

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/01/2009		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Movie Tavern Partners, L.P.		12/23/2008	LIMITED PARTNERSHIP: TEXAS
<b>RECEIVING PARTY DATA</b>			
Name:	Movie Tavern, L.L.C.		
Street Address:	12400 Coit Road		
Internal Address:	Suite 800		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75251		
Entity Type:	LIMITED LIABILITY COMPANY: TEXAS		
<b>PROPERTY NUMBERS Total: 2</b>			
Property Type	Number	Word Mark	
Registration Number:	3494494	MOVIE TAVERN	
Registration Number:	3494495	MOVIE TAVERN MOVIES NEVER TASTED SO GOOD!	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(214)953-1121		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2148807002		
Email:	jccone@hitchcockevert.com		
Correspondent Name:	John Cone Hitchcock Evert LLP		
Address Line 1:	PO Box 131709		
Address Line 4:	Dallas, TEXAS 75313-1709		
ATTORNEY DOCKET NUMBER:	TVRN-35578		
NAME OF SUBMITTER:	John M. Cone		

OP \$65.00 3494494

**900159832**

**TRADEMARK**  
**REEL: 004187 FRAME: 0423**

Signature:	/s/ John M. Cone
Date:	04/16/2010
Total Attachments: 5 source=100416 Certificate of Merger#page1.tif source=100416 Certificate of Merger#page2.tif source=100416 Certificate of Merger#page3.tif source=100416 Certificate of Merger#page4.tif source=100416 Certificate of Merger#page5.tif	

ARTICLES OF MERGER  
MERGING  
MOVIE TAVERN PARTNERS, L.P.,  
a Texas limited partnership  
WITH AND INTO  
MOVIE TAVERN, L.L.C.,  
a Texas limited liability company

**FILED**  
In the Office of the  
Secretary of State of Texas  
DEC 30 2008  
Corporations Section

Pursuant to the provisions of Section 2.11 of the Texas Revised Limited Partnership Act, as amended (the "TRLPA") and Article 10.03 of the Texas Limited Liability Company Act, as amended (the "TLLCA"), the undersigned entities hereby adopt the following Articles of Merger for the purpose of effecting a merger in accordance with the provisions of the TRLPA and the TLLCA:

1. The name of each of the undersigned entities that are a party to the plan of merger and the laws under which such entities are organized are as follows:

Name	Jurisdiction
Movie Tavern Partners, L.P.	Texas
Movie Tavern, L.L.C.	Texas

2. A plan of merger was approved and adopted in accordance with the provisions of Section 2.11 of the TRLPA and Article 10.02 of the TLLCA providing for the merger of Movie Tavern Partners, L.P. (the "Partnership") with and into Movie Tavern, L.L.C. (the "Company"), with the Company remaining as the surviving entity.
3. Upon the effectiveness of the merger, the Articles of Organization of the Company, the surviving entity, shall be amended and restated in their entirety and replaced by the Amended and Restated Certificate of Formation of the Company, attached hereto as Exhibit A.
4. The domestic limited partnership has complied with the provisions of its partnership agreement regarding furnishing partners copies or summaries of the plan of merger or notices regarding the merger. An executed copy of the plan of merger is on file at the principal place of business of the Company, located at 12400 Coit Road, Suite 800, Dallas, Texas 75251. A copy of the plan of merger will be furnished by such entity on written request and without cost to any member of each domestic entity that is a party to the plan of merger and to any creditor or obligee of the parties to the merger at the time of the merger if such obligation is then outstanding.
5. The approval of the plan of merger was duly authorized by all action required under (i) the TRLPA, (ii) the certificate of limited partnership of the Partnership, (iii) the agreement of limited partnership of the Partnership, (iv) the TLLCA, (v) the articles of organization of the Company and (vi) the regulations of the Company.
6. The merger will become effective January 1, 2009.

**RECEIVED**  
DEC 30 2008  
Secretary of State

In lieu of providing the tax certificate, the surviving entity will be liable for the payment of required franchise taxes.

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REF: 004187 FRAME: 0425

IN WITNESS WHEREOF, each of the parties has caused these Articles of Merger to be executed as of the 23 day of December, 2008.

**MOVIE TAVERN PARTNERS, L.P.,**  
a Texas limited partnership

By: **MOVIE TAVERN, L.L.C.,**  
its general partner

By:

  
Lee Roy Mitchell, Manager

**MOVIE TAVERN, L.L.C.,**  
a Texas limited liability company

By:

  
Lee Roy Mitchell, Manager

*Signature Page to  
Articles of Merger*

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REF: 004187 FRAME: 0426

**EXHIBIT A**

**AMENDED AND RESTATED CERTIFICATE OF FORMATION**

(Attached)

**AMENDED AND RESTATED CERTIFICATE OF FORMATION  
OF  
MOVIE TAVERN, L.L.C.**

**ARTICLE I  
NAME**

The name of the company is Movie Tavern, L.L.C. (the "*Company*").

**ARTICLE II  
DURATION**

The period of duration of the Company shall be perpetual, unless and until it is earlier dissolved in accordance with the provisions of its company agreement (the "*Company Agreement*").

**ARTICLE III  
PURPOSE**

The purpose for which the Company is organized is to conduct any lawful business, to promote any lawful purpose and to engage in any lawful act or activity for which limited liability companies may be organized under the Texas Business Organizations Code.

**ARTICLE IV  
REGISTERED OFFICE AND AGENT**

The address of the Company's registered office in the State of Texas is 12400 Coit Road, Suite 800, Dallas, Texas 75251 and the name of its registered agent at such address is John Hersker.

**ARTICLE V  
MANAGER**

The Company is to be managed by one or more managers as provided in the Company Agreement. The current number of managers is one (1), and the name and address of the person who serves as manager until the member(s) of the Company, as deemed necessary, elect additional managers or until his successors is duly elected, is as follows:

<b>Name</b>	<b>Address</b>
Lee Roy Mitchell	12400 Coit Road Suite 800 Dallas, Texas 75251

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has executed this Amended and Restated Certificate of Formation on December 23<sup>rd</sup>, 2008 to be effective as of January 1, 2009.

MOVIE TAVERN, L.L.C.

By:

  
Lee Roy Mitchell, Manager

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