

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Kahala Franchise Corp		10/01/2009	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Kahala Franchising, L.L.C.
<b>Street Address:</b>	9311 E. Via de Ventura
<b>City:</b>	Scottsdale
<b>State/Country:</b>	ARIZONA
<b>Postal Code:</b>	85258
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: ARIZONA

**PROPERTY NUMBERS Total: 48**

Property Type	Number	Word Mark
Registration Number:	3090044	SAMURAI SAM'S TERIYAKI GRILL
Registration Number:	3076623	WALK THE HEALTHY PATH
Registration Number:	3983374	SAMURAI SAM'S TERIYAKI GRILL
Registration Number:	3980131	SAMURAI SAM'S TERIYAKI GRILL
Registration Number:	3828264	
Registration Number:	3828262	WOK THE HEALTHY PATH
Registration Number:	2615016	SAMURAI SAM'S
Registration Number:	2449291	"IT'S HEALTHIER HERE!"
Registration Number:	2716021	SUMO SIZE
Registration Number:	2091247	
Registration Number:	2053309	SAMURAI SAM'S
Registration Number:	3318285	GREAT STEAK AMERICA'S PREMIER CHEESESTEAK QUALITY MADE TO ORDER
Registration Number:	3318284	GREAT STEAK AMERICA'S PREMIER CHEESESTEAK QUALITY MADE TO ORDER

OP \$1215.00 3090044

Registration Number:	3730574	GREAT STEAK
Registration Number:	3539343	GREAT STEAK & POTATO
Registration Number:	2665734	VEGGIE DELIGHT
Registration Number:	2853019	THE GREAT STEAK & POTATO COMPANY
Registration Number:	2749879	CHICKEN PHILLY
Registration Number:	2749878	TURKEY PHILLY
Registration Number:	2642137	AMERICA'S PREMIER CHEESESTEAK
Registration Number:	1379741	THE GREAT STEAK & FRY COMPANY
Registration Number:	1807880	THE GREAT STEAK & POTATO COMPANY
Registration Number:	1786966	THE GREAT STEAK & FRY COMPANY
Registration Number:	1758553	TURKEY PHILADELPHIA
Registration Number:	1758552	CHICKEN PHILADELPHIA
Registration Number:	2637068	TACOTIME
Registration Number:	2637067	TACO TIME
Registration Number:	2529706	IT REALLY IS
Registration Number:	2484228	FIESTA PLATTERS
Registration Number:	2142628	WALL OF FLAME
Registration Number:	2043488	TACOTIME
Registration Number:	1876127	TACO TIME EXPRESS
Registration Number:	1211961	
Registration Number:	1188184	ANYTIME IS TACO TIME
Registration Number:	1547586	CRUSTOS
Registration Number:	1418759	TACOLAND MEAL
Registration Number:	1388448	MEXI-FRIES
Registration Number:	1344891	TACOTIME
Registration Number:	1354539	CASITA BURRITO
Registration Number:	1349867	BIG JUAN
Registration Number:	1355690	TOSTADA DELIGHT
Registration Number:	1343541	THIS GOOD! ONLY AT TACO TIME
Registration Number:	1305240	TACOTIME
Registration Number:	1240686	TACO TIME
Registration Number:	1206365	TACO TIME
Registration Number:	1135925	TACO TIME
Registration Number:	0920869	TACO TIME
Registration Number:	0841358	TACO TIME

**TRADEMARK**

**REEL: 004969 FRAME: 0156**

Fax Number: 4803624816

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

Email: rlmitchell@kahalamgmt.com

Correspondent Name: Renee Mitchell

Address Line 1: 9311 E. Via de Ventura

Address Line 4: Scottsdale, ARIZONA 85258

NAME OF SUBMITTER:	Renee Mitchell
Signature:	/Renee Mitchell/
Date:	02/28/2013

**Total Attachments: 4**

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## ASSIGNMENT AGREEMENT

This Assignment Agreement ("Assignment") is made effective as of October 1, 2009 ("Effective Date"), by and between KAHALA FRANCHISE CORP., a Delaware corporation ("ASSIGNOR"), and KAHALA FRANCHISING, L.L.C., an Arizona limited liability company ("ASSIGNEE").

WHEREAS, ASSIGNOR is the owner of the trademarks listed in "Exhibit A", attached hereto and incorporated by reference herein (individually and collectively, "Marks"), together with the goodwill of the business symbolized thereby in connection with the goods and services on which the Marks are used.

WHEREAS, ASSIGNOR desires to convey, transfer, assign, deliver, and contribute to ASSIGNEE all of its right, title, and interest in and to the Marks; and

WHEREAS, ASSIGNEE desires to acquire all of ASSIGNOR's rights, title, and interest in and to the Marks and the goodwill symbolized thereby.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR hereby irrevocably sells, assigns, transfers, and conveys to ASSIGNEE all of its right, title, and interest in and to the Marks, as well as ASSIGNOR's right, title, and interest of every kind and character throughout the world, including, without limitation, all federal, state, foreign, statutory and common law and other rights and all domestic and foreign trademark applications and registrations therefor (and all extensions and renewals of such applications and registrations, and the right to apply for any of the foregoing), together with the goodwill of the business associated with the Marks, the same to be held and enjoyed by ASSIGNEE, its successors, assigns, and other legal representatives.

ASSIGNOR further assigns to ASSIGNEE all rights to sue for and receive all damages accruing from past, present, and future infringements or misappropriations of the Marks herein assigned.

This Assignment shall be binding upon the parties, their successors and/or assigns, and all others acting by, through, with, or under their direction, and all those in privity therewith.

ASSIGNOR further covenants that it will execute all documents, papers, forms and authorizations and take all other actions that may be necessary for securing, completing, or vesting in ASSIGNEE full right, title, and interest in and to the Marks.

**[THE REMAINDER OF THIS PAGE IS LEFT INTENTIONALLY BLANK]**

IN WITNESS WHEREOF the parties have duly executed and delivered this Assignment Agreement as of the day and year first above written.

**ASSIGNOR:**

**KAHALA FRANCHISE CORP.**, a Delaware corporation

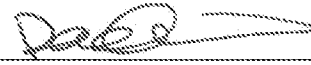
By: \_\_\_\_\_

Name: David Guarino

Its: President, Secretary and Treasurer

**ASSIGNEE:**

**KAHALA FRANCHISING, L.L.C.**, an Arizona limited liability company

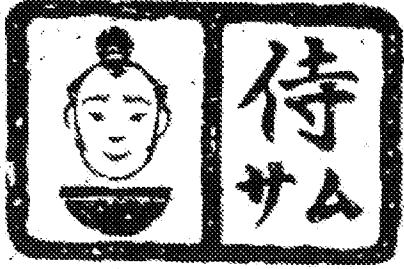
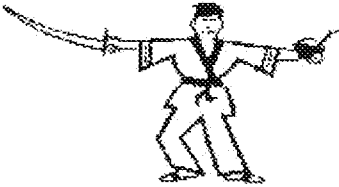
By: \_\_\_\_\_

Name: David Guarino

Its: President, Secretary and Treasurer

**EXHIBIT A**

**Schedule of Trademarks and Intellectual Property**

<u>TRADEMARK/ SERVICEMARK</u>	<u>SERIAL No./ REG. No.</u>	<u>STATUS</u>	<u>FILING DATE/ REGISTRATION DATE</u>
SAMURAI SAM'S TERIYAKI GRILL	3090044	Registered	May 9, 2006
WALK THE HEALTHY PATH	3076623	Registered	April 4, 2006
SAMURAI SAM'S TERIYAKI GRILL	3983374	Registered	June 28, 2011
SAMURAI SAM'S TERIYAKI GRILL	3980131	Registered	June 21, 2011
	3828264	Registered	August 3, 2010
WOK THE HEALTHY PATH	3828262	Registered	August 3, 2010
SAMURAI SAM'S	2615016	Registered	September 3, 2002
"IT'S HEALTHIER HERE!"	2449291	Registered	May 8, 2001
SUMO SIZE	2716021	Registered	May 13, 2003
	2091247	Registered	August 26, 1997
SAMURAI SAM'S	2053309	Registered	April 15, 1997
GREAT STEAK AMERICA'S PREMIER CHEESESTEAK QUALITY MADE TO ORDER	3318285	Registered	October 23, 2007
GREAT STEAK AMERICA'S PREMIER CHEESESTEAK QUALITY MADE TO ORDER	3318284	Registered	October 23, 2007
GREAT STEAK	3730574	Registered	December 29, 2009
GREAT STEAK & POTATO	3539343	Registered	December 2, 2008
VEGGIE DELIGHT	2665734	Registered	December 24, 2002
THE GREAT STEAK & POTATO COMPANY	2853019	Registered	June 15, 2004
CHICKEN PHILLY	2749879	Registered	August 12, 2003
TURKEY PHILLY	2749878	Registered	August 12, 2003
AMERICA'S PREMIER CHEESESTEAK	2642137	Registered	October 29, 2002
THE GREAT STEAK & FRY COMPANY	1379741	Registered	January 21, 1986
THE GREAT STEAK & POTATO COMPANY	1807880	Registered	November 30, 1993
THE GREAT STEAK & FRY COMPANY	1786966	Registered	August 10, 1993
TURKEY PHILADELPHIA	1758553	Registered	March 16, 1993
CHICKEN PHILADELPHIA	1758552	Registered	March 16, 1993
TACOTIME	2637068	Registered	October 15, 2002
TACO TIME	2637067	Registered	October 15, 2002
IT REALLY IS	2529706	Registered	January 15, 2002

FIESTA PLATTERS	2484228	Registered	September 4, 2001
WALL OF FLAME	2142628	Registered	March 10, 1998
TACOTIME	2043488	Registered	March 11, 1997
TACO TIME EXPRESS	1876127	Registered	January 24, 1995
	1211961	Registered	October 5, 1982
ANYTIME IS TACO TIME	1188184	Registered	January 26, 1982
CRUSTOS	1547586	Registered	July 11, 1989
TACOLAND MEAL	1418759	Registered	November 25, 1986
MEXI-FRIES	1388448	Registered	April 1, 1986
TACOTIME	1344891	Registered	June 25, 1985
CASITA BURRITO	1354539	Registered	August 13, 1985
BIG JUAN	1349867	Registered	July 16, 1985
TOSTADA DELIGHT	1355690	Registered	August 20, 1985
THIS GOOD! ONLY AT TACO TIME	1343541	Registered	June 18, 1985
TACOTIME	1305240	Registered	November 13, 1984
TACO TIME	1240686	Registered	May 31, 1983
TACO TIME	1206365	Registered	August 24, 1982
TACO TIME	1135925	Registered	May 20, 1980
TACO TIME	0920869	Registered	September 21, 1971
TACO TIME	0841358	Registered	December 26, 1967