

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|--------------------------|----------|----------------|-----------------------|
| BURGER KING BRANDS, INC. | | 07/01/2009 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| | |
|--------------------------|-----------------------------|
| Name: | BURGER KING CORPORATION |
| Street Address: | 5505 Blue Lagoon Drive |
| Internal Address: | 8th Floor, Legal Department |
| City: | Miami |
| State/Country: | FLORIDA |
| Postal Code: | 33126 |
| Entity Type: | CORPORATION: FLORIDA |

PROPERTY NUMBERS Total: 138

| Property Type | Number | Word Mark |
|----------------------|---------|--------------------------|
| Registration Number: | 1451533 | A.M. EXPRESS |
| Registration Number: | 1283706 | AREN'T YOU HUNGRY? |
| Registration Number: | 2356167 | AS INDIVIDUAL AS YOU ARE |
| Registration Number: | 2790924 | BK |
| Registration Number: | 3534987 | BK |
| Registration Number: | 3476576 | BK |
| Registration Number: | 1982277 | BK BIG FISH |
| Registration Number: | 1699280 | BK BROILER |
| Registration Number: | 3543615 | BK BURGER SHOTS |
| Registration Number: | 3238287 | BK HOLD'EMS |
| Registration Number: | 3063444 | BK JOE |
| Registration Number: | 3137122 | BK 'N GO |
| Registration Number: | 3359365 | BK PIPE |

CH \$3465.00 1451533

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| Registration Number: | 528808 | B-K ROOT BEER |
| Registration Number: | 2702440 | BK VEGGIE |
| Registration Number: | 3543591 | BK WRAPPER |
| Registration Number: | 3107392 | BONNY |
| Registration Number: | 2189809 | BURGER BUCKS |
| Registration Number: | 869775 | BURGER KING |
| Registration Number: | 3355280 | BURGER KING |
| Registration Number: | 2947347 | BURGER KING |
| Registration Number: | 2427469 | BURGER KING |
| Registration Number: | 2428858 | BURGER KING |
| Registration Number: | 2445014 | BURGER KING |
| Registration Number: | 2445008 | BURGER KING |
| Registration Number: | 2445010 | BURGER KING |
| Registration Number: | 2445006 | BURGER KING |
| Registration Number: | 2428856 | BURGER KING |
| Registration Number: | 2445005 | BURGER KING |
| Registration Number: | 2445009 | BURGER KING |
| Registration Number: | 2449837 | BURGER KING |
| Registration Number: | 2448248 | BURGER KING |
| Registration Number: | 2449826 | BURGER KING |
| Registration Number: | 2449825 | BURGER KING |
| Registration Number: | 2428846 | BURGER KING |
| Registration Number: | 2755927 | BURGER KING |
| Registration Number: | 2262585 | BURGER KING |
| Registration Number: | 901311 | BURGER KING |
| Registration Number: | 1057250 | BURGER KING |
| Registration Number: | 1802390 | BURGER KING |
| Registration Number: | 1196182 | BURGER KING |
| Registration Number: | 1076177 | BURGER KING |
| Registration Number: | 3085315 | BURGER KING/MCLAMORE FOUNDATION |
| Registration Number: | 3085308 | BURGER KING SCHOLARS |
| Registration Number: | 2771092 | BURGER LOVER |
| Registration Number: | 1785694 | CHICKEN TENDERS |
| Registration Number: | 3465283 | CHICK'N CRISP |
| Registration Number: | 3572376 | CHOICE RULES |

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| Registration Number: | 3572546 | CLUB BK |
| Registration Number: | 2891743 | COOKIN' OVER AN OPEN FIRE |
| Registration Number: | 2466398 | C |
| Registration Number: | 1550398 | CROISSAN'WICH |
| Registration Number: | 2310680 | |
| Registration Number: | 2187487 | DOUBLE WHOPPER |
| Registration Number: | 2150854 | DRINK IT YOUR WAY |
| Registration Number: | 2150855 | DRINK IT YOUR WAY |
| Registration Number: | 3109838 | EEEPS |
| Registration Number: | 2746263 | EGG'WICH |
| Registration Number: | 2889947 | FIRE UP YOUR DAY |
| Registration Number: | 2935918 | FLAVOR FROM FIRE-GRILLING...NOT FROM FAT |
| Registration Number: | 3355936 | FRYPOD |
| Registration Number: | 2183772 | GET YOUR BREAKFAST'S WORTH |
| Registration Number: | 2183773 | GET YOUR BURGER'S WORTH |
| Registration Number: | 2479698 | GOT THE URGE |
| Registration Number: | 3018245 | GREAT AMERICAN BURGER |
| Registration Number: | 2438822 | GUESTRAK |
| Registration Number: | 961016 | HAVE IT YOUR WAY |
| Registration Number: | 3206125 | HAVE IT YOUR WAY |
| Registration Number: | 3206301 | HAVE IT YOUR WAY |
| Registration Number: | 3206302 | HAVE IT YOUR WAY |
| Registration Number: | 1081348 | HAVE IT YOUR WAY |
| Registration Number: | 2283409 | HOME OF FLAME BROILING |
| Registration Number: | 782990 | HOME OF THE WHOPPER |
| Registration Number: | 3107394 | HONBATZ |
| Registration Number: | 2374319 | IT JUST TASTES BETTER |
| Registration Number: | 2374317 | IT JUST TASTES BETTER |
| Registration Number: | 1225544 | IT TAKES TWO HANDS TO HANDLE A WHOPPER |
| Registration Number: | 1370409 | KING COMBO |
| Registration Number: | 2326394 | KING OF FRIES |
| Registration Number: | 946978 | KING OF THE MALL |
| Registration Number: | 2758399 | KING SUPREME |
| Registration Number: | 3304745 | KURGER BING |
| Registration Number: | 3009139 | LIVE LIFE YOUR WAY |

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| Registration Number: | 1181600 | MAKE IT SPECIAL |
| Registration Number: | 1165059 | MAKE IT SPECIAL, MAKE IT BURGER KING |
| Registration Number: | 3170154 | MEAT'NORMOUS |
| Registration Number: | 3107393 | MIXMAX |
| Registration Number: | 2641523 | PANCAKE-MINIS |
| Registration Number: | 3048385 | PAY IT YOUR WAY |
| Registration Number: | 3169178 | ROUSER |
| Registration Number: | 714249 | |
| Registration Number: | 2636676 | SIZE IT YOUR WAY |
| Registration Number: | 1267317 | SPOONERS SOFT SERVE |
| Registration Number: | 1267318 | SPOONERS SOFT SERVE |
| Registration Number: | 3401085 | STAY CONNECTED YOUR WAY |
| Registration Number: | 955425 | |
| Registration Number: | 2269249 | TASTE RULES |
| Registration Number: | 2479712 | TASTE THE CHANGE |
| Registration Number: | 3025650 | TENDERCRISP |
| Registration Number: | 3163290 | TENDERCRISP |
| Registration Number: | 3427370 | TENDERCRISP |
| Registration Number: | 3071543 | TENDERGRILL |
| Registration Number: | 3426176 | TENDERGRILL |
| Registration Number: | 2831756 | THE FIRE'S READY |
| Registration Number: | 983518 | THE GREAT AMERICAN HAMBURGER |
| Registration Number: | 3439556 | THE KING OF ALL GIFTS |
| Registration Number: | 3107391 | THISORTHAT |
| Registration Number: | 2467817 | TREAT YOURSELF COOL |
| Registration Number: | 2535870 | TREAT YOURSELF COOL |
| Registration Number: | 3242175 | TRIPLE WHOPPER |
| Registration Number: | 1095538 | WE WOULDN'T HAVE IT ANY OTHER WAY |
| Registration Number: | 872256 | WHALER |
| Registration Number: | 989152 | WHERE KIDS ARE KING |
| Registration Number: | 899775 | WHOPPER |
| Registration Number: | 1062368 | WHOPPER JR. |
| Registration Number: | 3277554 | WHOPPERETTES |
| Registration Number: | 861438 | YUMBO |
| Registration Number: | 3504914 | BEAT CANCER FOR KIDS |

| | | |
|----------------|----------|--------------------------|
| Serial Number: | 77450760 | WHOPPER BAR |
| Serial Number: | 77667582 | KING KRINKZ |
| Serial Number: | 77570231 | BK |
| Serial Number: | 77570881 | BURGER KING |
| Serial Number: | 77501897 | TU CIUDAD TU MUSICA |
| Serial Number: | 77765824 | KING DEALS |
| Serial Number: | 77758591 | ANGRY WHOPPER |
| Serial Number: | 77755456 | COMO TE GUSTA |
| Serial Number: | 77754300 | KING KOLOSSALZ |
| Serial Number: | 77694837 | BK CHICKEN SHOTS |
| Serial Number: | 77694833 | BK BREAKFAST SHOTS |
| Serial Number: | 77694818 | BK SHOTS |
| Serial Number: | 77687239 | BK POSITIVE STEPS |
| Serial Number: | 77722030 | BK |
| Serial Number: | 77748613 | BK BRUNCH |
| Serial Number: | 77721556 | ALWAYS FIRED NEVER FRIED |
| Serial Number: | 77721555 | IGNITE YOUR TASTEBUDS |
| Serial Number: | 77721553 | COOL DOWN WITH THE KING |
| Serial Number: | 77717773 | KING KROWNZ |
| Serial Number: | 77717767 | KING WEDGEZ |

CORRESPONDENCE DATA

Fax Number: (305)378-7868
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 305-378-7822
Email: BKCUSATM@WHOPPER.COM
Correspondent Name: Cecelia M. Dempsey
Address Line 1: 5505 Blue Lagoon Drive
Address Line 2: 8th Floor, Legal Department
Address Line 4: Miami, FLORIDA 33126

| | |
|--------------------|----------------------|
| NAME OF SUBMITTER: | Cecelia M. Dempsey |
| Signature: | /Cecelia M. Dempsey/ |
| Date: | 07/08/2009 |

Total Attachments: 93
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TRADEMARK
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ASSIGNMENT OF TRADEMARK

WHEREAS, pursuant to the Merger Agreement between the parties dated and effective as of July 1, 2009, Burger King Brands, Inc., a Delaware corporation, having its principal place of business at 5505 Blue Lagoon Dr., Miami FL 33126, is the owner and titleholder of U.S. trademark applications and registrations listed on Schedule A attached (the "Marks and Registrations"), and

WHEREAS, Assignor desires to assign the entire right, title and interest in and to the Marks and the corresponding registrations to Burger King Corporation, a corporation of Florida, having its principal place of business at 5505 Blue Lagoon Dr., Miami FL 33126 ("Assignee"), and Assignee desires to acquire the entire right, title and interest in, to and under the said Marks and Registrations;

NOW, THEREFORE, for and in consideration of good and valuable consideration paid by Assignee to Assignor, the receipt and sufficiency of which are hereby acknowledged, said Assignor does hereby sell, assign, transfer and set over to said Assignee all its right, title and interest in, to and under said Marks and Registrations, together with the goodwill of the business symbolized by the Marks and all business related to these Marks, together with all rights and privileges granted and secured thereby, including the right to sue and recover for any past infringement, said rights to be held and enjoyed by said Assignee, for its own use and benefit and for the use and benefit of its successors, assigns or other legal representatives as fully and entirely as the same would have been held and enjoyed by said Assignor if this Assignment and sale had not been made.

IN TESTIMONY WHEREOF, Assignor has executed this Assignment by its proper officer thereunto duly authorized.

ASSIGNOR

BURGER KING BRANDS, INC.

By:

Name: Marlene M. Gordon

Title: Vice President, Asst. General Counsel

Date: July 1, 2009

ASSIGNEE

BURGER KING CORPORATION

By:

Name: Cecilia M. Dempsey

Title: Director, Senior Attorney

Date: July 1, 2009

TRADEMARK

REEL: 004018 FRAME: 0008

Schedule A

**Revocation of Attorney/Domestic Representative and/or Appointment of
Attorney/Domestic Representative**

Electronic Signature

**After verifying that the text information is correct, scroll down on the form to
reach the declaration/signature area.**

To the Commissioner for Trademarks:

**MARK: WHOPPER BAR
SERIAL NUMBER: 77450760**

**The original attorney
MARLENE GORDON
BURGER KING BRANDS, INC.
5505 BLUE LAGOON DRIVE
8TH FLOOR, LEGAL DEPARTMENT
MIAMI, FLORIDA 33126
305-378-7482
305-378-7868
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MARK: KING KRINKZ
SERIAL NUMBER: 77667582

The original attorney
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MARK: BK
SERIAL NUMBER: 77570231

The original attorney
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MARK: BURGER KING (stylized and/or with design)
SERIAL NUMBER: 77570881

The original attorney
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MARK: TU CIUDAD TU MUSICA
SERIAL NUMBER: 77501897

The original attorney
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MARK: A.M. EXPRESS
SERIAL NUMBER: 73636311
REGISTRATION NUMBER: 1451533

The original attorney
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MARK: AREN'T YOU HUNGRY? (stylized and/or with design)
SERIAL NUMBER: 73353780
REGISTRATION NUMBER: 1283706

The original attorney
MARLENE GORDON
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MARK: AS INDIVIDUAL AS YOU ARE
SERIAL NUMBER: 75541819
REGISTRATION NUMBER: 2356167

The original attorney
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MARK: BK
SERIAL NUMBER: 76484750
REGISTRATION NUMBER: 2790924

The original attorney
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MARK: BK

SERIAL NUMBER: 77252106

REGISTRATION NUMBER: 3534987

The original attorney

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MARK: BK

SERIAL NUMBER: 77975676

REGISTRATION NUMBER: 3476576

The original attorney

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MARK: BK BIG FISH
SERIAL NUMBER: 74663958
REGISTRATION NUMBER: 1982277
MARLENE GORDON
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MARK: BK BROILER
SERIAL NUMBER: 74155473
REGISTRATION NUMBER: 1699280

The original attorney:
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MARK: BK BURGER SHOTS
SERIAL NUMBER: 77499937
REGISTRATION NUMBER: 3543615

The original attorney
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MARK: BK HOLD'EMS
SERIAL NUMBER: 78671258
REGISTRATION NUMBER: 3238287

The original attorney
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By submission of this request, the undersigned REVOKES the power of attorney currently of record, as listed above, and hereby APPOINTS the following new attorney. In addition, any additional previously-appointed attorneys that are currently listed in the application are replaced with the new "Other Appointed Attorneys" listed below.

Newly Appointed Attorney:
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Other Appointed Attorneys:

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* Signature

* Date Signed

(MM/DD/YYYY)

* Signatory's Name **Cecelia Dempsey**

* Signatory's Position **Director, Senior Attorney**

NOTE: Enter the appropriate title or the relationship to the applicant, e.g., "President," "General Partner," "Manager," or "Trademark Administrator." If an individual, enter "Owner." If an attorney, enter "Attorney of record, [specify at least one state] bar member."

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