TRADEMARK ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/27/2011

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Sbarro, Inc.		11/18/2011	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Sbarro LLC
Street Address:	401 Broadhollow Road -
City:	Melville
State/Country:	NEW YORK
Postal Code:	11747
Entity Type:	LIMITED LIABILITY COMPANY: NEW YORK

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Serial Number:	85293037	SBARRO FRESH ITALIAN COOKING
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 \$BARRO
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 MINIBIG ON TASTE

TRADEMARK REEL: 004689 FRAME: 0772

Registration Number:	1991581	SBARRO
Registration Number:	3549590	SBARRŌ FRESH ITALIAN COOKING
Registration Number:	1834998	SBARRO THE BEST ITALIAN CHOICE
Registration Number:	1161472	SBARRO THE ITALIAN EATERY
Registration Number:	3125530	THE BIG MINIBIG ON TASTE
Registration Number:	2511105	TONY & BRUNO'S
Registration Number:	1763821	WHERE MAMA STILL RUNS THE KITCHEN

CORRESPONDENCE DATA

Fax Number:

(312)862-2200

Phone:

3128623312

Email:

patrick.lau@kirkland.com

Correspondence will be sent to the e-mail address first; If that is unsuccessful, It

will be sent via US Mail.

Correspondent Name: Kirkland & Ellis LLP

300 North LaSalle

Address Line 1:

c/o Patrick Lau, Legal Assistant

Address Line 2: Address Line 4:

Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER:	13970-13 PL
NAME OF SUBMITTER:	Patrick Lau
Signature:	/pl/
Date:	11/21/2011

Total Attachments: 5

source=SBARRO LLC NY - FILED CERTIFICATE OF MERGER_(20522627_1)#page1.tif source=SBARRO LLC NY - FILED CERTIFICATE OF MERGER_(20522627_1)#page2.tif source=SBARRO LLC NY - FILED CERTIFICATE OF MERGER_(20522627_1)#page3.tif source=SBARRO LLC NY - FILED CERTIFICATE OF MERGER_(20522627_1)#page4.tif source=SBARRO LLC NY - FILED CERTIFICATE OF MERGER_(20522627_1)#page5.tif

RECEIPT INFORMATION

ETAS ID:

TM219325

Receipt Date:

11/21/2011

Fee Amount:

\$390

TRADEMARK REEL: 004689 FRAME: 0773

STATE OF NEW YORK DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official scal of the Department of State, at the City of Albany, on November 18, 2011.

Daniel E. Shapiro

First Deputy Secretary of State

Rev. 05/09

F 1546/V .

CSC 45 Drawdown

111118000 606

New York State
Department of State
Division of Comportions, State Records and Uniform Commercial Code
One Commerce Plaza, Sy Washington Avenus
Albany, NY 12231
worse, documents.

CERTIFICATE OF MERGER

OF

SBARRO, INC., a New York Corporation

INTO

NEW SBARRO LLC, a New York Limited Liability Company

Under Section 1003 of the Limited Liability Company Law

FIRST: The name (and if the name has been changed, the name under which it was formed) and jurisdiction of formation or organization of each domestic limited liability company or other domestic business entity that is to merge is:

Name of Entity

State of Organization

Sharro, Inc.

New York

New Sbarro LLC

Now York

SECOND: For each domestic limited liability company and domestic other business entity, the date when its initial articles of organization or formation document was filed with Department of State is:

The certificate of incorporation of Sharro, Inc. was filed with Department of State, Division of Corporations of the State of New York on: November 1, 1977.

The articles of organization of New Sbarro LLC were filed with the Department of State, Division of Corporations of the State of New York on: November 17, 2011.

THIRD: Article First of the articles of organization of the surviving domestic limited liability company is hereby deleted in its entirety and replaced with the following Article:

"FIRST: The name of the limited liability company is: Sbarro LLC."

TRADEMARK
REEL: 004689 FRAME: 0775

FOURTH: The agreement of merger has been approved and executed by the domestic limited liability company and the domestic business corporation that is a party thereto.

FIFTH: The Secretary of State is designated as agent of the surviving limited liability company upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of any process against the limited liability company served upon him or her is:

Sbarro LLC c/o General Counsel 401 Broadhollow Road Melville, NY 11747

SIXTH: The agreement of merger is on file at the following place of business of the surviving domestic limited liability company:

Sbarro LLC c/o General Counsel 401 Broadhollow Road Melville, NY 11747

SEVENTH: A copy of the agreement of merger will be furnished by the surviving domestic limited liability company on request and without cost to any member of any domestic limited liability company or to any person holding an interest in any other business entity that is to merge pursuant to such agreement.

BIGHTH: The effective date of the merger herein certified, insofar as the provisions of the Limited Liability Company Law of the State of New York govern such effective date, shall be the Twenty Seventh (27th) day of November, 2011.

* * * *

SBARRO, INC.

By: Name: Anthony J. Missano

Title: President

NEW SBARRO LLC

Name: Anthony J Missano
Title: President / Authorized Person

KAR 20180743

111118000606

2011 NOV 18 ARIO, 52

CERTIFICATE OF MERGER

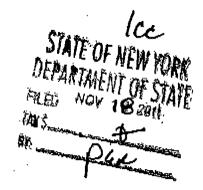
OR

SBARRO, INC.

INTO

NEW SBARRO LLC

Under Section 1003 of the Limited Liability Company Law



Filed by: Laura-Jayne Urso

Kirkland & Ellis LLP 601 Lexington Avenue New York, NY 10022

CUSTOMER REF. # 985677 JBA

CSC 45 Drawdown



649

TRADEMARK REEL: 004689 FRAME: 0778

RECORDED: 11/21/2011