

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Mad Mex Asset Holdings, Inc.		02/26/2014	CORPORATION: PENNSYLVANIA
Mad Mex Holding Company LLC		02/26/2014	LIMITED LIABILITY COMPANY: PENNSYLVANIA
Mad Mex Trademark Holding Company LLC		02/26/2014	LIMITED LIABILITY COMPANY: PENNSYLVANIA
NADA MAS, INC.		02/26/2014	CORPORATION: PENNSYLVANIA
SOL BROTHERS INC.		02/26/2014	CORPORATION: PENNSYLVANIA
LUNA BROTHERS, INC.		02/26/2014	CORPORATION: PENNSYLVANIA
Robinson Mad Mex, LP		02/26/2014	LIMITED PARTNERSHIP: PENNSYLVANIA
Highland Mex, L.P.		02/26/2014	LIMITED PARTNERSHIP: PENNSYLVANIA
Abington Mex, L.P.		02/26/2014	LIMITED PARTNERSHIP: PENNSYLVANIA
Miracle Mex LP		02/26/2014	LIMITED PARTNERSHIP: PENNSYLVANIA
Cran Mex LP		02/26/2014	LIMITED PARTNERSHIP: PENNSYLVANIA
Scott Mad Mex, LLC		02/26/2014	LIMITED LIABILITY COMPANY: PENNSYLVANIA
Happy Valley Mad Mex, LLC		02/26/2014	LIMITED LIABILITY COMPANY: PENNSYLVANIA
WYNNEWOOD MEX, LP		02/26/2014	LIMITED PARTNERSHIP: PENNSYLVANIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Citizens Bank of Pennsylvania		
<b>Street Address:</b>	525 William Penn Place		
<b>Internal Address:</b>	Suite 2910		
<b>City:</b>	Pittsburgh		
<b>State/Country:</b>	PENNSYLVANIA		
<b>Postal Code:</b>	15219-1729		

CH \$90.00 2322009

Entity Type: a financial institution: PENNSYLVANIA

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	2322009	MAD MEX
Registration Number:	2322008	
Registration Number:	3998048	GOBBLERITO

CORRESPONDENCE DATA

Fax Number: 4123942555  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 412-394-7767  
Email: traip@clarkhillthorpreed.com  
Correspondent Name: Paul D. Bangor, Jr.  
Address Line 1: 301 Grant Street, 14th Floor  
Address Line 2: One Oxford Centre  
Address Line 4: Pittsburgh, PENNSYLVANIA 15219-1425

ATTORNEY DOCKET NUMBER:	83506.167503
NAME OF SUBMITTER:	Paul D. Bangor, Jr.
Signature:	/Paul D. Bangor, Jr./
Date:	02/27/2014

Total Attachments: 7  
source=140227\_1#page1.tif  
source=140227\_1#page2.tif  
source=140227\_1#page3.tif  
source=140227\_1#page4.tif  
source=140227\_1#page5.tif  
source=140227\_1#page6.tif  
source=140227\_1#page7.tif

**NOTICE OF SECURITY INTEREST**  
**U.S. TRADEMARKS**

WHEREAS, Mad Mex Asset Holdings, Inc., a Pennsylvania corporation ("MMAH"), Mad Mex Holding Company LLC, a Pennsylvania limited liability company ("MMHC"), Mad Mex Trademark Holding Company LLC, a Pennsylvania limited liability company ("MMTH"), NADA MAS, INC., a Pennsylvania corporation ("Nada"), SOL BROTHERS INC., a Pennsylvania corporation ("Sol"), LUNA BROTHERS, INC., a Pennsylvania corporation ("Luna"), Robinson Mad Mex, LP, a Pennsylvania limited partnership ("Robinson"), Highland Mex, L.P., a Pennsylvania limited partnership ("Highland"), Abington Mex, L.P., a Pennsylvania limited partnership ("Abington"), Miracle Mex LP, a Pennsylvania limited partnership ("Miracle"), Cran Mex LP, a Pennsylvania limited partnership ("Cran"), Scott Mad Mex, LLC, a Pennsylvania limited liability company ("Scott"), Happy Valley Mad Mex, LLC, a Pennsylvania limited liability company ("Happy Valley"), and WYNNEWOOD MEX, LP, a Pennsylvania limited partnership ("Wynnewood") (MMAH, MMHC, MMTH, Nada, Sol, Luna, Robinson, Highland, Abington, Miracle, Cran, Scott, Happy Valley, Wynnewood are each, a "Borrower" and collectively, the "Borrowers"), have adopted, used and are using the United States trademarks listed on the annexed Schedule A, which trademarks are registered in or subject to the trademark applications filed in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, pursuant to that certain that certain Credit Agreement, dated of even date herewith (as may be amended, modified, supplemented or restated from time to time, the "Credit Agreement"), by and among the Borrowers, any other person or entity that joins as a Borrower thereunder, the Guarantors party thereto and the Bank, the Borrowers and each person or entity that joins thereunder as a "Grantor" have entered into that certain Patent, Trademark and Copyright Security Agreement, dated of even date herewith (the "Security Agreement") in favor of the Bank; and

WHEREAS, pursuant to the Security Agreement, the Borrowers have granted to the Bank, a mortgage on, pledge of and security interest in, all right, title and interest of the Borrowers in and to the Trademarks, together with all the goodwill of the business symbolized by the Trademarks, and the registrations or applications for registration thereof, and all proceeds thereof, including, without limitation, any royalties, claims for infringement and proceeds of sale or other disposition thereof (the "Trademark Collateral") to secure the payment and performance of the Obligations (as defined in the Credit Agreement).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, the Borrowers do hereby confirm their grant to the Bank of a mortgage on, pledge of and security interest in the Trademark Collateral to secure prompt payment and performance of the Obligations.

The Borrowers do hereby further acknowledge and affirm that the rights and remedies of Bank with respect to the assignment of, mortgage on, pledge of and security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth in this Notice of Security Interest.


The Bank's address is 525 William Penn Place, Suite 2910, Pittsburgh, Pennsylvania 15219-1729.

[INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, and intending to be legally bound, the Borrowers have executed this Notice of Security Interest on the 26<sup>th</sup> day of February, 2014, with the intention that it constitute a document under seal.

**BORROWERS:**


ATTEST:

By:   
Name: John Docherty  
Title: Assistant Secretary


Mad Mex Asset Holdings, Inc.

By:  (SEAL)  
Name: Cary H. Klein  
Title: Chief Executive Officer

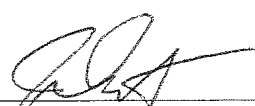
ATTEST:

By:   
Name: John Docherty  
Title: Assistant Secretary

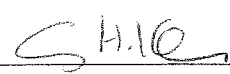
Mad Mex Holding Company LLC

By:  (SEAL)  
Name: Cary H. Klein  
Title: Chief Executive Officer


ATTEST:

By:   
Name: John Docherty  
Title: Assistant Secretary


Mad Mex Trademark Holding Company LLC

By:  (SEAL)  
Name: Cary H. Klein  
Title: Chief Executive Officer


ATTEST:

By:   
Name: John Docherty  
Title: Assistant Secretary

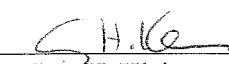
NADA MAS, INC.

By:  (SEAL)  
Name: Cary H. Klein  
Title: Chief Executive Officer


ATTEST:

By:   
Name: John Docherty  
Title: Assistant Secretary

SOL BROTHERS INC.

By:  (SEAL)  
Name: Cary H. Klein  
Title: Chief Executive Officer

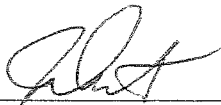
ATTEST:

By:   
Name: John Docherty  
Title: Assistant Secretary

LUNA BROTHERS, INC.

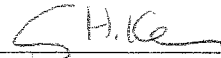
By:  (SEAL)  
Name: Cary H. Klein  
Title: Chief Executive Officer

ATTEST:


By:   
Name: John Docherty  
Title: Assistant Secretary

Robinson Mad Mex, LP

By: Robinson Mad Mex, Inc.

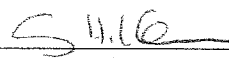
By:  (SEAL)  
Name: Cary H. Klein  
Title: Chief Executive Officer

ATTEST:

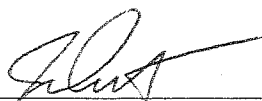
By:   
Name: John Docherty  
Title: Assistant Secretary

Highland Mex, L.P.

By: Highland Mad Mex, LLC

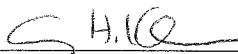
By:  (SEAL)  
Name: Cary H. Klein  
Title: Chief Executive Officer

ATTEST:


By:   
Name: John Docherty  
Title: Assistant Secretary

Abington Mex, L.P.

By: Abington Mad Mex, LLC

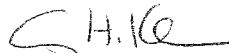
By:  (SEAL)  
Name: Cary H. Klein  
Title: Chief Executive Officer

ATTEST:


By:   
Name: John Docherty  
Title: Assistant Secretary

Miracle Mex LP

By: Miracle Mex LLC


By:  (SEAL)  
Name: Cary H. Klein  
Title: Chief Executive Officer

ATTEST:

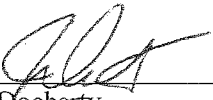
By:   
Name: John Docherty  
Title: Assistant Secretary

Cran Mex LP

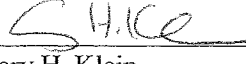
By: Cran Mex LLC

By:  (SEAL)  
Name: Cary H. Klein  
Title: Chief Executive Officer


ATTEST:

By:   
Name: John Docherty  
Title: Assistant Secretary

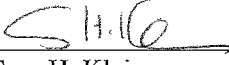
Scott Mad Mex, LLC

By:  (SEAL)  
Name: Cary H. Klein  
Title: Chief Executive Officer


ATTEST:

By:   
Name: John Docherty  
Title: Assistant Secretary

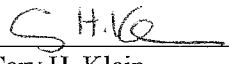
Happy Valley Mad Mex, LLC

By:  (SEAL)  
Name: Cary H. Klein  
Title: Chief Executive Officer

ATTEST:

By:   
Name: John Docherty  
Title: Assistant Secretary

WYNNEWOOD MEX, LP

By: WYNNEWOOD MAD MEX, LLC  
By:  (SEAL)  
Name: Cary H. Klein  
Title: Chief Executive Officer

SCHEDULE A

TRADEMARKS

Registered Trademarks

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
Mad Mex stylized trademark (see attached image)	2,322,009	2/22/2000
Cactus stylized trademark (see attached image)	2,322,008	2/22/2000
Gobblerito trademark (name only)	3,998,048	7/19/2011

**madam'ette<sup>®</sup>**



