

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as Administrative Agent		05/03/2013	national banking association: UNITED STATES
RECEIVING PARTY DATA			
Name:	CBC Restaurant Corp.		
Street Address:	770 Tamalpais Dr., Suite 400		
City:	Corte Madera		
State/Country:	CALIFORNIA		
Postal Code:	94925		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	3182859	FEED THE DAY CORNER BAKERY CAFE	
Registration Number:	3054416	WE'VE GOT CATERING CORNERED	
Registration Number:	2677427	FEED THE DAY	
Registration Number:	2741172		
Registration Number:	2597078	CORNER BAKERY CAFE	
Registration Number:	2597054	CORNER BAKERY CATERING	
Registration Number:	2565101	CORNER BAKERY	
Registration Number:	2679615	CORNER BAKERY CATERING	
Registration Number:	2630094	CORNER BAKERY CAFE	
Registration Number:	2597050	CORNER BAKERY CAFE	
Registration Number:	2145582	CORNER BAKERY YOU KNEAD IT.	
Registration Number:	2078299	CORNER BAKERY	
CORRESPONDENCE DATA			

Fax Number: 9194168363

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

Phone: 9192868049

Email: pto\_tmconfirmation@mvalaw.com

Correspondent Name: Moore & Van Allen PLLC

Address Line 1: 430 Davis Drive

Address Line 2: Suite 500

Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	040324.099
NAME OF SUBMITTER:	John E. Slaughter, III
Signature:	/jes/
Date:	05/06/2013

**Total Attachments: 3**

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## TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of May 3, 2013 (“Release”), is made by **BANK OF AMERICA, N.A.**, as Administrative Agent (“Administrative Agent”), in favor of **CBC RESTAURANT CORP.**, a Delaware corporation (“Borrower”).

**WHEREAS**, pursuant to that certain Security Agreement dated as of February 2, 2006 (as amended, restated, supplemented, modified, extended, renewed or replaced from time to time, the “Security Agreement”) by and among the Borrower, Administrative Agent, and other party thereto and the Trademark Collateral Security and Pledge Agreement dated as of February 2, 2006 (“Trademark Security Agreement”) by and among the Borrower and Administrative Agent, Borrower granted to the Administrative Agent, for the benefit of the Lenders and the Administrative Agent (“Secured Parties”), a continuing security interest in and first priority lien on the Pledged Trademarks; and

**WHEREAS**, the Trademark Security Agreement was recorded at the United States Patent and Trademark Office (“USPTO”) on February 7, 2006 at Reel 3242 Frame 0464.

**NOW THEREFORE**, in consideration of the mutual promises and undertakings set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and with the intention of being legally bound hereby, Administrative Agent, on behalf of the Secured Parties, and Borrower agree as follows:

**SECTION 1. Defined Terms.** Capitalized terms used herein without definition shall have the meanings ascribed to such terms in the Security Agreement or Trademark Security Agreement.

**SECTION 2. Termination and Release.** Administrative Agent, on behalf of the Secured Parties, hereby:

(a) absolutely, unconditionally and irrevocably terminates the Trademark Security Agreement, and any other agreement under which Borrower has granted a collateral mortgage, pledge, hypothecation, grant, assignment, lien, or security interest in, to, and under the Pledged Trademarks;

(b) absolutely, unconditionally and irrevocably terminates, cancels, forever discharges, and releases the mortgage, pledge, and hypothecation and lien on and security interest in and to the right, title, and interest in, to, and under the Pledged Trademarks, including, but not limited to, the foregoing listed on Schedule A attached hereto;

(c) represents and warrants that it has full authority to execute and deliver this Release; and

(d) authorizes the recordation of this Release with the USPTO at Borrower’s expense.

**SECTION 3. Choice of Law.** This Release shall be governed by and construed in accordance with the laws of the State of New York.

**SECTION 4. Further Assurances.** Administrative Agent, at Borrower’s expense, hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the security interest release contemplated herein. To the extent that any other filings with any other governmental authority have been made with respect to any of the Pledged Trademarks, Administrative Agent will, at Borrower’s expense, execute and deliver a reasonable release or other instrument that will terminate any such filing and/or release any interests conveyed therein.

IN WITNESS WHEREOF, the Administrative Agent, on behalf of the Secured Parties, has caused this Termination and Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Administrative Agent:

**BANK OF AMERICA, N.A.,**  
as Administrative Agent

By: *Kimberly D. Williams*  
Name: Kimberly D. Williams  
Title: Vice President

BANK OF AMERICA, N.A.  
TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS

**TRADEMARK**  
**REEL: 005021 FRAME: 0524**

Schedule A

U.S. Trademarks Subject to Security Interest  
Granted by CBC Restaurant Corp.  
In Favor of Bank of America, N.A., as Administrative Agent  
Recorded February 7, 2006 at Reel 3242 Frame 0464

**Registered Marks**

Mark	Reg. No.	Reg. Date
FEED THE DAY CORNER BAKERY CAFÉ and Design	3182859	12/12/06
WE'VE GOT CATERING CORNERED	3054416	01/31/06
FEED THE DAY	2677427	01/21/03
Design only	2741172	07/29/03
CORNER BAKERY CAFÉ and Design	2597078	07/23/02
CORNER BAKERY CATERING	2597054	07/23/02
CORNER BAKERY	2565101	04/30/02
CORNER BAKERY CATERING and Design	2679615	01/28/03
CORNER BAKERY CAFÉ and Design	2630094	10/08/02
CORNER BAKERY CAFÉ	2597050	07/23/02
CORNER BAKERY YOU KNEAD IT. and Design	2145582	03/24/98
CORNER BAKERY and Design	2078299	07/15/97