

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM346229

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
AMC Burgers, Inc.		06/29/2015	CORPORATION: MICHIGAN

RECEIVING PARTY DATA

Name:	Citizens Bank, National Association, as Administrative Agent
Street Address:	28 State Street, 14th Floor, MS1420
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02109
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 34

Property Type	Number	Word Mark
Registration Number:	4036189	BAGGER DAVE'S LEGENDARY BURGER TAVERN ES
Registration Number:	4039635	BAGGER DAVE'S LEGENDARY BURGER TAVERN
Registration Number:	3502492	BAGGER DAVE'S LEGENDARY BURGERS & FRIES
Registration Number:	3502491	BAGGER DAVE'S LEGENDARY BURGERS & FRIES
Registration Number:	3481681	BAGGER DAVE'S
Registration Number:	3602146	MAKE A FRESH START HERE.
Registration Number:	3605609	DAVE'S SLOPPY BBQ
Registration Number:	3605612	RAILHOUSE BURGER SAUCE
Registration Number:	3605611	THE BLUES BURGER
Registration Number:	3605610	TRAIN WRECK BURGER
Registration Number:	3739877	DAVE'S SWEET POTATO CHIPS
Registration Number:	3784317	SLOPPY DAVE'S BBQ
Registration Number:	3828208	MEANINGLESS FREE TOPPINGS
Registration Number:	3828209	SLOPPY DAVE'S FRIES
Registration Number:	3863828	AMAZINGLY DELICIOUS TURKEY BLACK BEAN CH
Registration Number:	4121224	GET YOUR GLASS IN HERE!
Registration Number:	4121225	WHAT THE ALE!
Registration Number:	4197389	NO JOKE ARTICHOKE BURGER
Registration Number:	4421540	TWISTED MAC "N" CHEESE

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Property Type	Number	Word Mark
Registration Number:	4279468	SAUCY SICILIAN PIZZA BURGER
Registration Number:	4308126	BAGGER DAVE'S LEGENDARY CRAFT BREWS
Registration Number:	4405977	BAGGER DAVE'S LEGENDARY CRAFT SODA EST.
Registration Number:	4529498	BAGGER DAVE'S FRESHLY-CRAFTED BURGER TAV
Registration Number:	4529497	BAGGER DAVE'S CRAFT BREWS
Registration Number:	4529645	BAGGER DAVE'S CRAFT SODA
Registration Number:	4556015	BAGGER DAVE'S FRESH REWARDS
Registration Number:	4592685	RAILHOUSE THOUSAND ISLAND
Registration Number:	4592975	BAGGER DAVE'S BURGER TAVERN
Registration Number:	4592978	BAGGER DAVE'S BURGER TAVERN
Registration Number:	4547072	FIERY BLEU BUFFALO BURGER
Registration Number:	4756068	BAGGER BOWLS
Serial Number:	86038462	INSPIRED BURGERS AND BREWS
Registration Number:	4747638	B'LUNCH
Registration Number:	4747639	B'LUNCH

CORRESPONDENCE DATA

Fax Number: 7044448857

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: 7043432104

Email: twitcher@mcguirewoods.com

Correspondent Name: Terry L. Witcher, Paralegal

Address Line 1: McGuireWoods LLP

Address Line 2: 201 N. Tryon Street, Suite 3000

Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER:	2063928-0011
NAME OF SUBMITTER:	Terry L. Witcher, Paralegal
SIGNATURE:	/s/ Terry L. Witcher
DATE SIGNED:	06/29/2015

Total Attachments: 9

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NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

THIS NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS dated as of June 29, 2015 (this "Agreement"), is made by AMC BURGERS, INC., a Michigan corporation (the "Grantor"), in favor of CITIZENS BANK, NATIONAL ASSOCIATION, in its capacity as administrative agent (in such capacity, the "Administrative Agent") for the Secured Parties (as defined in the Credit Agreement referenced below).

WITNESSETH:

WHEREAS, in connection with that certain Second Amended and Restated Credit Agreement dated as of June 29, 2015 (as amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), by and among Diversified Restaurant Holdings, Inc., a Nevada corporation ("Holdings"), certain Subsidiaries of Holdings party thereto as borrowers, the lenders party thereto and the Administrative Agent, the Grantor entered into that certain Consolidated, Amended and Restated Security Agreement dated as of June 29, 2015 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), in favor of the Administrative Agent, for the benefit of the Secured Parties; and

WHEREAS, pursuant to the Security Agreement, the Grantor granted to the Administrative Agent, for the benefit of the Secured Parties, a security interest in its Intellectual Property (as defined in the Security Agreement), including Trademarks (as defined in the Security Agreement); and

WHEREAS, the Grantor has duly authorized the execution, delivery and performance of this Agreement;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and in order to induce the Secured Parties to from time to time make and maintain extensions of credit under the Credit Agreement, the Secured Cash Management Agreements and the Secured Hedge Agreements, the Grantor agrees, for the benefit of the Administrative Agent, as follows:

SECTION 1. Definitions. Unless otherwise defined herein or the context otherwise requires, capitalized terms used in this Agreement, including its preamble and recitals, have the meanings provided or provided by reference in the Credit Agreement or the Security Agreement.

SECTION 2. Grant of Security Interest. The Grantor hereby confirms that pursuant to the Security Agreement it granted to the Administrative Agent, for the benefit of the Secured Parties, a security interest in all of the Trademarks of the Grantor (including, without limitation, those items listed on Schedule A hereto and any and all goodwill associated therewith) and to the extent not otherwise included, all proceeds and products of any and all of the Trademarks, as collateral security for the prompt and complete payment and performance when due (whether at the stated maturity, by acceleration or otherwise) of the Secured Obligations.

SECTION 3. Purpose. This Agreement has been executed and delivered by the Grantor for the purpose of recording the security interest granted pursuant to the Security Agreement with the United States Patent and Trademark Office. This Agreement is expressly subject to the terms and conditions of the Security Agreement. The Security Agreement (and all rights and remedies of the Secured Parties thereunder) shall remain in full force and effect in accordance with its terms.

SECTION 4. Acknowledgement. The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Secured Parties with respect to the security interest in the Trademarks are

fully set forth in the Credit Agreement and the Security Agreement, the terms and provisions of which (including the remedies provided for therein) are incorporated by reference herein as if fully set forth herein.

SECTION 5. Counterparts. This Agreement may be executed in counterparts (and by different parties hereto in different counterparts), each of which shall constitute an original, but all of which when taken together shall constitute a single contract. It shall not be necessary in making proof of this Agreement to produce or account for more than one such counterpart executed by the party against whom enforcement is sought. Delivery of an executed counterpart of a signature page of this Agreement by facsimile or electronic (i.e., "pdf" or "tif") format shall be effective as delivery of a manually executed counterpart of this Agreement.

[Signature pages follow.]

The parties hereto have caused this Agreement to be executed and delivered by their respective officers thereunto authorized as of the day and year first above written.

AMC BURGERS, INC.

By: 

Name: David G. Burke


Title: Treasurer

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS
Signature Page

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TRADEMARK
REEL: 005564 FRAME: 0244

CITIZENS BANK, NATIONAL ASSOCIATION, as
Administrative Agent



By: 
Name: Christopher J. Wickles
Title: Senior Vice President

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS
Signature Page



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TRADEMARK
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SCHEDULE A

Mark	Registration Number	Serial Number	Application Date	Registration Date	Status
 (design plus words, letters, and/or numbers)	4,036,189	85,127,518	September 1, 2010	October 4, 2011	Live
BAGGER DAVE'S LEGENDARY BURGER TAVERN®	4,039,635	85,126,366	September 9, 2010	October 11, 2011	Live
 (design plus words, letters, and/or numbers)	3,502,492	77,172,792	May 4, 2007	September 16, 2008	Dead
BAGGER DAVE'S LEGENDARY BURGERS & FRIES (standard word mark)	3,502,491	77,172,731	May 4, 2007	September 16, 2008	Dead
BAGGER DAVE'S® (standard word mark)	3,481,681	77,172,731	May 4, 2007	August 5, 2008	Live
MAKE A FRESH START HERE® (standard word mark)	3,602,146	77,559,181	August 29, 2008	April 7, 2009	Live
DAVE'S SLOPPY BBQ® (standard word mark)	3,605,609	77,559,776	September 1, 2008	April 14, 2009	Live
RAILHOUSE BURGER SAUCE® (standard word mark)	3,605,612	77,559,787	September 1, 2008	April 14, 2009	Live

Mark	Registration Number	Serial Number	Application Date	Registration Date	Status
THE BLUES BURGER® (standard word mark)	3,605,611	77,559,783	September 1, 2008	April 14, 2009	Live
TRAIN WRECK BURGER® (standard word mark)	3,605,610	77,559,781	September 1, 2008	April 14, 2009	Live
DAVE'S SWEET POTATO CHIPS® (standard word mark)	3,739,877	77,764,334	June 19, 2009	January 19, 2010	Live
SLOPPY DAVE'S BBQ® (standard word mark)	3,784,317	77,831,421	September 21, 2009	May 4, 2010	Live
MEANINGLESS FREE TOPPINGS® (standard word mark)	3,828,208	77,905,468	January 5, 2010	August 3, 2010	Live
SLOPPY DAVE'S FRIES® (standard word mark)	3,828,209	77,905,498	January 5, 2010	August 3, 2010	Live
AMAZINGLY DELICIOUS TURKEY BLACK BEAN CHILI® (standard word mark)	3,863,828	77,956,935	March 11, 2010	October 19, 2010	Live
GET YOUR GLASS IN HERE! ® (standard word mark)	4,121,224	85,379,544	July 25, 2011	April 3, 2012	Live
WHAT THE ALE! ® (standard word mark)	4,121,225	85,379,548	July 25, 2011	April 3, 2012	Live
NO JOKE ARTICHOKE BURGER ® (standard word mark)	4,197,389	85,474,883	November 17, 2011	August 28, 2012	Live
TWISTED MAC "N" CHEESE® (standard word mark)	4,421,540	85,877,759	March 15, 2013	October 22, 2013	Live

Mark	Registration Number	Serial Number	Application Date	Registration Date	Status
SAUCY SICILIAN PIZZA BURGER® (standard word mark)	4,279,468	85,647,383	June 8, 2012	January 22, 2013	Live
 BAGGER DAVE'S LEGENDARY CRAFT BREWS® (design plus words, letters, and/or numbers)	4,308,126	85,647,373	June 8, 2012	March 26, 2013	Live
 BAGGER DAVE'S LEGENDARY CRAFT SODA® (design plus words, letters, and/or numbers)	4,405,977	85,795,478	December 5, 2012	September 24, 2013	Live
 BAGGER DAVE'S FRESHLY-CRAFTED BURGER TAVERN EST. 2006 ® (design plus words, letters and/or numbers)	4,529,498	86,081,886	October 3, 2013	May 13, 2014	Live

Mark	Registration Number	Serial Number	Application Date	Registration Date	Status
 <p>BAGGER DAVE'S CRAFT BREWS® (design plus words, letters and/or numbers)</p>	4,529,497	86,081,859	October 3, 2013	May 13, 2014	Live
 <p>BAGGER DAVE'S CRAFT SODA® (design plus words, letters and/or numbers)</p>	4,529,645	86,105,368	October 30, 2013	May 13, 2014	Live
<p>BAGGER DAVE'S FRESH REWARDS® (standard word mark)</p>	4,556,015	86,132,341	December 2, 2013	April 8, 2014	Live
<p>RAILHOUSE THOUSAND ISLAND® (standard word mark)</p>	4,592,685	86,175,931	January 27, 2014	August 26, 2014	Live
<p>BAGGER DAVE'S BURGER TAVERN® (standard word mark)</p>	4,592,975	86,201,978	February 24, 2014	August 26, 2014	Live
 <p>BAGGER DAVE'S BURGER TAVERN® (design plus words, letters and/or numbers)</p>	4,592,978	86,203,386	February 25, 2014	August 26, 2014	Live

Mark	Registration Number	Serial Number	Application Date	Registration Date	Status
FIERY BLEU BUFFALO BURGER® (standard word mark)	4,547,072	86,081,928	October 3, 2013	June 10, 2014	Live
BAGGER BOWLS® (standard word mark)	4,756,068	86,469,734	December 3, 2014	June 16, 2015	Live
INSPIRED BURGERS AND BREWS (standard word mark)		86,038,462	August 15, 2013		Live
 B'LUNCH® (design plus words, letters and/or numbers)	4,747,638	86,421,618	October 13, 2014	June 2, 2015	Live
B'LUNCH® (standard word mark)	4,747,639	86,421,627	October 13, 2014	June 2, 2015	Live