

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

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|------------------------------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 05/21/2014 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|--------------------------------|----------|----------------|------------------------|
| Clyde's Investment Corporation | | 05/21/2014 | CORPORATION: DELA WARE |

RECEIVING PARTY DATA

| | |
|------------------------|--------------------------------|
| Name: | Clyde's Restaurant Group, Inc. |
| Street Address: | 3236 M Street, NW |
| City: | Washington |
| State/Country: | D.C. |
| Postal Code: | 20007 |
| Entity Type: | CORPORATION: DELA WARE |

PROPERTY NUMBERS Total: 17

| Property Type | Number | Word Mark |
|-----------------------------|----------|---------------------------|
| Serial Number: | 86141782 | CLYDE'S |
| Registration Number: | 1327570 | THE TOMBS |
| Registration Number: | 1772073 | THE TOMATO PALACE |
| Registration Number: | 1787204 | THE TOMBS |
| Registration Number: | 3305254 | CLYDE'S WILLOW CREEK FARM |
| Registration Number: | 2808110 | TOWER OAKS LODGE |
| Registration Number: | 3219306 | OYSTER RIOT |
| Registration Number: | 4135689 | THE HAMILTON |
| Registration Number: | 4260477 | THE HAMILTON |
| Registration Number: | 0864363 | 1789 |
| Registration Number: | 0864364 | SEVENTEEN EIGHTY NINE |

| | | |
|----------------------|---------|--------------------------|
| Registration Number: | 0864368 | 1789 |
| Registration Number: | 0897530 | CLYDES |
| Registration Number: | 1082996 | OLD EBBITT GRILL |
| Registration Number: | 1100395 | F. SCOTT'S |
| Registration Number: | 2316534 | CLYDE'S RESTAURANT GROUP |
| Registration Number: | 0864366 | WICKETS |

CORRESPONDENCE DATA

Fax Number: 3017624056
Phone: (301) 424-3640
Email: efile@usiplaw.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.
Correspondent Name: Barbara A. Friedman
Address Line 1: EDELL, SHAPIRO & FINNAN, LLC
Address Line 2: 9801 Washingtonian Boulevard, Suite 750
Address Line 4: Gaithersburg, MARYLAND 20878

| | |
|--------------------------------|-----------------------|
| ATTORNEY DOCKET NUMBER: | 4545.0000M |
| NAME OF SUBMITTER: | Barbara A. Friedman |
| Signature: | /Barbara A. Friedman/ |
| Date: | 06/04/2014 |

Total Attachments: 4
 source=Certificate of Ownership and Merger - as filed#page1.tif
 source=Certificate of Ownership and Merger - as filed#page2.tif
 source=Certificate of Ownership and Merger - as filed#page3.tif
 source=Certificate of Ownership and Merger - as filed#page4.tif

RECEIPT INFORMATION

ETAS ID: TM306608
Receipt Date: 06/04/2014
Fee Amount: \$440

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

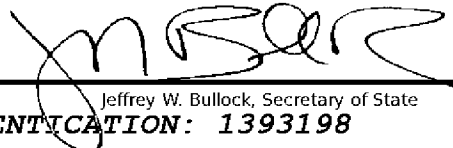
"CLYDE'S INVESTMENT CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "CLYDE'S RESTAURANT GROUP, INC." UNDER THE NAME OF "CLYDE'S RESTAURANT GROUP, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF MAY, A.D. 2014, AT 3:36 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2318017 8100M

140682041




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1393198

DATE: 05-22-14

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 005296 FRAME: 0109

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

CLYDE'S INVESTMENT CORPORATION

INTO

CLYDE'S RESTAURANT GROUP, INC.

**(Subsidiary into parent pursuant to Section 253
of the General Corporation Law of the State of Delaware)**

CLYDE'S RESTAURANT GROUP, INC. a corporation organized and existing under the laws of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 7th day of December, 1992, pursuant to the provisions of the General Corporation Law of the State of Delaware.

SECOND: That this corporation owns all of the outstanding shares of the stock of Clyde's Investment Corporation, a corporation incorporated on the 23rd day of October, 1992, pursuant to the General Corporation Law of the State of Delaware.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted by the unanimous written consent of its members, filed with the minutes of the Board, on the 19 day of May, 2014, determined to merge into itself Clyde's Investment Corporation:

RESOLVED, that Clyde's Restaurant Group, Inc., merge, and it hereby does merge, into itself Clyde's Investment Corporation (a Delaware corporation and its wholly-owned subsidiary) and assumes all of its liabilities and obligations; and it is further

RESOLVED, that each share of common stock of the Corporation, which shall be issued and outstanding as of the effective time of the merger, shall remain issued and outstanding; that each of the shares of the common stock of Clyde's Investment Corporation which shall be outstanding as of the effective time of the merger; and that all rights in respect of the shares of the common stock of Clyde's Investment Corporation, shall be canceled and shall not be changed or converted into any shares of the common stock of the Corporation; and it is further

RESOLVED, that from and after the effective time of the merger, all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of Clyde's Investment Corporation shall be transferred to, vested in and devolve upon the Corporation without further act or deed, and all property, rights and every other interest of the Corporation and Clyde's Investment Corporation shall be as effectively the property of the Corporation as they were of the Corporation and Clyde's Investment Corporation, respectively.

RESOLVED, that upon the effective time of the merger, the Corporation shall assume all of the liabilities and obligations of Clyde's Investment Corporation, including, but not limited to tax liabilities of all types and kinds, wherever, whenever and however assessed, and those liabilities and obligations arising out of any and all contracts to which Clyde's Investment Corporation is a party; and it is further

RESOLVED, that any officer of the Corporation is hereby directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge into the Corporation said Clyde's Investment Corporation and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State of the State of Delaware and to file all other certificates and to do all other acts and things whatsoever, whether within or without the State of Delaware, on behalf of the Corporation or Clyde's Investment Corporation, which in any way may be necessary or proper to effect said merger; and it is further


RESOLVED, that the merger shall be effective upon the filing of the said Certificate of Ownership and Merger by the Secretary of State of the State of Delaware; and it is further

RESOLVED, that any officer of the Corporation is hereby authorized and directed to take such additional action as may be necessary or desirable to achieve the intent of the foregoing resolutions; and it is further

RESOLVED, that the Secretary of the Corporation is hereby authorized and empowered to certify to the passage of the foregoing resolutions under the seal of the Corporation.

IN WITNESS WHEREOF, said Clyde's Restaurant Group, Inc., has caused this Certificate to be signed by Jeffrey R. Owens, its Treasurer, this 19 day of May, 2014.

CLYDE'S RESTAURANT GROUP, INC.

By: 
Jeffrey R. Owens, Treasurer
Duly Authorized