

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
AFC Enterprises, Inc.		12/18/2013	CORPORATION: MINNESOTA

RECEIVING PARTY DATA

Name:	Wells Fargo Bank, National Association, as Administrative Agent
Street Address:	1700 Lincoln Street, 3rd Floor
Internal Address:	Mail Code: C7300-033
City:	Denver
State/Country:	COLORADO
Postal Code:	80203
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 58

Property Type	Number	Word Mark
Registration Number:	4232451	POPEYES LOUISIANA KITCHEN
Registration Number:	4170198	SWEET HEAT
Registration Number:	4045549	LOUISIANA FAST
Registration Number:	4045548	FOOD WITH ATTITUDE
Registration Number:	4155288	LOUISIANA LEAUX GET UP & GEAUX!
Registration Number:	4155287	LOUISIANA LEAUX
Registration Number:	4317643	FLAVORIETY ONLY AT POPEYES
Registration Number:	4155285	GET UP & GEAUX! KIDS MEAL
Registration Number:	4238396	GET UP & GEAUX!
Registration Number:	4226301	FLAVORIETY
Registration Number:	2830920	EDUCAJUN
Registration Number:	3272168	EST. 1972 POPEYES CHICKEN & BISCUITS
Registration Number:	3671028	EYE POPPIN FLAVOR

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Registration Number:	3420158	POPEYES CHICKADEES
Registration Number:	3127609	GARDEN DISTRICT SALADS
Registration Number:	3142938	GARDEN DISTRICT SALADS
Registration Number:	2995706	PO-BOYS TO GEAUX GEAUX
Registration Number:	2787618	CAJUN OUR WAY
Registration Number:	2681443	WE DO GOOD BA-YOU
Registration Number:	3068867	POPEYES CAJUN CRAVERS
Registration Number:	3124168	CAJUN CRAVERS
Registration Number:	3681089	P POPEYES LOUISIANA KITCHEN
Registration Number:	3681088	P
Registration Number:	3681087	P LOUISIANA KITCHEN
Registration Number:	3681086	POPEYES LOUISIANA KITCHEN
Registration Number:	3546452	POPEYES BONAFIDE CHICKEN
Registration Number:	3592400	BONAFIDE
Registration Number:	3441997	FLAVOR KREWE
Registration Number:	3506014	CATER THE FLAVOR
Registration Number:	3454604	LOVE THAT SCHOOL
Registration Number:	2398299	POPEYES FOOD WITH ATTITUDE
Registration Number:	2215069	AFC ENTERPRISES
Registration Number:	2215059	AFC ENTERPRISES
Registration Number:	2017585	THE NEW AGE OF OPPORTUNITY
Registration Number:	2091908	FRANCHISOR OF CHOICE
Registration Number:	2000593	POPEYES CHICKEN & BISCUITS
Registration Number:	2000592	POPEYES CHICKEN & BISCUITS
Registration Number:	2095493	POPEYES CHICKEN & BISCUITS
Registration Number:	1823416	SEAFOOD CELEBRATION
Registration Number:	2010357	AFC
Registration Number:	1563625	SWEET HEAT
Registration Number:	1551239	POPEYES
Registration Number:	1552225	POPEYES
Registration Number:	1371596	CAJUN SPARKLE
Registration Number:	1378568	POPEYES FAMOUS FRIED CHICKEN & BISCUITS
Registration Number:	1267567	POPEYES
Registration Number:	1257702	POPEYES FAMOUS FRIED CHICKEN
Registration Number:	1116753	LOVE THAT CHICKEN!

TRADEMARK

REEL: 005178 FRAME: 0146

	1257959	LOVE THAT CHICKEN FROM POPEYES
Registration Number:	1121096	POPEYES
Registration Number:	1121699	POPEYES
Registration Number:	1257958	POPEYES FAMOUS FRIED CHICKEN
Registration Number:	1030944	POPEYES
Registration Number:	1021254	POPEYES
Serial Number:	86073118	BRING IT ALL TO THE TABLE
Serial Number:	85970893	TENDER BAR
Serial Number:	85824499	BEIGNET STIX
Serial Number:	85773334	CHICKEN WAFFLE TENDERS

CORRESPONDENCE DATA

Fax Number: 9192868199
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 919 286-8000
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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:	040324-112 EAR
NAME OF SUBMITTER:	Ellen A. Rubel
Signature:	/Ellen A. Rubel/
Date:	12/19/2013

Total Attachments: 5
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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 Collateral Agreement dated as of December 18, 2013 (as the same may be amended, modified, restated or supplemented from time to time, the "Agreement") by and among the Grantors from time to time party thereto (each a "Grantor" and collectively, the "Grantors") and WELLS FARGO BANK, NATIONAL ASSOCIATION, as Administrative Agent (the "Administrative Agent") for the Secured Parties, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications owned by such Grantor and set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, 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, (ii) is not to be construed as an assignment of any trademark or trademark application, and (iii) shall not include any "intent to use" trademark applications for which a statement of use has not been filed and accepted (but only until such statement of use is filed and accepted) (but only if the grant of security interest to such "intent to use" trademark applications could result in the voiding, unenforceability, cancellation or invalidity of such trademark applications pursuant to 15 U.S.C. § 1060). Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to such terms in the Agreement.

Very truly yours,

AFC ENTERPRISES, INC.,
a Minnesota corporation


By: 
Name: H. Melville Hope, III
Title: Chief Financial Officer

AFC ENTERPRISES, INC.
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 005178 FRAME: 0149

Acknowledged and Accepted:

WELLS FARGO BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: 
Name: Stephen A. Leon
Title: Managing Director

AFC ENTERPRISES, INC.
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 005178 FRAME: 0150

Schedule 1

AFC Enterprises, Inc.
(Minnesota Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
POPEYES LOUISIANA KITCHEN and Design	4232451	10/30/12
SWEET HEAT	4170198	7/10/12
LOUISIANA FAST	4045549	10/25/11
FOOD WITH ATTITUDE	4045548	10/25/11
LOUISIANA LEAUX GET UP & GEAUX and Design	4155288	6/5/12
LOUISIANA LEAUX	4155287	6/5/12
FLAVORIETY ONLY AT POPEYES and Design	4317643	4/9/13
GET UP & GEAUX! KIDS MEAL and Design	4155285	6/5/12
GET UP & GEAUX!	4238396	11/6/12
FLAVORIETY	4226301	10/16/12
EDUCAJUN	2830920	4/6/04
EST. 1972 POPEYES CHICKEN & BISCUITS and Design	3272168	7/31/07
EYE POPPIN FLAVOR	3671028	8/18/09
POPEYES CHICKADEES	3420158	4/29/08
GARDEN DISTRICT SALADS and Design	3127609	8/8/06
GARDEN DISTRICT SALADS	3142938	9/12/06
PO-BOYS TO GEAUX GEAUX	2995706	9/13/05
CAJUN OUR WAY	2787618	11/25/03
WE DO GOOD BA-YOU	2681443	1/28/03
POPEYES CAJUN CRAVERS	3068867	3/14/06
CAJUN CRAVERS	3124168	8/1/06
P POPEYES LOUISIANA KITCHEN and Design	3681089	9/8/09
P	3681088	9/8/09
P LOUISIANA KITCHEN and Design	3681087	9/8/09
POPEYES LOUISIANA KITCHEN and Design	3681086	9/8/09
POPEYES BONAFIDE CHICKEN and Design	3546452	12/16/08
BONAFIDE	3592400	3/17/09
FLAVOR KREWE	3441997	6/3/08
CATER THE FLAVOR	3506014	9/23/08
LOVE THAT SCHOOL	3454604	6/24/08
POPEYES FOOD WITH ATTITUDE	2398299	10/24/00
AFC ENTERPRISES and Design	2215069	12/29/98
AFC ENTERPRISES	2215059	12/29/98
THE NEW AGE OF OPPORTUNITY	2017585	11/19/96
FRANCHISOR OF CHOICE	2091908	8/26/97
POPEYES CHICKEN & BISCUITS and Design	2000593	9/17/96
POPEYES CHICKEN & BISCUITS and Design	2000592	9/17/96
POPEYES CHICKEN & BISUITS and Design	2095493	9/9/97

Mark	Registration No.	Registration Date
SEAFOOD CELEBRATION	1823416	2/22/94
AFC	2010357	10/22/96
SWEET HEAT	1563625	10/31/89
POPEYES	1551239	8/8/89
POPEYES	1552225	8/15/89
CAJUN SPARKLE	1371596	11/19/85
POPEYES FAMOUS FRIED CHICKEN & BISCUITS	1378568	1/14/86
POPEYES	1267567	2/21/84
POPEYES FAMOUS FRIED CHICKEN	1257702	11/15/83
LOVE THAT CHICKEN!	1116753	4/17/79
LOVE THAT CHICKEN FROM POPEYES	1257959	11/15/83
POPEYES	1121096	6/26/79
POPEYES	1121699	7/10/79
POPEYES FAMOUS FRIED CHICKEN and Design	1257958	11/15/83
POPEYES	1030944	1/20/76
POPEYES	1021254	9/23/75

Pending Applications

Description	Application No.	Filing Date
BRING IT ALL TO THE TABLE	86073118	9/24/13
TENDER BAR	85970893	6/26/13
BEIGNET STIX	85824499	1/16/13
CHICKEN WAFFLE TENDERS	85773334	11/7/12

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