

## 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		
Name:	Five Guys Enterprises LLC		
Street Address:	10440 Furnace Road, Suite 205		
City:	Lorton		
State/Country:	VIRGINIA		
Postal Code:	22079		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
Name:	Five Guys Operations, LLC		
Street Address:	10440 Furnace Road, Suite 205		
City:	Lorton		
State/Country:	VIRGINIA		
Postal Code:	22079		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
Name:	Five Guys Foods LLC		
Street Address:	10440 Furnace Road, Suite 205		
City:	Lorton		
State/Country:	VIRGINIA		

Postal Code:	22079
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Serial Number:	85255023	FIVE GUYS BURGERS AND FRIES
Serial Number:	85255019	FIVE GUYS
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  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
 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
NAME OF SUBMITTER:	Randel S. Springer
Signature:	/Randy Springer/
Date:	10/17/2012

#### Total Attachments: 7

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## 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, as administrative agent and as collateral agent ("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, FIVE GUYS FOODS LLC, a Virginia limited liability company ("FG Foods" 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 February 28, 2011, 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 4492, Frame 0854 on March 8, 2011 (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 4492, Frame 0854 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

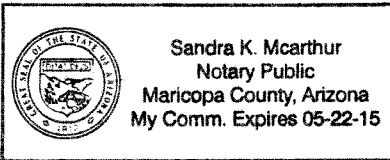
Title: Authorized Signatory

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.

[Notary Seal]



Sandra K. McArthur  
Notary Public

My Commission Expires: 5-22-15

FIVE GUYS HOLDINGS, INC.

By:

Name:

Title:

COMMONWEALTH OF VIRGINIA

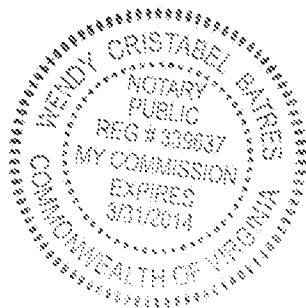
COUNTY OF FAIRFAX

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 HOLDINGS, INC., a Delaware corporation, on behalf of FIVE GUYS HOLDINGS, INC.

Notary Public

My Commission Expires:

[Notary Seal]



FIVE GUYS ENTERPRISES LLC

By:

Name:

Title:

COMMONWEALTH OF VIRGINIA

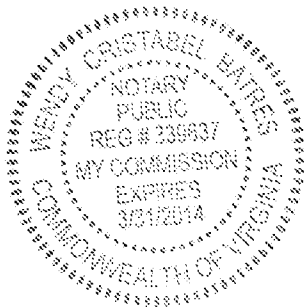
COUNTY OF FAIRFAX

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 ENTERPRISES LLC, a Delaware limited liability company, on behalf of FIVE GUYS ENTERPRISES LLC.

Notary Public

[Notary Seal]

My Commission Expires:



FIVE GUYS OPERATIONS, LLC

By:

Name:

Title:

COMMONWEALTH OF VIRGINIA

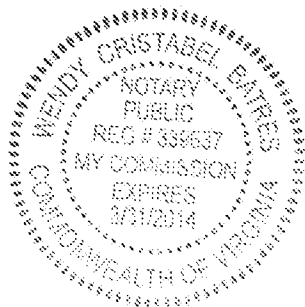
COUNTY OF FAIRFAX

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.

Notary Public

[Notary Seal]

My Commission Expires:



FIVE GUYS FOODS 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 FOODS LLC, a Virginia limited liability company, on behalf of FIVE GUYS FOODS LLC.

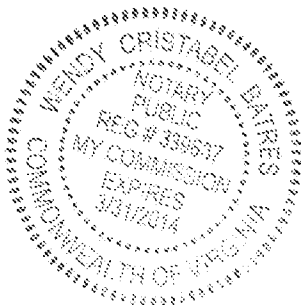
Wendy Cristabel Batres

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	85255023	01-MAR-2011
Five Guys	85255019	01-MAR-2011
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