

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/01/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Dunkin' Donuts USA, Inc.		03/01/2006	CORPORATION: MICHIGAN

RECEIVING PARTY DATA

Name:	Dunkin' Donuts USA LLC
Street Address:	130 Royall Street
City:	Canton
State/Country:	MASSACHUSETTS
Postal Code:	02021
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	78798803	AMERICA RUNS ON DUNKIN'

CORRESPONDENCE DATA

Fax Number: (202)420-2201
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 202-420-4860
 Email: sammanl@dicksteinshapiro.com
 Correspondent Name: Luna M. Samman
 Address Line 1: 1825 Eye Street, NW
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20006

ATTORNEY DOCKET NUMBER:	D1383.0014
NAME OF SUBMITTER:	Luna M. Samman
Signature:	/luna m. samman/

OP \$40.00 78798803

Date:

12/28/2007

Total Attachments: 3

source=merger#page1.tif

source=merger#page2.tif

source=merger#page3.tif

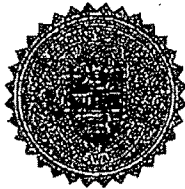
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"DUNKIN' DONUTS USA, INC.", A MICHIGAN CORPORATION,
WITH AND INTO "DUNKIN' DONUTS USA LLC" UNDER THE NAME OF
"DUNKIN' DONUTS USA LLC", A LIMITED LIABILITY COMPANY ORGANIZED
AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS
RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF MARCH, A.D.
2006, AT 2:34 O'CLOCK P.M.



4117775 8100M

060203023

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4560224

DATE: 03-01-06

TRADEMARK
REEL: 003686 FRAME: 0399

CERTIFICATE OF MERGER

of

DUNKIN' DONUTS USA, INC.,
a Michigan corporation

with and into

DUNKIN' DONUTS USA LLC,
a Delaware limited liability company

Pursuant to Title 6, Section 18-209 of the Limited Liability Company Act of the State of Delaware (the "DLLCA"), Dunkin' Donuts USA LLC, a Delaware limited liability company (the "Company"), hereby certifies to the following information relating to the merger of Dunkin' Donuts USA, Inc., a Michigan corporation (the "Old Corporation"), into the Company (the "Merger"):

FIRST: The names and states of formation and incorporation, as applicable, of the Company and the Old Corporation, which are the constituent companies in the Merger (the "Constituent Companies"), are as follows:

<u>Name</u>	<u>State</u>
Dunkin' Donuts USA LLC	Delaware
Dunkin' Donuts USA, Inc.	Michigan

SECOND: The Agreement and Plan of Merger dated as of March 1, 2006 (the "Merger Agreement") by and among the Constituent Companies, setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Companies in accordance with the provisions of the DLLCA and the Michigan Business Corporation Act (the "MBCA").

THIRD: The name of the limited liability company surviving the Merger (the "Surviving LLC") is Dunkin' Donuts USA LLC.

FOURTH: The Merger shall be effective at 11:59 p.m. EDT on March 1, 2006 in accordance with the DLLCA and the MBCA.

FIFTH: The executed Merger Agreement is on file at the principal place of business of the Surviving LLC. The address of the principal place of business of the Surviving LLC is: 130 Royall Street, Canton, MA 02021.

SIXTH: That a copy of the Merger Agreement will be furnished by the Surviving LLC, on request and without cost, to any stockholder or member, as applicable, of the Constituent Companies.

IN WITNESS WHEREOF, the Surviving LLC has caused this Certificate of Merger to be signed by an authorized person this 1st day of March, 2006.

DUNKIN' DONUTS USA LLC

By: *Kate S. Lavelle*
Name: *Kate S. Lavelle*
Title: Authorized Officer

Signature Page to Dunkin' Donuts USA LLC Certificate of Merger