

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Heller Financial Leasing, Inc.		03/30/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Winners International Restaurants Franchise Services, Inc.
Street Address:	6045 Barfield Road, N.E.
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30328
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 38

Property Type	Number	Word Mark
Registration Number:	1283776	BECAUSE YOU'VE GOT A TASTE FOR HOMEMADE
Registration Number:	1831476	BIGGER, BETTER, CHEAPER CHICKEN.
Registration Number:	1516016	GOOD COOKING IN NO TIME.
Registration Number:	1499998	MRS WINNER'S SOUTHERN CAFE
Registration Number:	1172464	MRS. WINNER'S
Registration Number:	1174630	MRS. WINNER'S
Registration Number:	1170697	MRS. WINNER'S
Registration Number:	1170698	MRS. WINNER'S
Registration Number:	1183130	MRS. WINNER'S
Registration Number:	1346513	MRS. WINNER'S
Registration Number:	1305501	MRS. WINNER'S CATERING
Registration Number:	1498821	SOUTHERN STYLE MRS. WINNER'S CHICKEN
Registration Number:	1689191	MRS. WINNER'S SUPER CINNAMON SWIRL
Registration Number:	1348378	MRS. WINNER'S SUPER CINNAMON SWIRLS

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Registration Number:	1183129	MRS. WINNER'S
Registration Number:	2160835	SHE'S REALLY COOKIN' NOW
Registration Number:	1515605	SOUTHERN ORIGINALS
Registration Number:	1358659	SUPER CINNAMON SWIRLS
Registration Number:	1797192	TEABIRD
Registration Number:	2003970	THE 1ST CHOICE FOR FRIED CHICKEN
Registration Number:	2003969	THE FIRST CHOICE FOR FRIED CHICKEN
Registration Number:	1974739	THE FIRST CHOICE FOR FRIED CHICKEN
Registration Number:	2246319	WINNER'S
Registration Number:	1298195	WINNERS CORPORATION W
Serial Number:	75621233	WINNERS INTERNATIONAL
Registration Number:	2002350	WINNER'S ROTISSERIE
Registration Number:	1978796	WINNER'S SPINNER'S
Registration Number:	1345232	LEE'S FAMOUS RECIPE COUNTRY CHICKEN & BISCUITS
Registration Number:	1690361	CRISPY PLUS
Registration Number:	0974710	FAMOUS RECIPE
Registration Number:	1013215	FAMOUS RECIPE
Registration Number:	1941590	GOLDEN HERB
Registration Number:	1311285	LEE'S FAMOUS RECIPE
Registration Number:	1933845	SO GOOD IT'S GOT TO BE LEE'S
Registration Number:	1367166	THE TASTE THAT'S WINNING OVER AMERICA
Registration Number:	2379942	FOOD WITHIN ARM'S REACH
Registration Number:	2386198	FOOD WITHIN YOUR REACH
Registration Number:	2525445	WINNING OPPORTUNITIES WORLDWIDE

CORRESPONDENCE DATA

Fax Number: (202)637-3593
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 202-383-0198
Email: eteas@sablaw.com
Correspondent Name: Elisabeth A. Langworthy-SutherlandAsbill
Address Line 1: 1275 Pennsylvania Ave., NW
Address Line 4: Washington, DISTRICT OF COLUMBIA 20004-2415

ATTORNEY DOCKET NUMBER:	24237-0001 (WINNERS)
NAME OF SUBMITTER:	Elisabeth A. Langworthy

Signature:

/EALangworthy/

Date:

04/03/2006

Total Attachments: 5

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**RELEASE OF SECURITY
INTEREST IN TRADEMARKS**

Dated March 30, 2006

Winners International Restaurants Franchise Services, Inc. (as "the Borrower") granted to Heller Financial Leasing, Inc. as Agent and Lender a security interest in all of its right, title, and interest in and to the trademarks and registrations listed on Schedule A hereto (the "Trademarks").

Heller Financial Leasing, Inc. hereby re-assigns and releases to the Borrower and terminates all right, title and interest that Heller Financial Leasing, Inc. has in and to the Trademarks and all proceeds of the foregoing; and all general intangibles associated with the foregoing, including without limitation, all goodwill associated in any way with such Trademarks; the right to sue for past, present and future infringements, and all rights corresponding thereto; and all rights relating to any related trademarks or trademark applications existing in the past, present or future.

This release shall be governed by and construed in accordance with the laws of the State Arizona without regard to conflicts of law principles.

HELLER FINANCIAL LEASING, INC., as
Agent and a Lender

By: _____

Name: _____

**Todd V. Jones
Vice President
Assistant General Counsel
and Assistant Secretary**

Title: _____

**SCHEDULE A
TRADEMARKS
(SEE ATTACHED)**

4818-9465-3184.1/2

**TRADEMARK
REEL: 003281 FRAME: 0171**

SCHEDULE I

TRADEMARK NAME	REGISTRATION/ APPLICATION NO.	REGISTRATION/ FILING DATE
BECAUSE YOU'VE GOT A TASTE FOR HOMEMADE	1,283,776	6/26/84
BIGGER, BETTER, CHEAPER CHICKEN	1,831,476	4/19/94
FOOD WITHIN ARM'S REACH	75/493889	6/1/98
FOOD WITHIN YOUR REACH	75/494214	6/1/98
GOOD COOKING IN NO TIME	1,516,016	12/6/88
MRS. WINNER'S SOUTHERN CAFE & Design	1,499,998	8/9/88
MRS. WINNER'S	1,172,464	10/6/81
MRS. WINNER'S	1,174,630	10/20/81
MRS. WINNER'S (Stylized)	1,170,697	9/22/81
MRS. WINNER'S (Stylized)	1,170,698	9/22/81
MRS. WINNER'S (Stylized)	1,183,130	12/22/81
MRS. WINNER'S (Stylized)	1,346,513	7/2/85
MRS. WINNER'S CATERING (Stylized)	1,305,501	11/13/84
MRS. WINNER'S SOUTHERN STYLE	1,498,821	8/2/88
MRS. WINNER'S SUPER CINNAMON SWIRL (Stylized)	1,689,191	5/26/92
MRS. WINNER'S SUPER CINNAMON SWIRLS	1,348,378	7/9/85
MRS. WINNERS (Stylized)	1,183,129	12/22/81
SHE'S REALLY COOKIN' NOW	2,160,835	12/26/98
SOUTHERN ORIGINALS	1,515,605	12/6/88
SUPER CINNAMON SWIRLS (Stylized)	1,358,659	9/3/85
TEABIRD	1,797,192	10/5/93
THE 1 ST CHOICE FOR FRIED CHICKEN	2,003,970	10/1/96
THE FIRST CHOICE FOR FRIED CHICKEN	2,003,969	10/1/96
THE FIRST CHOICE FOR FRIED CHICKEN	1,974,739	5/21/96
THE TASTE THAT'S WINNING OVER AMERICA	1,367,166	10/22/85
WINNER'S	2,246,319	5/18/99
WINNER'S CORPORATION & Design	1,298,195	9/25/84

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WINNER'S INTERNATIONAL	75/621233	1/14/99
WINNER'S ROTISSERIE	2,002,350	9/24/96
WINNER'S SPINNERS	1,978,796	6/4/96
WINNING OPPORTUNITIES WORLDWIDE	75/474566	4/27/98

SCHEDULE 2

TRADEMARK NAME	REGISTRATION/ APPLICATION NO.	REGISTRATION/ FILING DATE
Building Design	1,345,232	6/25/85
CRISPY PLUS	1,690,361	6/2/92
FAMOUS RECIPE	974,710	12/11/73
FAMOUS RECIPE	1,013,215	6/10/75
GOLDEN HERB	1,941,590	12/12/95
LEE'S FAMOUS RECIPE	1,311,285	12/25/84
SO GOOD IT'S GOT TO BE LEE'S	1,933,845	11/7/95

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