

TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
McAlister's Corporation		11/17/2011	CORPORATION: MISSISSIPPI
RECEIVING PARTY DATA			
Name:	Wells Fargo Bank, National Association, as Administrative Agent		
Street Address:	1808 Aston Avenue		
Internal Address:	Suite 250		
City:	Carlsbad		
State/Country:	CALIFORNIA		
Postal Code:	92008		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 16			
Property Type	Number	Word Mark	
Registration Number:	3746590	TEA FOR TOTS	
Registration Number:	3808174	LEAVE SWEET TEA TO THE PROS	
Registration Number:	3701565	WHO'S YOUR DELI?	
Registration Number:	3536563	MCALISTER'S DELI	
Registration Number:	3530628	MCALISTER'S SELECT	
Registration Number:	3530625	MCALISTER'S SELECT	
Registration Number:	2335772	MEMPHIAN	
Registration Number:	2335679	JUSTASPUD	
Registration Number:	2335678	THE BIG NASTY	
Registration Number:	2217403	MCALISTER'S	
Registration Number:	2217201	MCALISTER'S GOURMET DELI	
Registration Number:	2207158	MCALISTER'S GOURMET DELI	
Registration Number:	1943439	MCALISTERS DELI	

900207404

TRADEMARK
REEL: 004662 FRAME: 0346

OP \$415.00 3746590

Serial Number:	85445847	MCALISTER'S EXPRESS
Serial Number:	85393984	DELICIOUS IS IN THE DETAILS
Serial Number:	85248332	MCALISTER'S EXPRESS

CORRESPONDENCE DATA

Fax Number: (919)416-8328

Phone: 9192868041

Email: pto_tmconfirmation@mvalaw.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Moore & Van Allen PLLC

Address Line 1: 430 Davis Drive

Address Line 2: Suite 500

Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	040324-058 JES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	11/17/2011

Total Attachments: 4
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**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

United States Patent and Trademark Office

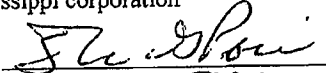
Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of November 17, 2011 (as the same may be amended, modified, restated or supplemented from time to time, the "Agreement") by and among the Obligors from time to time party thereto (each an "Obligor" and collectively, the "Obligors") and WELLS FARGO BANK, NATIONAL ASSOCIATION, as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the Trademarks and Trademark applications owned by such Obligor and set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the Trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Agreement, (ii) is not to be construed as an assignment of any Trademark or Trademark application, and (iii) shall not include any "intent to use" Trademark applications for which a statement of use has not been filed and accepted (but only until such statement of use is filed and accepted) (but only if the grant of security interest to such "intent to use" Trademark applications could result in the voiding, unenforceability, cancellation or invalidity of such Trademark applications pursuant to 15 U.S.C. § 1060). Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to such terms in the Agreement.

Very truly yours,

McALISTER'S CORPORATION,
a Mississippi corporation

By: 

Name: FRANK G. PAGE

Title: CEO & PRESIDENT

McALISTER'S CORPORATION
NOTICE OF SECURITY INTERESTS IN TRADEMARKS

TRADEMARK
REEL: 004662 FRAME: 0349

Acknowledged and Accepted:

WELLS FARGO BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: 

Name: Steve Leon

Title: Managing Director

MCALISTER'S CORPORATION
NOTICE OF SECURITY INTERESTS IN TRADEMARKS

TRADEMARK
REEL: 004662 FRAME: 0350

Schedule 1

**McAlister's Corporation
(Mississippi Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
TEA FOR TOTS	3746590	02/09/10
LEAVE SWEET TEA TO THE PROS	3808174	06/22/10
WHO'S YOUR DELI?	3701565	10/27/09
MCALISTER'S DELI and Design	3536563	11/25/08
MCALISTER'S SELECT and Design	3530628	11/11/08
MCALISTER'S SELECT	3530625	11/11/08
MEMPHIAN	2335772	03/28/00
JUSTASPUD	2335679	03/28/00
THE BIG NASTY	2335678	03/28/00
MCALISTER'S	2217403	01/12/99
MCALISTER'S GOURMET DELI	2217201	01/12/99
MCALISTER'S GOURMET DELI	2207158	12/01/98
MCALISTER'S DELI	1943439	12/26/95

Pending Applications

Mark	Application No.	Filing Date
MCALISTER'S EXPRESS	85445847	10/12/11
DELICIOUS IS IN THE DETAILS	85393984	08/10/11
MCALISTER'S EXPRESS	85248332	02/22/11