

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM346295

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Grant of Security Interest in Trademarks		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Fogo de Chao (Holdings) Inc.		06/24/2015	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Wells Fargo Bank, National Association, as Administrative Agent		
<b>Street Address:</b>	1808 Aston Avenue, Suite 250		
<b>City:</b>	Carlsbad		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	92008		
<b>Entity Type:</b>	national association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 13</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4586107	BAR FOGO	
<b>Registration Number:</b>	2968381	FOGO	
<b>Registration Number:</b>	4250648	FOGO DE CHÃO	
<b>Registration Number:</b>	4251663	FOGO DE CHÃO	
<b>Registration Number:</b>	2204339	FOGO DE CHAO	
<b>Registration Number:</b>	2170468	FOGO DE CHAO	
<b>Registration Number:</b>	2204333	FOGO DE CHAO	
<b>Registration Number:</b>	2170469	FOGO DE CHAO	
<b>Registration Number:</b>	4335350	FOGO DE CHAO FOGO DE CHÃO CHURRASCARIA B	
<b>Registration Number:</b>	4251664	FOGO DE CHAO FOGO DE CHÃO CHURRASCARIA B	
<b>Registration Number:</b>	2563002		
<b>Registration Number:</b>	2905466		
<b>Registration Number:</b>	2534254	THE GAUCHO WAY OF PREPARING MEAT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>			
<b>Email:</b>	ipdocket@lw.com		
<b>Correspondent Name:</b>	Latham & Watkins LLP		

OP \$340.00 4586107

**Address Line 1:** 650 Town Center Drive, Suite 2000  
**Address Line 4:** Costa Mesa, CALIFORNIA 92626

**ATTORNEY DOCKET NUMBER:** 037216-0027

**NAME OF SUBMITTER:** Rhonda DeLeon

**SIGNATURE:** /Rhonda DeLeon/

**DATE SIGNED:** 06/30/2015

**Total Attachments: 4**

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GRANT OF SECURITY INTEREST  
IN TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which are hereby acknowledged, Fogo de Chão (Holdings) Inc., a Delaware corporation (the “Grantor”), with principal offices at 14881 Quorum Drive, Suite 750, Dallas, Texas 75254, on this \_\_\_ 24<sup>th</sup> day of June, 2015, hereby assigns and grants to WELLS FARGO BANK, NATIONAL ASSOCIATION, as Administrative Agent (the “Grantee”) with principal offices at 1808 Aston Avenue, Suite 250, Carlsbad, California 92008, a security interest in all of the Grantor’s right, title and interest in and to the trademarks, trademark registrations, trademark applications and trademark licenses (the “Marks”) set forth on Schedule A attached hereto and all reissues, extensions or renewals thereof, and the goodwill of the businesses with which the Marks are associated; in each case together with all Proceeds (as such term is defined in the Guaranty and Security Agreement referred to below) of the Marks, and all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT OF SECURITY INTEREST (this “Grant”), is made to secure the satisfactory performance and payment of all the “Secured Obligations” of the Grantor, as such term is defined in the Guaranty and Security Agreement among Grantor, the other grantors from time to time party thereto and the Grantee, dated as of June 24, 2015 (as the same may be amended, restated, modified and/or supplemented from time to time, the “Guaranty and Security Agreement”).

THE SECURITY INTEREST IN THE MARKS BEING GRANTED HEREUNDER SHALL NOT BE CONSTRUED AS AN ABSOLUTE ASSIGNMENT, BUT AS AN ASSIGNMENT TO SECURE GRANTOR’S OBLIGATIONS TO GRANTEE UNDER THE GUARANTY AND SECURITY AGREEMENT.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Guaranty and Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to, and are in addition to, those set forth in the Guaranty and Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Guaranty and Security Agreement, the provisions of the Guaranty and Security Agreement shall govern. This Grant may be executed in counterparts. To the extent applicable, the parties hereto authorize and request that the Commissioner of Patents and Trademarks of the United States record this security interest in the Marks.

The terms of Sections 10.04, 10.05, 10.16 and 10.17 of the Credit Agreement with respect to expenses, indemnity, governing law, submission to jurisdiction, venue and waiver of right to trial by jury are incorporated herein by reference, *mutatis mutandis*.

[SIGNATURES ON THE FOLLOWING PAGE]


IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date referenced above.

FOGO DE CHÃO (HOLDINGS) INC., as Grantor

By: *Lawrence J. Johnson*  
Name: Lawrence J. Johnson  
Title: Chief Executive Officer

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date referenced above.

WELLS FARGO BANK, NATIONAL  
ASSOCIATION  
as Grantee

By:   
Name: Stephen Leon  
Title: Managing Director

SCHEDULE A

<b>Trademark</b>	<b>Appln No.</b>	<b>Reg. No.</b>	<b>Reg. Date</b>	<b>Class</b>	<b>Status</b>
BAR FOGO	86099278	4586107	12-Aug-2014	43	Registered
FOGO	78245834	2968381	12-Jul-2005	43	Registered
FOGO DE CHÃO	85250439	4250648	27-Nov-2012	33	Registered
FOGO DE CHÃO	85975613	4251663	27-Nov-2012	33	Registered
FOGO DE CHAO & Design	75179248	2204339	17-Nov-1998	25	Registered
FOGO DE CHAO & Design	75977083	2170468	30-Jun-1998	42	Registered
FOGO DE CHAO (Stylized)	75169029	2204333	17-Nov-1998	25	Registered
FOGO DE CHAO (Stylized)	75977084	2170469	30-Jun-1998	42	Registered
FOGO DE CHAO FOGO DE CHÃO CHURRASCARIA BRAZILIAN STEAKHOUSE & Design	85250470	4335350	14-May-2013	33	Registered
FOGO DE CHAO FOGO DE CHÃO CHURRASCARIA BRAZILIAN STEAKHOUSE & Design	85975614	4251664	27-Nov-2012	33	Registered
Miscellaneous Design - Building Facade	76026274	2563002	23-Apr-2002	42	Registered
Miscellaneous Design - Skewers and Campfire	76284862	2905466	30-Nov-2004	42	Registered
THE GAUCHO WAY OF PREPARING MEAT	76284863	2534254	29-Jan-2002	42	Registered