

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Assignment of Security Interests

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
General Electric Capital Corporation, as Second Lien Administrative Agent		03/20/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Red Zone Capital Partners II, L.P.
Street Address:	1800 Tysons Blvd
City:	McLean
State/Country:	VIRGINIA
Postal Code:	22102
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Registration Number:	3175267	ROCKET KIDS ROCKET READER
Registration Number:	3175266	ROCKET KIDS ROCKET READER
Registration Number:	3063349	ROCKET SALAD
Registration Number:	3063348	ROCKET WINGS
Registration Number:	3063291	ROCKET POUNDER
Registration Number:	3468707	ROCKET TRIPLE
Registration Number:	2871302	JOHNNY ROCKETS ROCKET KIDS
Registration Number:	3139461	JOHNNY ROCKETS ROCKET KIDS
Registration Number:	2723665	ROCKET RETAIL
Registration Number:	2672110	JOHNNY ROCKETS THE ORIGINAL HAMBURGER
Registration Number:	2726751	ROCKET SINGLE
Registration Number:	2672109	JOHNNY ROCKETS THE ORIGINAL HAMBURGER
Registration Number:	2726750	ROCKET DOUBLE

OP \$540.00 3175267

Registration Number:	2129076	STREAMLINER
Registration Number:	2121050	"RED RED SAUCE"
Registration Number:	1951318	JOHNNY ROCKETS THE ORIGINAL HAMBURGER
Registration Number:	1740033	JOHNNY ROCKETS THE ORIGINAL HAMBURGER
Registration Number:	1522028	JOHNNY ROCKETS THE ORIGINAL HAMBURGER
Registration Number:	1436053	JOHNNY ROCKETS THE ORIGINAL HAMBURGER
Registration Number:	1436052	JOHNNY ROCKETS
Registration Number:	1448387	JOHNNY ROCKETS THE ORIGINAL HAMBURGER

CORRESPONDENCE DATA

Fax Number: (312)863-7827
Phone: 312-201-3927
Email: rebecca.silva@goldbergekohn.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Correspondent Name: Rebecca Silva - Paralegal
Address Line 1: c/o Goldberg Kohn Ltd.
Address Line 2: 55 E. Monroe St., Suite 3300
Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER:	6262.007
NAME OF SUBMITTER:	Rebecca Silva
Signature:	/rebeccasilva/
Date:	10/12/2011

Total Attachments: 5
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ACKNOWLEDGMENT OF ASSIGNMENT

WHEREAS, General Electric Capital Corporation was the administrative agent and collateral agent (in such capacities, the "Second Lien Administrative Agent") under that certain Credit Agreement dated as of March 20, 2007, as amended, among The Johnny Rockets Group, Inc., JR Group Holdings LLC, General Electric Capital Corporation and the other lenders party thereto (the "Second Lien Credit Agreement"); and

WHEREAS, the Second Lien Administrative Agent previously assigned all of its right, title and interest in and to its Liens (such term and other capitalized terms used and not otherwise defined herein having the meanings assigned to them in the First Lien Credit Agreement) in the Collateral to Red Zone Capital Partners II, L.P. ("RZCP II") in connection with the acquisition by RZCP II of the outstanding Loans and Commitments pursuant to that certain Agency Agreement, dated as of July 31, 2008, by and between The Johnny Rockets Group, Inc., JR Group Holdings LLC, Second Lien Administrative Agent and RZCP II;

NOW, THEREFORE, the Second Lien Administrative Agent hereby acknowledges and confirms the foregoing assignment effective as of July 31, 2008; and

RZCP II acknowledges and confirms that such assignment includes, without limitation, all of the Liens on the trademarks listed on Exhibit A attached hereto.

IN WITNESS WHEREOF, the parties hereto have executed and delivered this Acknowledgement of Assignment as of this 12th day of October, 2011.

GENERAL ELECTRIC CAPITAL CORPORATION,
AS SECOND LIEN ADMINISTRATIVE AGENT

By: 
Name: Todd V. Jones
Title: Vice President

RED ZONE CAPITAL PARTNERS II, L.P.

By: _____
Name: _____
Title: _____

IN WITNESS WHEREOF, the parties hereto have executed and delivered this Acknowledgement of Assignment as of the date this 12th day of October, 2011.

GENERAL ELECTRIC CAPITAL CORPORATION,
AS SECOND LIEN ADMINISTRATIVE AGENT

By: _____
Name: _____
Title: _____

RED ZONE CAPITAL PARTNERS II, L.P.


By:  _____
Name: *M. Cherk* _____
Title: *MD & Partner Capt L.P.* _____

Exhibit A

Trademarks

TITLE	SERIAL NO	REG NO	DATE	OWNER
ROCKET KIDS ROCKET READER	78587571	3175267	11/21/06	Johnny Rockets Licensing, LLC
ROCKET KIDS ROCKET READER	78587563	3175266	11/21/06	Johnny Rockets Licensing, LLC
ROCKET SALAD	78581479	3063349	08/28/06	Johnny Rockets Licensing, LLC
ROCKET WINGS	78581476	3063348	03/07/05	Johnny Rockets Licensing, LLC
ROCKET POUNDER	78579915	3063291	03/03/05	Johnny Rockets Licensing, LLC
ROCKET TRIPLE	77093884	3468707	01/29/07	Johnny Rockets Licensing, LLC
JOHNNY ROCKETS ROCKET KIDS	76541740	2871302	08/21/03	Johnny Rockets Licensing, LLC
JOHNNY ROCKETS ROCKET KIDS	76514043	3139461	05/08/03	Johnny Rockets Licensing, LLC
ROCKET RETAIL	76388865	2723665	03/29/02	Johnny Rockets Licensing, LLC
JOHNNY ROCKETS THE ORIGINAL HAMBURGER	76388864	2672110	03/29/02	Johnny Rockets Licensing, LLC
ROCKET SINGLE	76388862	2726751	03/29/02	Johnny Rockets Licensing, LLC
JOHNNY ROCKETS THE ORIGINAL HAMBURGER	76388861	2672109	03/29/02	Johnny Rockets Licensing, LLC
ROCKET DOUBLE	76388855	2726750	03/29/02	Johnny Rockets Licensing, LLC

TITLE	SERIAL NO.	REG NO.	DATE	OWNER
STREAMLINER	75249142	2129076	02/27/97	Johnny Rockets Licensing, LLC
"RED RED SAUCE"	75125668	2121050	06/26/96	Johnny Rockets Licensing, LLC
JOHNNY ROCKETS THE ORIGINAL HAMBURGER	74642898	1951318	06/06/95	Johnny Rockets Licensing, LLC
JOHNNY ROCKETS THE ORIGINAL HAMBURGER	74251304	1740033	03/02/92	Johnny Rockets Licensing, LLC S
JOHNNY ROCKETS THE ORIGINAL HAMBURGER	73733648	1522028	06/13/88	Johnny Rockets Licensing, LLC
JOHNNY ROCKETS THE ORIGINAL HAMBURGER	73618994	1436053	09/9/86	Johnny Rockets Licensing, LLC
JOHNNY ROCKETS	73618993	1436052	09/09/86	Johnny Rockets Licensing, LLC
JOHNNY ROCKETS THE ORIGINAL HAMBURGER	73618992	1448387	09/09/86	Johnny Rockets Licensing, LLC

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