

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM327819

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Trademark Security Agreement Supplement (First Lien)
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Ares Capital Corporation, as Administrative Agent		12/24/2014	CORPORATION: MARYLAND

RECEIVING PARTY DATA

Name:	Orion Food Systems, LLC
Street Address:	2930 West Maple Street
City:	Sioux Falls
State/Country:	SOUTH DAKOTA
Postal Code:	57107
Entity Type:	LIMITED LIABILITY COMPANY: SOUTH DAKOTA

PROPERTY NUMBERS Total: 30

Property Type	Number	Word Mark
Registration Number:	3699509	BIG STUFF
Registration Number:	2355343	BLAZIN'
Registration Number:	3416227	GAME TIME SPORTS GRILL
Registration Number:	3469063	GAME TIME SPORTS GRILL EST. 2006
Registration Number:	3469064	GAME TIME SPORTS GRILL EST. 2006
Registration Number:	3790917	HOT STUFF FOODS
Registration Number:	3146096	HOT STUFF GRILL
Registration Number:	3562097	HOT STUFF GRILL
Registration Number:	3562098	HOT STUFF GRILL
Registration Number:	3311611	HOT STUFF PIZZA
Registration Number:	3661652	HOT STUFF TAKE & BAKE
Registration Number:	3124977	MAC'S MARKET
Registration Number:	3131292	MEGA MAXX
Registration Number:	3370091	MEGARITO
Registration Number:	3361036	SMASHHITS DELI
Registration Number:	3343621	SMASHHITS DELI
Registration Number:	3361032	SMASHHITS DELI

CH \$765.00 3699509

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3304480	STONE WILLY PIZZA HOUSE
Registration Number:	3309759	STONE WILLY PIZZA HOUSE
Registration Number:	3309760	STONE WILLY PIZZA HOUSE
Registration Number:	3576130	TAKE & BAKE BY HOT STUFF
Registration Number:	3934784	BIG STUFF
Serial Number:	77416434	BIG STUFF PIZZA
Serial Number:	85049600	HOT STUFF FOODS XPRESS
Registration Number:	4346965	HOT STUFF PIZZA
Registration Number:	4105883	HOT STUFF SUBS
Serial Number:	77847846	HOT STUFFED STIX
Serial Number:	85221160	SPINZ HAND CRAFTED FOOD
Serial Number:	85164023	WE KNOW CONVENIENCE
Registration Number:	3238439	C-STREET GRILLE

CORRESPONDENCE DATA

Fax Number: 2027393001

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: 202-739-5723

Email: chimmelfarb@morganlewis.com

Correspondent Name: Carolyn Himmelfarb

Address Line 1: 1111 Pennsylvania Avenue, N.W.

Address Line 4: Washington, D.C. 20004

ATTORNEY DOCKET NUMBER:	003279-0024
NAME OF SUBMITTER:	Carolyn Himmelfarb
SIGNATURE:	/Carolyn Himmelfarb/
DATE SIGNED:	01/02/2015

Total Attachments: 3

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TERMINATION AND RELEASE OF TRADEMARK SECURITY AGREEMENT
SUPPLEMENT (FIRST LIEN)

THIS TERMINATION AND RELEASE OF TRADEMARK SECURITY AGREEMENT SUPPLEMENT (FIRST LIEN) (the “**Agreement**”) is made as of December 24, 2014 by Ares Capital Corporation, a Maryland corporation, as administrative agent (“**Secured Party**”) in favor of Orion Food Systems, LLC, a South Dakota limited liability company (the “**Grantor**”).

WHEREAS, the Grantor granted a security interest in certain intellectual property and related rights to Secured Party pursuant to that certain Trademark Security Agreement Supplement (First Lien), dated as of March 18, 2011, by Grantor in favor of Secured Party (the “**IP Security Agreement**”);

WHEREAS, an executed copy of the IP Security Agreement was recorded in the United States Patent and Trademark Office at reel 4520, frame 0364 on April 12, 2011;

WHEREAS, Grantor has requested that Secured Party terminate and release its interest in Grantor’s trademarks identified in Schedule I attached hereto (the “**Trademarks**”).

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Secured Party hereby:

1. terminates and releases any and all security interests of Secured Party in Grantor’s: (i) Trademarks and any reissues, continuations or extensions thereof, and all of the goodwill of the business connected with the use of, and symbolized by, any of the trademarks, and (ii) all products and proceeds of any of the foregoing, including, without limitation, any claim by Grantor against third parties for past, present or future (a) infringement or dilution of any trademark or (b) injury to the goodwill associated with any such trademarks, without recourse or representation or warranty, express or implied, of any kind;

2. agrees that any power of attorney or similar rights granted by Grantor to Secured Party with respect to the Trademarks pursuant to or in connection with the IP Security Agreement is terminated; and

3. authorizes and requests that the United States Patent and Trademark Office note and record the existence of the release hereby given.

[Signature Page Follows]

IN WITNESS WHEREOF, Secured Party has caused this Termination and Release of Trademark Security Agreement Supplement (First Lien) to be executed by its duly authorized officer as of the date above first written.

SECURED PARTY:

ARES CAPITAL CORPORATION, as
Administrative Agent

By: 

Name: MARK AFFOLTER

Title: AUTHORIZED SIGNATORY

[Signature Page to Termination and Release of Trademark Security Agreement Supplement (First Lien)]

TRADEMARK
REEL: 005433 FRAME: 0560

Schedule I

TRADEMARKS

MARK	App. #	App. Date	Reg. #
BIG STUFF	77/272911	06-Sept-07	3699509
BLAZIN'	75/784796	26-Aug-99	2355343
C-STREET GRILLE	78/978134	08-June-05	3238439
GAME TIME SPORTS GRILL	78/957938	22-Aug-06	3416227
GAME TIME SPORTS GRILL EST. 2006	77/200040	07-June-07	3469063
GAME TIME SPORTS GRILL EST. 2006	77/200051	07-June-07	3469064
HOT STUFF FOODS	77/577849	24-Sept-08	3790917
HOT STUFF GRILL	76/978101	29-Oct-03	3146096
HOT STUFF GRILL	77/279705	14-Sept-07	3562097
HOT STUFF GRILL	77/279715	14-Sept-07	3562098
HOT STUFF PIZZA	77/149562	05-Apr-07	3311611
HOT STUFF TAKE & BAKE	77/392485	08-Feb-08	3661652
MAC'S MARKET	78/977057	21-Dec-04	3124977
MEGA MAXX	78/977197	19-Aug-04	3131292
MEGARITO	77/107557	14-Feb-07	3370091
SMASHHITS DELI	78/979362	08-June-06	3361036
SMASHHITS DELI	77/149583	05-Apr-07	3343621
SMASHHITS DELI	78/979331	08-June-06	3361032
STONE WILLY PIZZA HOUSE	78/850171	30-Mar-06	3304480
STONE WILLY PIZZA HOUSE	78/885764	17-May-06	3309759
STONE WILLY PIZZA HOUSE	78/885773	17-May-06	3309760
TAKE & BAKE BY HOT STUFF	77/544689	12-Aug-08	3576130
BIG STUFF	77/396046	13-Feb-08	3934784
BIG STUFF PIZZA	77/416434	07-Mar-08	N/A
HOT STUFF FOOD XPRESS	85/049600	27-May-10	N/A
HOT STUFF PIZZA	77/392514	08-Feb-08	4346965
HOT STUFF SUBS	77/621009	24-Nov-08	4105883
HOT STUFFED STIX	77/847846	13-Oct-09	N/A
SPINZ HAND CRAFTED FOOD	85/221160	19-Jan-11	N/A
WE KNOW CONVENIENCE	85/164023	28-Oct-10	N/A