

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Termination and Release of Lien		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
WILMINGTON TRUST, NATIONAL ASSOCIATION, as Collateral Agent		11/28/2011	National Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	SBARRO LLC (successor by merger to SBARRO, INC.)		
Street Address:	401 Broadhollow Road		
City:	Melville		
State/Country:	NEW YORK		
Postal Code:	11747		
Entity Type:	LIMITED LIABILITY COMPANY: NEW YORK		
PROPERTY NUMBERS Total: 14			
Property Type	Number	Word Mark	
Registration Number:	1826726	CAFE SBARRO	
Registration Number:	3230261	CARMELA'S	
Registration Number:	2173621	LA CUCINA DI CAPRI	
Registration Number:	2622141	MAMA MAKES IT BETTER	
Registration Number:	2622140	MAMA SBARRO	
Registration Number:	2646881	MAMA SBARRO'S PIZZERIA	
Registration Number:	985647	SBARRO	
Registration Number:	1991581	SBARRO	
Registration Number:	3549590	SBARRO FRESH ITALIAN COOKING	
Registration Number:	1834998	SBARRO THE BEST ITALIAN CHOICE	
Registration Number:	1161472	SBARRO THE ITALIAN EATERY	
Registration Number:	3125530	THE BIG MINI...BIG ON TASTE	
Registration Number:	2511105	TONY & BRUNO'S	
Registration Number:	1763821	WHERE MAMA STILL RUNS THE KITCHEN	

TRADEMARK

900207994

REEL: 004666 FRAME: 0293

OP \$365.00 1826726

CORRESPONDENCE DATA

Fax Number: (800)494-7512

Phone: 2023704761

Email: tfahey@nationalcorp.com

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

Correspondent Name: Thomas Fahey

Address Line 1: 1100 G Street NW Suite 420

Address Line 2: National Corporate Research

Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:

F136875

NAME OF SUBMITTER:

Courtney J. Mitchell

Signature:

/Courtney J. Mitchell/

Date:

11/28/2011

Total Attachments: 5

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Termination and Release of Lien on Trademarks (the “Release”)

November 28, 2011 (the “Release Date”)

WHEREAS, Sbarro, Inc., a New York corporation, located at 401 Broadhollow Road, Melville, NY 11747 (the “Pledgor”) granted a continuing security interest in all of its intellectual property, whether now owned or existing or hereafter acquired or arising, including the trademarks (the “Trademarks”) listed in the attached Exhibit A to the Collateral Agent (as defined below) pursuant to (i) that certain Security Agreement executed in connection with that certain Second Lien Credit Agreement dated as of March 26, 2009 (as amended, supplemented or otherwise modified from time to time, the “Credit Agreement”; terms defined therein being used herein as therein defined) among the Pledgor, Sbarro Holdings, LLC, a Delaware limited liability company (“Holdings”), the lenders party thereto and Nataxis, New York Branch, as administrative agent and collateral agent and (ii) that certain Successor Second Lien Agent Agreement dated as of February 18, 2011 (the “Successor Second Lien Agent Agreement”) among the Pledgor, Holdings, Nataxis, New York Branch, Wilmington Trust FSB, in its capacity as successor administrative agent (in such capacity, the “Administrative Agent”) and successor collateral agent (in such capacity, the “Collateral Agent”) and certain other parties thereto, which security interest was recorded with the United States Patent and Trademark Office (the “USPTO”) on April 2, 2009 at Reel/Frame 3974/0887 and 3980/0177 and on February 18, 2011.

WHEREAS, the Collateral Agent has agreed at the request of the Pledgor to release its security interest in and lien on the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

SECTION 1. Effective as of the Release Date, the Collateral Agent does hereby irrevocably terminate, release and discharge any and all security interests in and lien on the Trademarks granted to it by the Pledgor under the Security Agreement and does hereby reassign to the Pledgor all right, title and interest of the Collateral Agent in and to such Trademarks.

SECTION 2. The Pledgor hereby acknowledges that the release in Section 1 above is being made without recourse to, or any representation or warranty by, the Collateral Agent.

SECTION 3. This Release may be executed in any number of counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement.

SECTION 4. The Collateral Agent understands and agrees that this Release may be recorded by and for the Pledgor with the USPTO.

SECTION 5. This Release shall be governed by and construed in accordance with the laws of the State of New York.

[Remainder of page intentionally left blank. Signature page follows.]

IN WITNESS WHEREOF, each of the undersigned has duly executed and delivered this Release effective on the date set forth below.

WILMINGTON TRUST, NATIONAL
ASSOCIATION, as Collateral Agent

By: 


Name: Renee Kuhl

Title: Vice President

[Signature Page to Release of Lien on Trademarks – Pre-Petition Second Lien]

TRADEMARK
REEL: 004666 FRAME: 0297

SBARRO LLC (successor by merger to
SBARRO, INC.)

By: 
Name: Carolyn M. Spatafora
Title: Vice President, Chief Financial
Officer and Secretary

[Signature Page to Release of Lien on Trademarks – Pre-Petition Second Lien]

Exhibit A

REGISTERED TRADEMARKS

<u>Trademark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
CAFÉ SBARRO	1826726	3/15/94
CARMELA'S	3230261	4/17/07
LA CUCINA DI CAPRI	2173621	7/14/98
MAMA MAKES IT BETTER	2622141	9/17/02
MAMA SBARRO	2622140	9/17/02
MAMA SBARRO'S PIZZERIA	2646881	11/5/02
SBARRO	985647	6/4/74
SBARRO	1991581	8/6/96
SBARRO FRESH ITALIAN COOKING	3549590	12/23/08
SBARRO THE BEST ITALIAN CHOICE	1834998	5/3/94
SBARRO THE ITALIAN EATERY	1161472	7/14/81
THE BIG MINI... BIG ON TASTE	3125530	8/8/06
TONY & BRUNO'S	2511105	11/20/01
WHERE MAMA STILL RUNS THE KITCHEN	1763821	4/6/93

TRADEMARK APPLICATIONS

None.