

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest in Trademarks

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Jersey Mike's Franchise Systems, Inc.		05/10/2013	CORPORATION: NEW JERSEY

**RECEIVING PARTY DATA**

<b>Name:</b>	Wells Fargo Bank, National Association, as Lender
<b>Street Address:</b>	1808 Aston Avenue, Suite 250
<b>City:</b>	Carlsbad
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	92008
<b>Entity Type:</b>	national banking association: UNITED STATES

**PROPERTY NUMBERS Total: 12**

Property Type	Number	Word Mark
Registration Number:	4298281	SUB IN A TUB
Registration Number:	4042034	MIKE'S WAY
Registration Number:	3893354	JERSEY MIKE'S SUBS
Registration Number:	3142020	JERSEY MIKE'S SUBS SINCE 1956
Registration Number:	1993658	MIKES
Registration Number:	1993657	JERSEY MIKE'S ESTABLISHED IN '56 PT. PLE
Registration Number:	1993656	JERSEY MIKE'S
Serial Number:	85870931	MENU OF CHAMPIONS
Serial Number:	85796998	FUELED BY FRESH
Serial Number:	85978761	INVITE MIKE
Serial Number:	85741508	INVITE MIKE
Serial Number:	85672248	JERSEY MIKE'S SHORE POINTS

**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  
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Correspondent Name: Moore & Van Allen PLLC  
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Address Line 2: Suite 500  
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	040324.095
NAME OF SUBMITTER:	John E. Slaughter, III
Signature:	/jes/
Date:	05/10/2013

Total Attachments: 4  
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NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of May 10, 2013 (as the same may be amended, modified, restated or supplemented from time to time, the "Agreement") by and among the Obligors from time to time party thereto (each an "Obligor" and collectively, the "Obligors") and WELLS FARGO BANK, NATIONAL ASSOCIATION (the "Lender"), the undersigned Obligor has granted to the Lender, for the benefit of the Secured Parties, a continuing security interest in and continuing lien upon the Trademarks and Trademark applications owned by such Obligor and set forth on Schedule 1 attached hereto.

The undersigned Obligor and the Lender hereby acknowledge and agree that the security interest in the Trademarks and Trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any Trademark or Trademark application.

[Signature Pages Follow]

Very truly yours,

JERSEY MIKE'S FRANCHISE SYSTEMS, INC.

By: 

Name: Peter Canero

Title: Chief Executive Officer

JERSEY MIKE'S FRANCHISE SYSTEMS, INC.  
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

**TRADEMARK**  
**REEL: 005025 FRAME: 0684**

Acknowledged and Accepted:

WELLS FARGO BANK, NATIONAL ASSOCIATION,  
as Lender

By:   
Name: Darcy McLaren  
Title: Director

JERSEY MIKE'S FRANCHISE SYSTEMS, INC.  
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

**TRADEMARK**  
**REEL: 005025 FRAME: 0685**

Schedule 1

Jersey Mike's Franchise Systems, Inc.  
(New Jersey Corporation)

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
SUB IN A TUB	4298281	03/05/13
MIKE'S WAY	4042034	10/18/11
JERSEY MIKE'S SUBS	3893354	12/21/10
JERSEY MIKE'S SUBS SINCE 1956 and Design	3142020	09/12/06
MIKES and Design	1993658	08/13/96
JERSEY MIKE'S ESTABLISHED IN '56 PT. PLEASANT and Design	1993657	08/13/96
JERSEY MIKE'S	1993656	08/13/96

Pending Applications

Mark	Appl. No.	Filing Date
MENU OF CHAMPIONS	85870931	03/08/13
FUELED BY FRESH	85796998	12/07/12
INVITE MIKE	85978761	09/28/12
INVITE MIKE	85741508	09/28/12
JERSEY MIKE'S SHORE POINTS	85672248	07/09/12