

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of security interest recorded at Reel 004213, Frame 0970 and Reel 004495, Frame 0932

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		07/04/2011	National Association:

RECEIVING PARTY DATA

Name:	Arby's IP Holder Trust
Street Address:	1155 Perimeter Center West
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30338
Entity Type:	Statutory Trust: DELAWARE

Name:	Arby's, LLC
Street Address:	1155 Perimeter Center West
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30338
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 68

Property Type	Number	Word Mark
Serial Number:	77291592	A FRESH LOOK AT ARBY'S
Serial Number:	78213868	A FRESH TAKE ON FRESH TASTE
Serial Number:	73385889	ADVENTURE MEAL
Serial Number:	73031166	ARBY-Q
Serial Number:	74556371	ARBY-Q
Serial Number:	73083231	ARBY'S
Serial Number:	72268365	ARBY'S
Serial Number:	73087768	ARBY'S

TRADEMARK

900196364

REEL: 004576 FRAME: 0110

OP \$1715.00 77291592

Serial Number:	78634256	ARBY'S CHICKEN NATURALS
Serial Number:	78808889	ARBY'S CHICKEN NATURALS
Serial Number:	78705451	ARBY'S KIDS MEAL
Serial Number:	76078377	ARBY'S MARKET FRESH
Serial Number:	76081229	ARBY'S MARKET FRESH
Serial Number:	72255588	ARBY'S SAUCE
Serial Number:	75567854	BRONCO BERRY SAUCE
Serial Number:	78306561	BUFFALO DOUBLE DIPPIN' FINGERS
Serial Number:	78808920	
Serial Number:	74675546	CINNACHIPS
Serial Number:	75598891	DREAM BIG. WORK HARD. GET IT DONE. PLAY FAIR. HAVE FUN. MAKE A DIFFERENCE.
Serial Number:	74675545	HOME OF THE ORIGINAL T.J. CINNAMONS SINCE 1984 GOURMET CINNAMON ROLL
Serial Number:	72255587	HORSEY SAUCE
Serial Number:	78553417	I'M THINKING ARBY'S
Serial Number:	75369379	JALAPENO BITES
Serial Number:	78584417	LOADED POTATO BITES
Serial Number:	78262250	MADE WITH T.O.C. ARBY'S TENDER OVEN CARE
Serial Number:	78784725	MARKET FRESH
Serial Number:	76078378	MARKET FRESH
Serial Number:	78285618	MARTHA'S VINEYARD SALAD
Serial Number:	75296189	
Serial Number:	77669838	ONE BITE GUARANTEE
Serial Number:	78220030	ARBY'S
Serial Number:	78635192	OVER THE TOP BROWNIE
Serial Number:	77224408	POPCORN CHICKEN SHAKERS
Serial Number:	77658582	PROMISE CHECK
Serial Number:	77587549	ROASTBURGER
Serial Number:	76167950	SHIFT SMARTS
Serial Number:	75246804	SIDEKICKERS
Serial Number:	76078373	SPICY THREE PEPPER
Serial Number:	77657678	STEAKHOUSE TOASTED SUB
Serial Number:	73549669	T.J. CINNAMONS
Serial Number:	73549613	T.J. CINNAMONS

Serial Number:	75603691	T.J. CINNAMONS
Serial Number:	78228323	T.J. CINNAMONS CHOCOLATE TWIST
Serial Number:	78146255	T.J. CINNAMONS CINNAMON TWIST
Serial Number:	78081222	T.J. CINNAMONS GOURMET COFFEES
Serial Number:	75687429	T.J. CINNAMONS MOCHA CHILL
Serial Number:	78445543	T.J. CINNAMONS RASPBERRY TWIST
Serial Number:	78213880	T.O.C.
Serial Number:	78584471	TANGY SOUTHWEST SAUCE
Serial Number:	78213889	TENDER OVEN CARE
Serial Number:	77291550	THE BIG KICKER TOASTED SUB
Serial Number:	77587539	THE BURGER DONE BETTER
Serial Number:	73563628	THE ORIGINAL GOURMET CINNAMON ROLL
Serial Number:	75631212	THE PERFECT COMBINATION
Serial Number:	78285623	THE ZING'S THE THING
Serial Number:	77753299	ROASTBURGER BITES
Serial Number:	77806206	WORTH EVERY PENNY
Serial Number:	77868544	ARBY'S IS DELICIOUS
Serial Number:	77874737	ARBY'S ROAST BEEF SANDWICH IS DELICIOUS
Serial Number:	77874725	ARBY'S ROAST BEEF SANDWICH IS DELICIOUS
Serial Number:	77874718	IT'S AN ARBY'S THING
Serial Number:	85035478	OUT-SIDE IN CINNAMON BITES
Serial Number:	77876851	\$5 BUCK ROUNDUP
Serial Number:	77630101	ARBY'S DINNER PACKS
Serial Number:	85226826	ARBY'S IT'S GOOD MOOD FOOD
Serial Number:	85226812	ARBY'S. IT'S GOOD MOOD FOOD.
Serial Number:	85167197	BIG MONTANA
Serial Number:	85244957	EAT ARBY'S FOOD. IT'S GOOD MOOD FOOD.

CORRESPONDENCE DATA

Fax Number: (404)572-5134
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
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ATTORNEY DOCKET NUMBER:

TRADEMARK
REEL: 004576 FRAME: 0112

	08522.251045
NAME OF SUBMITTER:	James M. Hannon
Signature:	/James M. Hannon/
Date:	07/06/2011
Total Attachments: 7 source=ArbysTMRelease#page1.tif source=ArbysTMRelease#page2.tif source=ArbysTMRelease#page3.tif source=ArbysTMRelease#page4.tif source=ArbysTMRelease#page5.tif source=ArbysTMRelease#page6.tif source=ArbysTMRelease#page7.tif	

RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (this “Release”) is made as of July 4, 2011 granted by Bank of America, N.A., in its capacity as administrative agent pursuant to that certain Credit Agreement dated as of May 24, 2010 (as amended, restated, supplemented or otherwise modified from time to time, the “Credit Agreement”) among Wendy’s/Arby’s Restaurants, LLC, a Delaware limited liability company, the lenders and other parties thereto from time to time and Bank of America, N.A., as Administrative Agent (in such capacity, the “Administrative Agent”) (capitalized terms used herein have the meanings attributed thereto in the Credit Agreement unless otherwise defined herein) in favor of Arby’s IP Holder Trust and Arby’s, LLC (each a “Grantor” and collectively, the “Grantors”).

WHEREAS, pursuant to the terms and conditions of that certain Trademark Security Agreement dated as of May 24, 2010, among the Grantors, the other parties thereto and Bank of America, N.A., as Administrative Agent (as amended, supplemented or otherwise modified, the “May 2010 Trademark Security Agreement”) and that certain Trademark Security Agreement dated as of March 7, 2011, among Arby’s IP Holder Trust, the other parties thereto and Bank of America, N.A., as Administrative Agent (as amended, supplemented or otherwise modified, the “March 2011 Trademark Security Agreement” and together with the May 2010 Trademark Security Agreement, the “Intellectual Property Security Agreements”), the Grantors pledged to the Administrative Agent a continuing security interest in all of its right, title and interest in certain Collateral including, without limitation, the Trademark registrations and applications set forth on Schedule I hereto together with the goodwill associated therewith (collectively, the “Trademarks”); and

WHEREAS the May 2010 Trademark Security Agreement has been recorded with the Trademarks Division of the U.S. Patent and Trademark Office on May 27, 2010 at Reel 004213 and Frame 0970;

WHEREAS the March 2011 Trademark Security Agreement has been recorded with the Trademarks Division of the U.S. Patent and Trademark Office on March 11, 2011 at Reel 004495 and Frame 0932;

NOW, THEREFORE, in acknowledgement that all of the Trademarks of the Grantors have been Disposed of in accordance with the Credit Agreement, the Administrative Agent hereby terminates the Security Agreement and the Intellectual Property Security Agreement insofar as it relates to the Trademarks, and hereby terminates, cancels, re-pledges, reassigns and releases any and all security interests it has against the Trademarks, together with the goodwill associated with such Trademarks, and all Proceeds (as defined in the Security Agreement) of any and all of the foregoing, without warranty or recourse. Except for the release of the Trademarks set forth herein, the Intellectual Property Security Agreements are confirmed as being in full force and effect.

If and to the extent the Administrative Agent has acquired any right, title or interest to any of the Trademarks, it hereby assigns and transfers such rights, title or interest to the applicable Grantor.

The Administrative Agent shall take all further actions, and provide to each Grantor and its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by such Grantor to more fully and effectively effectuate the purposes of this Release.

This Release shall be construed in accordance with and governed by the law of the State of New York.

(signature page follows)

IN WITNESS WHEREOF, the Administrative Agent has caused this Release of Security Interest in Trademarks to be executed and delivered by its duly authorized officer as of the date first set forth above.

BANK OF AMERICA, N.A.,
as Administrative Agent

By: Michelle D. Diggs
Name: Michelle D. Diggs
Title: Agency Management Officer

[Trademark Release]

SCHEDULE I

I. Covered by May 2010 Trademark Security Agreement

Country	Mark	App #	File Date	Reg #	Reg Date	Owner Name	Status	Classes
UNITED STATES	A FRESH LOOK AT ARBY'S	77/291,592	09/28/2007	3,568,371	01/27/2009	Arby's IP Holder Trust	REGISTERED	43
UNITED STATES	A FRESH TAKE ON FRESH TASTE	78/213,868	2/12/2003	2,797,876	12/23/2003	Arby's, Inc.	CANCELLED	43
UNITED STATES	ADVENTURE MEAL	73/385,889	09/16/1982	1,279,135	05/22/1984	Arby's IP Holder Trust	REGISTERED	30
UNITED STATES	ARBY-Q	73/031,166	09/05/1974	1,018,115	08/12/1975	Arby's IP Holder Trust	REGISTERED	29
UNITED STATES	ARBY-Q	74/556,371	08/02/1994	1,920,035	09/19/1995	Arby's IP Holder Trust	REGISTERED	30
UNITED STATES	ARBY'S	73/083,231	04/08/1976	1,065,886	05/17/1977	Arby's IP Holder Trust	REGISTERED	29, 32, 30
UNITED STATES	ARBY'S	72/268,365	04/05/1967	890,631	05/05/1970	Arby's IP Holder Trust	REGISTERED	42
UNITED STATES	ARBY'S & New Hat Design	73/087,768	05/20/1976	1,081,230	01/03/1978	Arby's IP Holder Trust	REGISTERED	29, 32, 42, 30
UNITED STATES	ARBY'S CHICKEN NATURALS	78/634,256	05/20/2005	3,164,043	10/24/2006	Arby's IP Holder Trust	REGISTERED	43
UNITED STATES	ARBY'S CHICKEN NATURALS & Design	78/808,889	02/07/2006	3,209,776	02/13/2007	Arby's IP Holder Trust	REGISTERED	43, 29, 30
UNITED STATES	ARBY'S DINNER PACKS	77/630,101	12/10/2008	3,857,536	10/05/2010	Arby's IP Holder Trust	REGISTERED	029, 043
UNITED STATES	ARBY'S KIDS MEAL & Design	78/705,451	09/01/2005	3,262,802	07/10/2007	Arby's IP Holder Trust	REGISTERED	43
UNITED STATES	ARBY'S MARKET FRESH	76/078,377	06/27/2000	2,815,992	02/24/2004	Arby's IP Holder Trust	REGISTERED	42
UNITED STATES	ARBY'S MARKET FRESH & Design	76/081,229	06/30/2000	2,720,357	06/03/2003	Arby's IP Holder Trust	REGISTERED	42
UNITED STATES	ARBY'S SAUCE	72/255,588	10/03/1966	842,177	01/09/1968	Arby's IP Holder Trust	REGISTERED	30
UNITED STATES	BRONCO BERRY SAUCE	75/567,854	10/08/1998	2,299,866	12/14/1999	Arby's IP Holder Trust	REGISTERED	30
UNITED STATES	BUFFALO DOUBLE DIPPIN' FINGERS	78/306,561	09/29/2003	2,954,806	05/24/2005	Arby's IP Holder Trust	REGISTERED	29
UNITED STATES	Chicken Design	78/808,920	02/07/2006	3,209,777	02/13/2007	Arby's IP Holder Trust	REGISTERED	30, 43, 29
UNITED STATES	CINNACHIPS	74/675,546	05/10/1995	1,978,200	06/04/1996	Arby's IP Holder Trust	REGISTERED	30
UNITED STATES	DREAM BIG. WORK HARD. GET IT DONE. PLAY FAIR. HAVE FUN. MAKE A DIFFERENCE.	75/598,891	12/03/1998	2,311,506	01/25/2000	Arby's IP Holder Trust	REGISTERED	36
UNITED STATES	HOME OF THE ORIGINAL T.J. CINNAMONS SINCE 1984 GOURMET	74/675,545	05/10/1995	1,983,873	07/02/1996	Arby's IP Holder Trust	REGISTERED	30, 42

Country	Mark	App #	File Date	Reg #	Reg Date	Owner Name	Status	Classes
	CINNAMON ROLL & Design							
UNITED STATES	HORSEY SAUCE	72/255,587	10/03/1966	851,991	07/02/1968	Arby's IP Holder Trust	REGISTERED	30
UNITED STATES	I'M THINKING ARBY'S	78/553,417	01/25/2005	3,146,765	09/19/2006	Arby's IP Holder Trust	REGISTERED	43
UNITED STATES	JALAPENO BITES	75/369,379	10/07/1997	2,254,562	06/15/1999	Arby's IP Holder Trust	REGISTERED	30
UNITED STATES	LOADED POTATO BITES	78/584,417	03/10/2005	3,223,907	04/03/2007	Arby's IP Holder Trust	REGISTERED	29
UNITED STATES	MADE WITH T.O.C. ARBY'S TENDER OVEN CARE Logo	78/262,250	06/13/2003	3,086,109	04/25/2006	Arby's IP Holder Trust	REGISTERED	43
UNITED STATES	MARKET FRESH	78/784,725	01/04/2006	3,343,900	11/27/2007	Arby's IP Holder Trust	REGISTERED	29, 30
UNITED STATES	MARKET FRESH	76/078,378	06/27/2000	2,619,643	09/17/2002	Arby's IP Holder Trust	REGISTERED	43
UNITED STATES	MARTHA'S VINEYARD SALAD	78/285,618	08/11/2003	3,056,634	01/31/2006	Arby's IP Holder Trust	REGISTERED	29
UNITED STATES	NEW HAT Design	75/296,189	05/22/1997	2,482,642	08/28/2001	Arby's IP Holder Trust	REGISTERED	42
UNITED STATES	ONE BITE GUARANTEE	77/669,838	02/13/2009	3,682,625	09/15/2009	Arby's IP Holder Trust	REGISTERED	43
UNITED STATES	Oven Mitt Design	78/220,030	02/28/2003	2,805,015	01/13/2004	Arby's IP Holder Trust	REGISTERED	43
UNITED STATES	OVER THE TOP BROWNIE	78/635,192	05/23/2005	3,164,842	10/31/2006	Arby's IP Holder Trust	REGISTERED	30
UNITED STATES	POPCORN CHICKEN SHAKERS	77/224,408	07/09/2007	3,434,561	05/27/2008	Arby's IP Holder Trust	REGISTERED	29
UNITED STATES	PROMISE CHECK	77/658,582	01/28/2009	3,833,428	08/17/2010	Arby's IP Holder Trust	REGISTERED	035
UNITED STATES	ROASTBURGER	77/587,549	10/07/2008	3,671,237	08/18/2009	Arby's IP Holder Trust	REGISTERED	30
UNITED STATES	SHIFT SMARTS	76/167,950	11/20/2000	2,672,894	01/07/2003	Arby's IP Holder Trust	REGISTERED	16, 28
UNITED STATES	SIDEKICKERS	75/246,804	02/24/1997	2,189,934	09/15/1998	Arby's IP Holder Trust	REGISTERED	42
UNITED STATES	SPICY THREE PEPPER	76/078,373	06/27/2000	2,443,595	04/10/2001	Arby's IP Holder Trust	REGISTERED	30
UNITED STATES	STEAKHOUSE TOASTED SUB	77/657,678	01/27/2009	3,866,324	10/26/2010	Arby's IP Holder Trust	REGISTERED	30
UNITED STATES	T.J. CINNAMONS	73/549,669	07/23/1985	1,392,724	05/06/1986	Arby's IP Holder Trust	REGISTERED	42
UNITED STATES	T.J. CINNAMONS	73/549,613	07/23/1985	1,397,029	06/10/1986	Arby's IP Holder Trust	REGISTERED	30
UNITED STATES	T.J. CINNAMONS	75/603,691	12/11/1998	2,311,553	01/25/2000	Arby's IP Holder Trust	REGISTERED	30
UNITED STATES	T.J. CINNAMONS CHOCOLATE TWIST	78/228,323	03/21/2003	2,944,976	04/26/2005	Arby's IP Holder Trust	REGISTERED	30
UNITED STATES	T.J. CINNAMONS CINNAMON TWIST	78/146,255	07/22/2002	2,861,331	07/06/2004	Arby's IP Holder Trust	REGISTERED	30, 43
UNITED STATES	T.J. CINNAMONS GOURMET COFFEES & Design	78/081,222	08/27/2001	2,678,089	01/21/2003	Arby's IP Holder Trust	REGISTERED	30
UNITED STATES	T.J. CINNAMONS MOCHA CHILL	75/687,429	04/20/1999	2,480,547	08/21/2001	Arby's IP Holder Trust	REGISTERED	30
UNITED STATES	T.J. CINNAMONS	78/445,543	07/02/2004	3,118,121	07/18/2006	Arby's IP Holder Trust	REGISTERED	43, 30

Country	Mark	App #	File Date	Reg #	Reg Date	Owner Name	Status	Classes
STATES	RASPBERRY TWIST							
UNITED STATES	T.O.C.	78/213,880	02/12/2003	2,949,891	05/10/2005	Arby's IP Holder Trust	REGISTERED	43
UNITED STATES	TANGY SOUTHWEST SAUCE	78/584,471	03/10/2005	3,135,224	08/29/2006	Arby's IP Holder Trust	REGISTERED	30
UNITED STATES	TENDER OVEN CARE	78/213,889	02/12/2003	2,949,892	05/10/2005	Arby's IP Holder Trust	REGISTERED	43
UNITED STATES	THE BIG KICKER TOASTED SUB	77/291,550	09/28/2007			Arby's IP Holder Trust	ABANDONED	30
UNITED STATES	THE BURGER DONE BETTER	77/587,539	10/07/2008	3,737,896	01/12/2010	Arby's IP Holder Trust	REGISTERED	30
UNITED STATES	THE ORIGINAL GOURMET CINNAMON ROLL	73/563,628	10/17/1985	1,427,659	02/03/1987	Arby's IP Holder Trust	REGISTERED	30
UNITED STATES	THE PERFECT COMBINATION	75/631,212	02/01/1999	2,323,947	02/29/2000	Arby's IP Holder Trust	REGISTERED	42
UNITED STATES	THE ZING'S THE THING	78/285,623	08/11/2003	2,918,191	01/11/2005	Arby's IP Holder Trust	REGISTERED	43
UNITED STATES	ROASTBURGER BITES	77/753,299	06/05/2009			Arby's IP Holder Trust	ABANDONED	030
UNITED STATES	WORTH EVERY PENNY	77/806,206	08/17/2009			Arby's IP Holder Trust	ABANDONED	043
UNITED STATES	\$5 BUCK ROUNDUP	77/876,851	11/19/2009	3,817,395	07/13/2010	Arby's IP Holder Trust	REGISTERED	43
UNITED STATES	ARBY'S IS DELICIOUS	77/868,544	11/09/2009			Arby's IP Holder Trust	PENDING	043
UNITED STATES	ARBY'S ROAST BEEF SANDWICH IS DELICIOUS	77/874,737	11/17/2009	3,817,302	07/13/2010	Arby's IP Holder Trust	REGISTERED	043
UNITED STATES	ARBY'S ROAST BEEF SANDWICH IS DELICIOUS & Design	77/874,725	11/17/2009	3,817,301	07/13/2010	Arby's IP Holder Trust	REGISTERED	043
UNITED STATES	IT'S AN ARBY'S THING	77/874,718	11/17/2009			Arby's IP Holder Trust	ABANDONED	043
UNITED STATES	OUT-SIDE IN CINNAMON BITES	85/035,478	05/11/2010			Arby's IP Holder Trust	PENDING	30

II. Covered by March 2011 Trademark Security Agreement

Country	Mark	Application #	File Date	Registration #	Registration Date	Owner Name	Status	Classes
UNITED STATES	\$5 BUCK ROUNDUP	77/876,851	11/19/2009	3,817,395	7/13/2010	Arby's IP Holder Trust	REGISTERED	43
UNITED STATES	ARBY'S DINNER PACKS	77/630,101	12/10/2008	3,857,536	10/05/2010	Arby's IP Holder Trust	REGISTERED	029, 043
UNITED STATES	ARBY'S IS DELICIOUS	77/868,544	11/09/2009			Arby's IP Holder Trust	ALLOWED	043
UNITED STATES	ARBY'S IT'S GOOD MOOD FOOD (Stylized) & Design	85/226,826	01/26/2011			Arby's IP Holder Trust	PENDING	043
UNITED STATES	ARBY'S ROAST BEEF SANDWICH IS	77/874,737	11/17/2009	3,817,302	07/13/2010	Arby's IP Holder Trust	REGISTERED	043

	DELICIOUS							
UNITED STATES	ARBY'S ROAST BEEF SANDWICH IS DELICIOUS & Design	77/874,725	11/17/2009	3,817,301	07/13/2010	Arby's IP Holder Trust	REGISTERED	043
UNITED STATES	ARBY'S. IT'S GOOD MOOD FOOD.	85/226,812	01/26/2011			Arby's IP Holder Trust	PENDING	043
UNITED STATES	BIG MONTANA	85/167,197	11/02/2010			Arby's IP Holder Trust	PENDING	030
UNITED STATES	EAT ARBY'S FOOD. IT'S GOOD MOOD FOOD.	85/244,957	02/17/2011			Arby's IP Holder Trust	PENDING	43
UNITED STATES	OUT-SIDE IN CINNAMON BITES	85/035,478	05/11/2010			Arby's IP Holder Trust	PENDING	30
UNITED STATES	PROMISE CHECK	77/658,582	01/28/2009	3,833,428	08/17/2010	Arby's IP Holder Trust	REGISTERED	035
UNITED STATES	STEAKHOUSE TOASTED SUB	77/657,678	01/27/2009	3,866,324	10/26/2010	Arby's IP Holder Trust	REGISTERED	30