

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM319657

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Pilot Travel Centers LLC		10/03/2014	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A.		
Street Address:	555 California Street		
Internal Address:	4th Floor		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94104		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 22			
Property Type	Number	Word Mark	
Registration Number:	2018173	COUNTRY MARKET RESTAURANT & BUFFET	
Registration Number:	3960033	FREQUENT FUELER	
Registration Number:	3960026	FREQUENT FUELER	
Registration Number:	4031169	FREQUENT FUELER ADVANTAGE	
Registration Number:	3294928	FUEL N-GO	
Registration Number:	4193467	LIFE JUST GOT EASIER. ONE SWIPE ONE CARD	
Registration Number:	4352494	MYREWARDS	
Registration Number:	1440835	PILOT	
Registration Number:	1329189	PILOT	
Registration Number:	662777	PILOT	
Registration Number:	4046487	PILOT FLYING J J	
Registration Number:	2232992	PILOT FOOD MARTS	
Registration Number:	2232991	PILOT FOOD MARTS	
Registration Number:	3424157	PILOT FUEL AND GO!	
Registration Number:	3446478	PILOT GOOD TO GO!	
Registration Number:	2242056	PILOT TRAVEL CENTERS	
Registration Number:	2232994	PILOT TRAVEL CENTERS	
Registration Number:	4175733	PILOT TRAVEL CENTERS LLC FLYING J	
TRADEMARK			

CH \$565.00 2018173

Property Type	Number	Word Mark
Registration Number:	3044805	PILOT TRUCK CARE CENTER
Registration Number:	4156009	TOP IT OFF EVERY TIME.
Registration Number:	4208005	TOP IT OFF EVERY TIME. MORE PUMPS, MORE
Registration Number:	3490807	TRUCKERS FOR TOTS

CORRESPONDENCE DATA

Fax Number: 3026365454

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.

Phone: 800-927-9801 x 62348

Email: jpaterso@cscinfo.com

Correspondent Name: Corporation Service Company

Address Line 1: 1090 Vermont Avenue NW, Suite 430

Address Line 4: Washington, D.C. 20005

ATTORNEY DOCKET NUMBER:	332060
NAME OF SUBMITTER:	Jean Paterson
SIGNATURE:	/jep/
DATE SIGNED:	10/09/2014

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 Second Amended and Restated Collateral Agreement dated as of October 3, 2014 (as amended, modified, extended or restated from time to time, the "Agreement") among the Grantor, the other grantors from time to time party thereto and the Administrative Agent for the holders of the Credit Party Obligations referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon Grantor's trademarks and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the holders of the Credit Party Obligations.

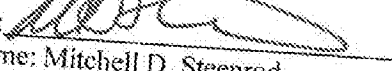
The Grantors and the Administrative Agent, on behalf of the holders of the Credit Party Obligations, hereby acknowledge and agree that the security interest in such trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

GRANTOR:

Pilot Travel Centers LLC
5508 Lonas Road
Knoxville, Tennessee 37909

Very truly yours,

Pilot Travel Centers LLC,
a Delaware limited liability company

By: 
Name: Mitchell D. Steenrod
Title: Senior Vice-President and CFO

ADMINISTRATIVE AGENT:

Bank of America, N.A.
555 California Street, 4th Floor
San Francisco, CA 94104

Acknowledged and accepted:

BANK OF AMERICA, N.A.

By: _____
Name: _____
Title: _____

NOTICE
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5508 Lonas Road
Knoxville, Tennessee 37909

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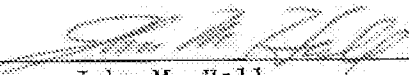
By: _____
Name: _____
Title: _____

ADMINISTRATIVE AGENT:

Bank of America, N.A.
555 California Street, 4th Floor
San Francisco, CA 94104

Acknowledged and accepted:

BANK OF AMERICA, N.A.

By: 
Name: John M. Hall
Title: Senior Vice President

SCHEDULE 1

TRADEMARKS

	Trademark Title	Jurisdiction	Serial No. and Serial Date	Reg. No. and Reg. Date	Status	Owner
1.	Country Market Restaurant & Buffet	U.S.A.	74-570313 9/6/94	2,018,173 11/19/06	Registered	Pilot Travel Centers LLC
2.	Frequent Fueler	U.S.A.	77-891770 12/11/09	3,960,033 5/10/11	Registered	Pilot Travel Centers LLC
3.	Frequent Fueler	U.S.A.	77-879618 11/24/09	3,960,026 5/10/11	Registered	Pilot Travel Centers LLC
4.	Frequent Fuler Advantage (and Design)	U.S.A.	85-205205 12/23/10	4,031,169 9/27/11	Registered	Pilot Travel Centers LLC
5.	Fuel N-GO (and Design)	U.S.A.	78-628410 5/12/05	3,294,928 9/18/07	Registered	Pilot Travel Centers LLC
6.	Life Just Got Easier. One Swipe One Card One Pump	U.S.A.	85-452278 10/20/11	4,193,467 8/21/12	Registered	Pilot Travel Centers LLC
7.	MyRewards (and Design)	U.S.A.	85-560654 3/5/12	4,352,494 6/18/13	Registered	Pilot Travel Centers LLC
8.	Pilot	U.S.A.	73-621042 9/22/86	1,440,835 5/26/07	Registered	Pilot Travel Centers LLC
9.	Pilot (and Design)	U.S.A.	73-460947 1/16/84	1,329,189 4/9/05	Registered	Pilot Travel Centers LLC
10.	Pilot (Stylized)	U.S.A.	72-035299 8/9/57	662,777 6/10/08	Registered	Pilot Travel Centers LLC
11.	Pilot Flying J J (and Design)	U.S.A.	85-094969 7/28/10	4,046,487 10/25/11	Registered	Pilot Travel Centers LLC
12.	Pilot Food Marts (and Design)	U.S.A.	75-348359 8/28/97	2,232,992 3/16/09	Registered	Pilot Travel Centers LLC
13.	Pilot Food Marts (and Design)	U.S.A.	75-348358 8/28/97	2,232,991 3/16/09	Registered	Pilot Travel Centers LLC
14.	Pilot Fuel and Go! (and Design)	U.S.A.	78-628398 5/12/05	3,424,157 5/6/08	Registered	Pilot Travel Centers LLC
15.	Pilot Good to Go!	U.S.A.	78-535426 12/20/04	3,446,478 6/10/08	Registered	Pilot Travel Centers LLC
16.	Pilot Travel Centers (and Design)	U.S.A.	75-348831 8/28/97	2,242,056 4/27/09	Registered	Pilot Travel Centers LLC
17.	Pilot Travel Centers (and Design)	U.S.A.	75-348830 8/28/97	2,232,994 3/16/09	Registered	Pilot Travel Centers LLC
18.	Pilot Travel Centers LLC Flying J (and Design)	U.S.A.	85-522368 1/23/12	4,175,733 7/17/12	Registered	Pilot Travel Centers LLC
19.	Pilot Truck Care Center (and Design)	U.S.A.	78-416850 5/11/04	3,044,805 1/17/06	Registered	Pilot Travel Centers LLC
20.	Top It Off Every Time	U.S.A.	85-451973 10/20/11	4,156,009 6/5/12	Registered	Pilot Travel Centers LLC
21.	Top It Off Every Time. More Pumps, More Locations, More Savings.	U.S.A.	85-452357 10/20/11	4,208,005 9/11/12	Registered	Pilot Travel Centers LLC
22.	Truckers for Tots	U.S.A.	77-387702 2/4/08	3,490,807 8/19/08	Registered	Pilot Travel Centers LLC D/B/A Pilot Corporation

TRADEMARK APPLICATIONS

None.