

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/25/2012

<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
K & F Restaurant Management, L.L.C.		06/25/2012	LIMITED LIABILITY COMPANY: TEXAS

<b>RECEIVING PARTY DATA</b>	
Name:	K&F Restaurant Holdings, Ltd.
Street Address:	422 Pinewold Drive
City:	Houston
State/Country:	TEXAS
Postal Code:	77056
Entity Type:	LIMITED PARTNERSHIP: TEXAS

<b>PROPERTY NUMBERS Total: 9</b>		
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
Registration Number:	3385287	ROLL YOUR OWN
Registration Number:	2946014	BURRITO IN A BOWL
Registration Number:	3273519	ROLLING YOU A BETTER BURRITO
Registration Number:	3274116	REFRIED DREAMS
Registration Number:	2910860	IZZO'S ILLEGAL BURRITO ROLL YOUR OWN
Registration Number:	2893551	IZZO'S ILLEGAL BURRITO
Registration Number:	3206607	IZZO'S ILLEGAL
Registration Number:	3273827	IZZO'S
Registration Number:	3211758	ROLL YOUR OWN

<b>CORRESPONDENCE DATA</b>	
Fax Number:	2253433076
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent</i>	

CH \$240.00 3385287

*via US Mail.*

Phone: 2253839000  
Email: dpatty@mcglinchey.com  
Correspondent Name: McGlinchey Stafford, PLLC  
Address Line 1: 301 Main Street, 14th Floor  
Address Line 2: Attn: IP Group  
Address Line 4: Baton Rouge, LOUISIANA 70802

ATTORNEY DOCKET NUMBER:	200302.0001
NAME OF SUBMITTER:	R. Andrew Patty II
Signature:	/R. Andrew Patty II/
Date:	07/10/2012

**Total Attachments: 5**

source=CJM-#258819-v1-Certificate\_of\_Filing\_(K&F\_Restaurant\_Mgmt\_Merger)(92257)#page1.tif  
source=CJM-#258819-v1-Certificate\_of\_Filing\_(K&F\_Restaurant\_Mgmt\_Merger)(92257)#page2.tif  
source=CJM-#258819-v1-Certificate\_of\_Filing\_(K&F\_Restaurant\_Mgmt\_Merger)(92257)#page3.tif  
source=CJM-#258819-v1-Certificate\_of\_Filing\_(K&F\_Restaurant\_Mgmt\_Merger)(92257)#page4.tif  
source=CJM-#258819-v1-Certificate\_of\_Filing\_(K&F\_Restaurant\_Mgmt\_Merger)(92257)#page5.tif

Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



Hope Andrade  
Secretary of State

## Office of the Secretary of State

### CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

K & F RESTAURANT MANAGEMENT, L.L.C.  
Domestic Limited Liability Company (LLC)  
[File Number: 800288123]

Into

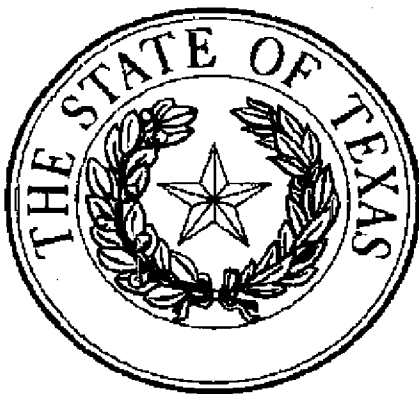
K&F Restaurant Holdings, Ltd.  
Domestic Limited Partnership (LP)  
[File Number: 801611870]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 06/25/2012

Effective: 06/25/2012



A handwritten signature in black ink, appearing to read "Hope Andrade".

Hope Andrade  
Secretary of State

**Form 622**  
**(Revised 05/11)**  
Return in duplicate to:  
Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
512 463-5555  
FAX: 512 463-5709  
**Filing Fee: see instructions**



This space reserved for office use.

**Certificate of Merger  
Combination Merger  
Business Organizations Code**

**Parties to the Merger**

Pursuant to chapter 10 of the Texas Business Organizations Code, and the title applicable to each domestic filing entity identified below, the undersigned parties submit this certificate of merger.

The name, organizational form, state of incorporation or organization, and file number, if any, issued by the secretary of state for each organization that is a party to the merger are as follows:

**Party 1**

K&F Restaurant Management, L.L.C.

*Name of Organization*

The organization is a limited liability company It is organized under the laws of  
*Specify organizational form (e.g., for-profit corporation)*

Texas USA The file number, if any, is 800288123  
*State Country Texas Secretary of State file number*

Its principal place of business is 422 Pinewold Drive Houston TX  
*Address City State*

The organization will survive the merger.  The organization will not survive the merger.

The plan of merger amends the name of the organization. The new name is set forth below.

*Name as Amended*

**Party 2**

K&F Restaurant Holdings, Ltd.

*Name of Organization*

The organization is a limited partnership It is organized under the laws of  
*Specify organizational form (e.g., for-profit corporation)*

Texas USA The file number, if any, is 801611870  
*State Country Texas Secretary of State file number*

Its principal place of business is 422 Pinewold Drive Houston TX  
*Address City State*

The organization will survive the merger.  The organization will not survive the merger.

The plan of merger amends the name of the organization. The new name is set forth below.

*Name as Amended*

**Party 3**

*Name of Organization*

The organization is a \_\_\_\_\_ It is organized under the laws of  
*Specify organizational form (e.g., for-profit corporation)*

The file number, if any, is \_\_\_\_\_  
*State Country Texas Secretary of State file number*  
Its principal place of business is \_\_\_\_\_  
*Address City State*

- The organization will survive the merger.       The organization will not survive the merger.  
 The plan of merger amends the name of the organization. The new name is set forth below.

\_\_\_\_\_  
*Name as Amended*

**Plan of Merger**

- The plan of merger is attached.

*If the plan of merger is not attached, the following statements must be completed.*

**Alternative Statements**

In lieu of providing the plan of merger, each domestic filing entity certifies that:

1. A signed plan of merger is on file at the principal place of business of each surviving, acquiring, or new domestic entity or non-code organization that is named in this form as a party to the merger or an organization created by the merger.
2. On written request, a copy of the plan of merger will be furnished without cost by each surviving, acquiring, or new domestic entity or non-code organization to any owner or member of any domestic entity that is a party to or created by the plan of merger and, if the certificate of merger identifies multiple surviving domestic entities or non-code organizations, to any creditor or obligee of the parties to the merger at the time of the merger if a liability or obligation is then outstanding.

*Complete item 3B if the merger effected changes to the certificate of formation of a surviving filing entity.*

3A. No amendments to the certificate of formation of any surviving filing entity that is a party to the merger are effected by the merger.

3B.  The plan of merger effected changes or amendments to the certificate of formation of:

\_\_\_\_\_  
*Name of filing entity effecting amendments*

The changes or amendments to the filing entity's certificate of formation, other than the name change noted previously, are stated below.

*Amendment Text Area*

**4. Organizations Created by Merger**

The name, jurisdiction of organization, principal place of business address, and entity description of each entity or other organization to be created pursuant to the plan of merger are set forth below. The certificate of formation of each new domestic filing entity to be created is being filed with this certificate of merger.

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Name of New Organization 1 Jurisdiction Entity Type (See instructions)

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Principal Place of Business Address City State Zip Code

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Name of New Organization 2 Jurisdiction Entity Type (See instructions)

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Principal Place of Business Address City State Zip Code

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Name of New Organization 3 Jurisdiction Entity Type (See instructions)

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Principal Place of Business Address City State Zip

### Approval of the Plan of Merger

The plan of merger has been approved as required by the laws of the jurisdiction of formation of each organization that is a party to the merger and by the governing documents of those organizations.

The approval of the owners or members of \_\_\_\_\_  
*Name of domestic entity*  
was not required by the provisions of the BOC.

### Effectiveness of Filing (Select either A, B, or C.)

- A.  This document becomes effective when the document is accepted and filed by the secretary of state.
  - B.  This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: \_\_\_\_\_
  - C.  This document takes effect on the occurrence of the future event or fact, other than the passage of time. The 90<sup>th</sup> day after the date of signing is: \_\_\_\_\_
- The following event or fact will cause the document to take effect in the manner described below:  
\_\_\_\_\_  
\_\_\_\_\_

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### Tax Certificate

- Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the non-surviving filing entity.
- In lieu of providing the tax certificate, one or more of the surviving, acquiring or newly created organizations will be liable for the payment of the required franchise taxes.


**Execution**

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Business Organizations Code, or other law applicable to and governing the merging entity, to execute the filing instrument.

Date: June 25, 2012

K&F Restaurant Management, L.L.C.

Merging Entity Name

  
Signature of authorized person (see instructions)

A. Gary Kovacs, Manager

Printed or typed name of authorized person

K&F Restaurant Holdings, Ltd.

Merging Entity Name

  
Signature of authorized person (see instructions)

A. Gary Kovacs, President of K&F Restaurant

Printed or typed name of authorized person

Operations, LLC, the sole General Partner

\_\_\_\_\_  
Merging Entity Name

\_\_\_\_\_  
Signature of authorized person (see instructions)

\_\_\_\_\_  
Printed or typed name of authorized person