morgan, P.A.

Address Line 1: 80 South Eighth Street

Address Line 2: 2200 IDS Center

Address Line 4: Minneapolis, MINNESOTA 55402

ATTORNEY DOCKET NUMBER:	34255.90
NAME OF SUBMITTER:	AudreyJ. Babacock
SIGNATURE:	/Audrey J. Babcock/
DATE SIGNED:	06/05/2017

Total Attachments: 5

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**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

Dated: May 31, 2017

United States Patent and Trademark Office

Ladies and Gentlemen:

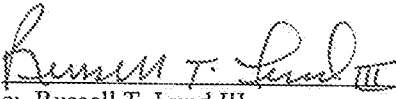
Please be advised that pursuant to a certain Pledge and Security Agreement dated as of the date hereof (as the same may hereafter be amended, modified, extended or restated from time to time, the "Security Agreement") by and among Lund Food Holdings, Inc., a Minnesota corporation ("Grantor"), the other Loan Parties party thereto and JPMorgan Chase Bank, N.A. ("Bank") in its capacity as Administrative Agent, Grantor has granted to Bank a continuing security interest in and continuing lien upon, among other things, the trademarks and trademark applications set forth on Exhibit A hereto.

Grantor and Bank hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement, and (ii) is not to be construed as an assignment of any trademark.

[Remainder of page intentionally blank;
signature page follows]

Very truly yours,

LUND FOOD HOLDINGS, INC.,
a Minnesota corporation

By: 
Name: Russell T. Lund III
Title: President and Chief Executive Officer

Acknowledged and accepted:

JPMORGAN CHASE BANK, N.A.

By: _____
Name: _____
Title: _____

[Signature page to Notice of Grant of Security Interest in Trademark (Lund Food Holdings, Inc.)]

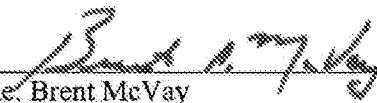
Very truly yours,

LUND FOOD HOLDINGS, INC.,
a Minnesota corporation

By: _____
Name: _____
Title: _____

Acknowledged and accepted:

JPMORGAN CHASE BANK, N.A.

By: 
Name: Brent McVay
Title: Executive Director

[Signature page to Notice of Grant of Security Interest in Trademark (Lund Food Holdings, Inc.)]

EXHIBIT A

U.S. Trademark Registrations

Owner of Mark	Description of Mark	Registration Number	Registration Date
Lund Food Holdings, Inc.	BYERLY'S	1173720	October 13, 1981
Lund Food Holdings, Inc.	BYERLY'S (Stylized)	1175538	October 27, 1981
Lund Food Holdings, Inc.	LUNDS and Design	1644042	May 7, 1991
Lund Food Holdings, Inc.	LUNDS MARKETPLACE	2015994	November 12, 1996
Lund Food Holdings, Inc.	LUNDS TAKK GRACIAS BUJOCAS TAK THANK YOU TAKK GRAZIE DZIEKUJE DANKE MERCI BEAUCOUP and Design	2463667	June 26, 2001
Lunds Food Holdings, Inc.	SIMPLE TO GRAND	2584269	June 25, 2002
Lund Food Holdings, Inc.	LUNDS and Design	2748364	August 5, 2003
Lund Food Holdings, Inc.	B and Design	2782614	November 11, 2003
Lund Food Holdings, Inc.	B BYERLY'S and Design	2813616	February 10, 2004
Lund Food Holdings, Inc.	BYERLY'S	2848270	June 1, 2004
Lund Food Holdings, Inc.	KENDELSON'S	2943116	April 19, 2005
Lund Food Holdings, Inc.	MINNESOTACREAMERY and Design	3151972	October 3, 2006
Lund Food Holdings, Inc.	LUNDS B BYERLY'S and Design	3401121	March 25, 2008
Lund Food Holdings, Inc.	LUNDS B BYERLY'S and Design	3404667	April 1, 2008

Owner of Mark	Description of Mark	Registration Number	Registration Date
Lund Food Holdings, Inc.	LUNDS & BYERLYS	3497951	September 9, 2008
Lund Food Holdings, Inc.	RESPONSIBLY SOURCED	4083831	January 10, 2012
Lund Food Holdings, Inc.	S RESPONSIBLY SOURCED and Design	4083832	January 10, 2012
Lund Food Holdings, Inc.	PROST! CHEERS! SALUDI! GAL L'CHAIM! GAN BEI! TSJOCHI! A VOTRE SANTE! KIPPIS! JAMASI! TSJOCHI! A VOTRE SANTE! SKALI! BANZAI! SALUDI! JAMASI! ZUM WOHL! CIN CINI! KIPPIS! SKALI! CIN CINI! BANZAI! SKALI! ZUM WOHL! L'CHAIM! KIPPIS! CHEERS! GAN BEI! PROST! TSJOCHI! SKALI! JAMASI! and Design	4200191	August 28, 2012
Lund Food Holdings, Inc.	L&B LUNDS & BYERLYS and Design	86284739	May 19, 2014
Lund Food Holdings, Inc.	RED E POPT	87178196	September 21, 2016
Lund Food Holdings, Inc.	FALL IN LOVE WITH FEELING GREAT	87407343	April 14, 2017
Lund Food Holdings, Inc.	BYERLY'S CREATIONS DINE IN TAKE OUT and Design	4238113	November 6, 2012
Lund Food Holdings, Inc.	BYERLY'S CREATIONS CAFE and Design	4446213	December 10, 2013
Lund Food Holdings, Inc.	LUNDS & BYERLYS KITCHEN SHOP EAT DRINK EXPLORE and Design	4956305	May 10, 2016
Lund Food Holdings, Inc.	L&B RESERVE AGED BEEF	5147556	February 21, 2017