

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM324373

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	05/19/2005		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Avado Brands, Inc.		05/19/2005	CORPORATION: GEORGIA
RECEIVING PARTY DATA			
Name:	Avado Brands, Inc.		
Street Address:	Hancock at Washington		
City:	Madison		
State/Country:	GEORGIA		
Postal Code:	30650		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1863776	THE REAL ENCHILADA	
Registration Number:	1864093	THE REAL ENCHILADA	
CORRESPONDENCE DATA			
Fax Number:			
<i>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.</i>			
Phone:	214-978-3000		
Email:	nicole.emmons@bakermckenzie.com		
Correspondent Name:	Nicole B. Emmons		
Address Line 1:	2001 Ross Avenue		
Address Line 2:	2300 Trammell Crow Center		
Address Line 4:	Dallas, TEXAS 75201		
ATTORNEY DOCKET NUMBER:	24288528-000006		
NAME OF SUBMITTER:	Justin P. Welch		
SIGNATURE:	/Justin P. Welch/		
DATE SIGNED:	11/25/2014		
Total Attachments: 3			
source=Certificate of Merger#page1.tif			
source=Certificate of Merger#page2.tif			

OP \$65.00 1863776

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 051390125
CONTROL NUMBER : J704645
EFFECTIVE DATE : 05/19/2005
REFERENCE : 0093
PRINT DATE : 05/19/2005
FORM NUMBER : 411

KILPATRICK STOCKTON LLP
ANGELA BIERNATH
1100 PEACHTREE ST, STE 2800
ATLANTA GA 30309

CERTIFICATE OF MERGER

I, Cathy Cox, the Secretary of State of the Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of the said filing.

Surviving Entity:

AVADO BRANDS, INC., A DELAWARE CORPORATION

Nonsurviving Entity/Entities:

AVADO BRANDS, INC., A GEORGIA CORPORATION




CATHY COX
SECRETARY OF STATE

51390125

**CERTIFICATE OF MERGER
WITH RESPECT TO THE MERGER OF
AVADO BRANDS, INC. (a Georgia corporation)
WITH AND INTO
AVADO BRANDS, INC. (a Delaware corporation)**

9704645

*

Avado Brands, Inc., a Delaware corporation (the "Surviving Corporation"), in connection with the merger (the "Merger") of Avado Brands, Inc., a Georgia corporation (the "Merging Corporation"), with and into the Surviving Corporation, hereby certifies as follows:

I.

The name and state of incorporation of each corporation which is merging are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Avado Brands, Inc.	Georgia
Avado Brands, Inc.	Delaware

In the Merger, Avado Brands, Inc., a Georgia corporation, will be merged with and into Avado Brands, Inc., a Delaware corporation, and Avado Brands, Inc., a Delaware corporation shall be the surviving corporation in the Merger.

II.

No amendments to the articles of incorporation of the Surviving Corporation are being made in connection with the Merger.

III.

An executed copy of the Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation, which is located at Hancock at Washington, Madison, Georgia 30650.

IV.

A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any shareholder of the Surviving or Merging Corporations.

V.

In the case of the Merging Corporation, shareholder approval was not required. The Merger was duly approved by the sole shareholder of the Surviving Corporation.

Pursuant to O.C.G.A. §14-2-1105.1, the Surviving Corporation does hereby undertake to request publication of a notice of the filing of this Certificate of Merger and to make payment therefor as required by O.C.G.A. §14-2-1105.1(b).

IN WITNESS WHEREOF, this Certificate of Merger was duly executed and delivered by the Surviving Corporation on May 19 2005.

**AVADO BRANDS, INC.,
a Delaware Corporation**

By: 

Name: Raymond P. Barbrick

Title: President and Chief Executive Officer

SECRETARY OF STATE
2005 MAY 19, A 8:57
CORPORATIONS DIVISION