

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion and Name Change

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Perkins & Marie Callender's, Inc.	FORMERLY The Restuarant Company	11/30/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Perkins & Marie Callender's, LLC
Doing Business As:	Perkins Restaurants & Bakery
Street Address:	6075 Poplar Avenue, Suite 800
City:	Memphis
State/Country:	TENNESSEE
Postal Code:	38119
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	1243032	BOTTOMLESS POT OF COFFEE
Registration Number:	1843806	FOXTAIL FOODS
Registration Number:	2286891	KID PERKS
Registration Number:	1663533	MAGNIFICENT SEVEN
Registration Number:	1751454	MAMMOTH MUFFIN
Registration Number:	2187924	MORNING SUNRISE
Registration Number:	0809680	PERKINS
Registration Number:	1464960	PERKINS FAMILY RESTAURANT BAKERY
Registration Number:	1403560	PERKINS FAMILY RESTAURANT BAKERY
Registration Number:	1403558	PERKINS FAMILY RESTAURANT
Registration Number:	1203149	PERKINS
Registration Number:	1231484	PERKINS
Registration Number:	1679722	PERKINS PROMISE

OP \$465.00 1243032

Registration Number:	2490366	PERKINS RESTAURANT & BAKERY
Registration Number:	2492247	PERKINS RESTAURANT & BAKERY
Registration Number:	2724058	SIMPLY SCOOP
Registration Number:	1897634	TREMENDOUS TWELVE
Registration Number:	3650818	BREAKFAST IS JUST THE BEGINNING

CORRESPONDENCE DATA

Fax Number: 9017666482

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

Phone: (901) 766-6481

Email: laurie.armistead@prkmc.com

Correspondent Name: Laurie G. Armistead

Address Line 1: 6075 Poplar Avenue, Suite 800

Address Line 4: Memphis, TENNESSEE 38119

NAME OF SUBMITTER:	Laurie G. Armistead
Signature:	/Laurie G. Armistead/
Date:	05/31/2012

Total Attachments: 2

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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "PERKINS & MARIE CALLENDER'S INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "PERKINS & MARIE CALLENDER'S INC." TO "PERKINS & MARIE CALLENDER'S, LLC", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF NOVEMBER, A.D. 2011, AT 1:04 O'CLOCK P.M.

2074711 8100V

111240081




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9188378

DATE: 11-30-11

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 004792 FRAME: 0595

PERKINS & MARIE CALLENDER'S INC.

State of Delaware
Certificate of Conversion from a
Corporation to a Limited Liability Company
Pursuant to Section 18-214 of the Limited Liability Act

This Certificate of Conversion of Perkins & Marie Callender's Inc., a Delaware corporation (the "Corporation"), is being duly executed and filed by the undersigned who is duly authorized for the purposes set forth herein as contemplated in Section 18-214 of the Delaware Limited Liability Company Act (6 Del. C. §18-101, et seq.).

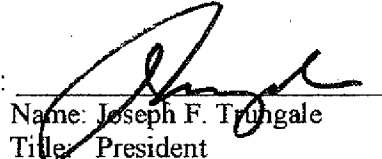
1. The jurisdiction where the Corporation was first formed is Delaware.
2. The jurisdiction of the Corporation immediately prior to the filing of this Certificate is Delaware.
3. The date the Corporation was first formed is October 31, 1985.
4. The name of the Corporation immediately prior to filing this Certificate is Perkins & Marie Callender's Inc.
5. The name of the limited liability company to which the Corporation is converted, as set forth in the Certificate of Formation, is:

Perkins & Marie Callender's, LLC

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on the 30th day of November 2011.

PERKINS & MARIE CALLENDER'S INC.

By: _____


Name: Joseph F. Tringale
Title: President