

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	RELEASE BY SECURED PARTY

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Commerce National Bank		09/01/2005	National Banking Association: UNITED STATES

**RECEIVING PARTY DATA**

<b>Name:</b>	Schlotsky's, Ltd.
<b>Composed Of:</b>	COMPOSED OF Schlotsky's Holdings, Inc., a Texas Corporation, General Partner
<b>Street Address:</b>	301 Congress Avenue
<b>Internal Address:</b>	Suite 1100
<b>City:</b>	Austin
<b>State/Country:</b>	TEXAS
<b>Postal Code:</b>	78701
<b>Entity Type:</b>	LIMITED PARTNERSHIP: TEXAS

**PROPERTY NUMBERS Total: 24**

Property Type	Number	Word Mark
Registration Number:	1375154	BUN RUN
Registration Number:	1385566	A WHOLE WORLD OF FLAVORS IN EVERY BITE
Registration Number:	2239445	TOP BUN
Registration Number:	2235917	SCHLOTZSKY'S DELI
Registration Number:	1252537	SCHLOTZSKY'S
Registration Number:	1775366	SCHLOTZSKY'S
Serial Number:	76496513	AMERICA'S FAVORITE DELI
Registration Number:	1632660	TOP BUN
Registration Number:	1337033	SCHLOTZSKY'S
Registration Number:	1940035	BEST BUNS IN TOWN
Registration Number:	2641418	SCHLOTZSKY'S DELI HOME OF THE FAMOUS ORIGINAL SANDWICH EST. 1971

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Registration Number:	1528939	BAKED DAILY FRESH
Registration Number:	1147774	SCHLOTZSKY
Registration Number:	1632407	TOP BUN
Registration Number:	1649784	SERIOUS PIZZA
Registration Number:	1150687	SCHLOTZSKY'S
Registration Number:	2044593	
Registration Number:	1956280	RUN YOUR BUNS OFF
Registration Number:	2041225	FUNNY NAME. SERIOUS SANDWICH.
Registration Number:	2519873	DELI DOLLARS
Registration Number:	2522315	DELI DEAL
Registration Number:	2496141	COOL DELI
Registration Number:	2933637	COOL CLOUD
Registration Number:	2734486	EAT LOCALLY CONNECT GLOBALLY

**CORRESPONDENCE DATA**

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ATTORNEY DOCKET NUMBER:	560-0001
NAME OF SUBMITTER:	Grace Jennings, Trademark Administrator
Signature:	/gj/
Date:	04/07/2006

Total Attachments: 3  
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## RELEASE OF TRADEMARK SECURITY INTEREST

WHEREAS, on January 30, 2004, Schlotzsky's Franchisor, LLC ("Borrower"), issued a Promissory Note (the "Note"), payable to the order of Commerce National Bank, a branch of Lubbock National Bank, a national banking association ("CNB") in the principal amount of \$3,000,000.00;

WHEREAS, Borrower executed for the benefit of CNB a Trademark Security Agreement (the "Agreement") of that same date to secure the payment of the Note;

WHEREAS, on August 3, 2004, Schlotzsky's, Inc., Schlotzsky's Franchisor, LLC, and several other affiliated entities (collectively, the "Debtors") filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code (*In re Schlotzsky's, Inc. et al, Debtors*, Chapter 11 Case No. 04-54504, Jointly Administered, in the United States Bankruptcy Court for the Western District of Texas, San Antonio Division (the "Bankruptcy Court"));

WHEREAS, on or about January 7, 2005, by the authority of the Bankruptcy Court, Schlotzsky's, Ltd. (formerly known as Cox Acquisitions, Ltd.), a Texas limited partnership, purchased certain assets of the Debtors, such assets including the intellectual property of the Debtors;

WHEREAS, on or about February 3, 2005, the Note was paid in full, thereby terminating the obligations secured by the Agreement, including CNB's security interest in Borrower's trademarks;

WHEREAS, on or about March 3, 2005, the United States Patent and Trademark Office (the "PTO") recorded an assignment of the entire interest in the trademarks from Schlotzsky's Franchisor, LLC to Cox Acquisitions, Ltd., and recorded a Change of Name from Cox Acquisitions, Ltd. to Schlotzsky's, Ltd. to correctly reflect the current ownership of the trademarks;

THEREFORE, in accordance with Section 18 of the Agreement, CNB releases its security interest in all right, title, and interest in and to the following property, whether now existing or hereafter acquired or arising and whether registered or unregistered (collectively, the "Trademark Collateral"):

- (i) all state (including common law) and federal trademarks, service marks and trade names, corporate names, company names, business names, fictitious business names, trade styles, trade dress, logos, other source or business identifiers, designs and general intangibles of like nature, now existing or hereafter adopted or acquired, together with and including all licenses previously held by Schlotzsky's Franchisor, LLC and now held by Schlotzsky's, Ltd., and all registrations and recordings thereof, and all applications filed or to be filed in connection therewith, including registrations and applications in the PTO, any State of the United States and all extensions or renewals



Schedule A to Trademark Security Agreement - U.S. Trademarks

Country	Mark	Registration No.	Registration Date	Expiration Date	Application No.	Application Date	Class No.
U.S. - TX	BUN RUN	44636	3/12/1985	3/9/2005			42
U.S. - TX	BEST BUNS IN TOWN	45936	2/3/1986	8/3/2006			42
U.S. - TX	RUN YOUR BUNS OFF	44735	4/17/1985	3/9/2006			42
U.S. - TX	Miscellaneous Design of Legged Bun Running	44637	3/12/1985	3/9/2005			42
U.S.A.	BUN RUN	1375154	12/10/1985	12/10/2005	526814	3/14/1985	41
U.S.A.	A WHOLE WORLD OF FLAVORS IN EVERY BITE	1385566	3/4/1986	3/4/2006	552444	8/8/1985	42
U.S.A.	TOP BUN	2239445	4/13/1999	4/13/2005	75244,484	2/20/1997	30
U.S.A.	SCHLOTZSKY'S DELI	2235917	3/30/1999	3/30/2005	75464,596	4/8/1998	42
U.S.A.	SCHLOTZSKY'S and Design (with color)	1252537	9/27/1983	9/27/2013	73358,062	4/5/1982	42
U.S.A.	SCHLOTZSKY'S	1775366	6/8/1993	6/8/2013	74328,161	11/2/1992	29
U.S.A.	AMERICA'S FAVORITE DELI	(-)	(-)	(-)	76496,513	3/10/2003	29
U.S.A.	TOP BUN	1632660	1/22/1991	1/22/2011	73733,357	6/9/1988	42
U.S.A.	SCHLOTZSKY'S	1337033	5/21/1985	5/21/2005	505952	10/29/1984	30
U.S.A.	BEST BUNS IN TOWN	1940035	12/5/1995	12/5/2005	74622,354	1/17/1995	42
U.S.A.	SCHLOTZSKY'S DELI and Design (Home of the Original Logo)	2641418	10/29/2002	10/29/2012	75464,796	4/8/1998	42
U.S.A.	BAKED FRESH DAILY and Design	1528939	3/7/1989	3/7/2009	73703,769	1/4/1988	42
U.S.A.	SCHLOTZSKY	1147774	2/24/1981	2/24/2011	73184,259	9/1/1978	30
U.S.A.	TOP BUN	1632407	1/22/1991	1/22/2011	73733,859	6/13/1988	25
U.S.A.	SERIOUS PIZZA	1649784	7/2/1991	7/2/2011	74045,166	4/5/1990	42
U.S.A.	SCHLOTZSKY'S	1150687	4/7/1981	4/7/2011	73184,241	9/1/1978	42
U.S.A.	Miscellaneous Design of Legged Bun Running	2044593	3/11/1997	3/11/2007	74648,754	3/20/1995	41
U.S.A.	RUN YOUR BUNS OFF	1956280	2/13/1996	2/13/2006	74648,753	3/20/1995	41
U.S.A.	FUNNY NAME, SERIOUS SANDWICH.	2041225	2/25/1997	2/25/2007	74662,750	4/18/1995	42
U.S.A.	DELI DOLLARS	2519873	12/18/2001	12/18/2011	76196,877	1/19/2001	42
U.S.A.	DELI DEAL	2522315	12/25/2001	12/25/2011	76196,896	1/19/2001	42
U.S.A.	COOL DELI	2496141	10/9/2001	10/9/2011	76127,282	9/13/2000	42
U.S.A.	COOL CLOUD	(-)	(-)	(-)	761451,349	9/17/2002	43*
U.S.A.	EAT LOCALLY, CONNECT GLOBALLY	2734486	7/8/2003	7/8/2013	761443197	8/23/1992	43