

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
General Electric Capital Corporation		10/16/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Five Guys Holdings, Inc.		
Street Address:	10440 Furnace Road, Suite 205		
City:	Lorton		
State/Country:	VIRGINIA		
Postal Code:	22079		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	3569218	FIVE GUYS BURGERS AND FRIES	
Registration Number:	3571563	FIVE GUYS BURGERS AND FRIES	
Registration Number:	3079591	FIVE GUYS FAMOUS BURGERS AND FRIES	
Registration Number:	2576160	FIVE GUYS	
CORRESPONDENCE DATA			
Fax Number:	3367338473		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	(336) 721-3747		
Email:	trademarkswinston@wcsr.com		
Correspondent Name:	Randel S. Springer		
Address Line 1:	Womble Carlyle Sandridge & Rice, LLP		
Address Line 2:	One West Fourth Street		
Address Line 4:	Winston-Salem, NORTH CAROLINA 27101		
ATTORNEY DOCKET NUMBER:	52372.0016.2		

CH \$115.00 3569218

NAME OF SUBMITTER:	Randel S. Springer
Signature:	/Randy Springer/
Date:	10/17/2012
<b>Total Attachments: 7</b> source=GE - Five Guys - Trademark Release 2008 Filing#page1.tif source=GE - Five Guys - Trademark Release 2008 Filing#page2.tif source=GE - Five Guys - Trademark Release 2008 Filing#page3.tif source=GE - Five Guys - Trademark Release 2008 Filing#page4.tif source=GE - Five Guys - Trademark Release 2008 Filing#page5.tif source=GE - Five Guys - Trademark Release 2008 Filing#page6.tif source=GE - Five Guys - Trademark Release 2008 Filing#page7.tif	

## RELEASE OF SECURITY INTEREST IN UNITED STATES TRADEMARKS

This Release of Security Interest ("Release"), effective as of the last dated signature below (the "Effective Date"), is entered into by and among GENERAL ELECTRIC CAPITAL CORPORATION, a Delaware corporation ("GECC") having a place of business at 8377 East Hartford Drive, Suite 200, Scottsdale, Arizona 85255 and FIVE GUYS HOLDINGS, INC., a Delaware corporation ("Five Guys") having its principal place of business at 10440 Furnace Road, Suite 205, Lorton, VA 22079, FIVE GUYS ENTERPRISES LLC, a Delaware limited liability company ("FG Enterprises") having its principal place of business at 10440 Furnace Road, Suite 205, Lorton, VA 22079, FIVE GUYS OPERATIONS, LLC, a Delaware limited liability company ("FG Operations") having its principal place of business at 10440 Furnace Road, Suite 205, Lorton, VA 22079, and FG Operations as successor by merger to FIVE GUYS-RA LLC, a Delaware limited liability company ("FG Guys-RA") and together with Five Guys, FG Enterprises, and FG Operations, collectively, the "Grantors") having its principal place of business at 10440 Furnace Road, Suite 205, Lorton, VA 22079.

WHEREAS, the Grantors granted a certain Security Interest in favor of GECC, effective October 1, 2008, which (a) granted GECC a security interest in each of the trademark registrations set forth on Schedule A, hereto; and (b) was recorded with the Assignments Branch of the United States Patent and Trademark Office at Reel 3872, Frame 0817 on October 20, 2008 (the "Security Interest"); and

WHEREAS, the Grantors have satisfied all obligations relating to the Security Interest granted to GECC; and

WHEREAS, the parties desire to confirm the release of the Security Interest;

NOW THEREFORE, in consideration of the foregoing recitals (which are incorporated into and made a part of this Release), the covenants set forth below and for other good and valuable consideration, the sufficiency of which are hereby acknowledged, the parties hereby agree as follows:

1. Release of Security Interest. GECC hereby releases, terminates and extinguishes the Security Interest in and to the trademark registrations set forth on Schedule A hereto (the "Trademarks"), as originally recorded at Reel 3872, Frame 0817 of the Assignments Branch, and further disclaims any and all ownership interest in and to the Trademarks in favor of the Grantors.

2. Further Assurances. GECC, at Five Guys' sole cost and expense, will take such further reasonable action as may be requested by Five Guys to confirm the release of the Security Interest and to acknowledge Five Guys' ownership of all right, title and interest in and to the Trademarks.

*[Signature Pages Follow]*

IN WITNESS WHEREOF, the undersigned have executed this Release as of the Effective Date.

GENERAL ELECTRIC CAPITAL  
CORPORATION

By: Thomas Moro

Name: Thomas Moro

Title: Authorized Signatory

STATE OF Arizona

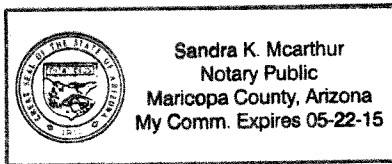
COUNTY OF Maricopa

The foregoing instrument was acknowledged before me this 15<sup>th</sup>, day of October, 2012, by Thomas Moro, as Authorized Signatory of GENERAL ELECTRIC CAPITAL CORPORATION, on behalf of GENERAL ELECTRIC CAPITAL CORPORATION.

Sandra K. McArthur  
Notary Public

[Notary Seal]

My Commission Expires: 5-22-15



FIVE GUYS HOLDINGS, INC.

By:

J. K. Murrell

Name: Jane K. Murrell

Title: Secretary/Treasurer

COMMONWEALTH OF VIRGINIA

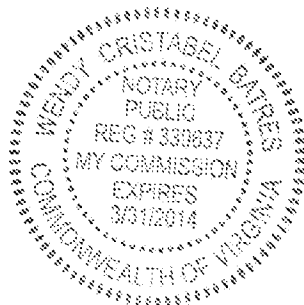
COUNTY OF FAIRFAX

The foregoing instrument was acknowledged before me this 10th day of October, 2012, by Jane K. Murrell, as Secretary/Treasurer of FIVE GUYS HOLDINGS, INC., a Delaware corporation, on behalf of FIVE GUYS HOLDINGS, INC.

Wendy Cristabel Batres  
Notary Public

[Notary Seal]

My Commission Expires: March 31, 2014



FIVE GUYS ENTERPRISES LLC

By: J. K. Murrell  
Name: Jane K. Murrell  
Title: Secretary/Treasurer

COMMONWEALTH OF VIRGINIA

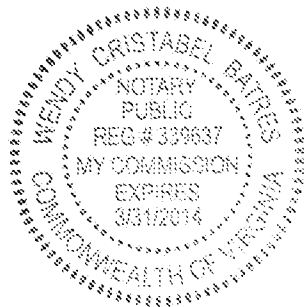
COUNTY OF FAIRFAX

The foregoing instrument was acknowledged before me this 16th day of October, 2012, by Jane K. Murrell, as Secretary/Treasurer of FIVE GUYS ENTERPRISES LLC, a Delaware limited liability company, on behalf of FIVE GUYS ENTERPRISES LLC.

Wendy Cristabel Batres  
Notary Public

[Notary Seal]

My Commission Expires: March 31, 2014



FIVE GUYS OPERATIONS, LLC

7/3

By:

J. K. Murrell

Name:

Jane K. Murrell

Title:

Secretary/Treasurer

COMMONWEALTH OF VIRGINIA

COUNTY OF FAIRFAX

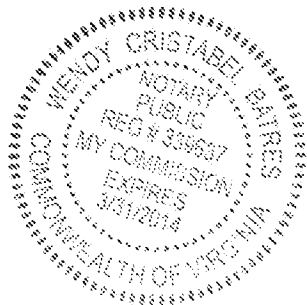
The foregoing instrument was acknowledged before me this 16<sup>th</sup> day of October, 2012, by Jane K. Murrell, as Secretary/Treasurer of FIVE GUYS OPERATIONS, LLC, a Delaware limited liability company, on behalf of FIVE GUYS OPERATIONS, LLC.

Wendy Cristabel Batres

Notary Public

[Notary Seal]

My Commission Expires: March 31, 2014



FIVE GUYS OPERATIONS, LLC (as successor by  
merger to Five Guys-RA, LLC)

By: J. K. Murrell  
Name: Jane K. Murrell  
Title: Secretary/Treasurer

COMMONWEALTH OF VIRGINIA

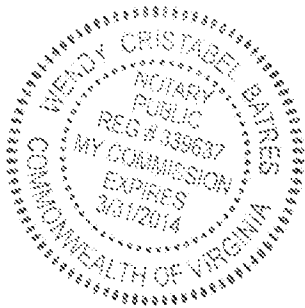
COUNTY OF FAIRFAX

The foregoing instrument was acknowledged before me this 16th day of October, 2012, by Jane K. Murrell, as Secretary/Treasurer of FIVE GUYS OPERATIONS, LLC (as successor by merger to Five Guys-RA, LLC), a Delaware limited liability company, on behalf of FIVE GUYS OPERATIONS, LLC (as successor by merger to Five Guys-RA, LLC).

Wendy Cristabel Batres  
Notary Public

[Notary Seal]

My Commission Expires: March 31, 2014





SCHEDULE A

<b>Mark</b>	<b>Application/Registration No.</b>	<b>Registration Date</b>
Five Guys Burgers and Fries	3569218	03-FEB-2009
Five Guys Burgers and Fries	3571563	10-FEB-2009
Five Guys Famous Burgers and Fries	3079591	11-APR-2006
Five Guys	2576160	04-JUN-2002