

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM352531

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Jack's Family Restaurants, Inc.		07/02/2015	CORPORATION: ALABAMA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Jack's Family Restaurants LP		
<b>Street Address:</b>	124 West Oxmoor Rd.		
<b>City:</b>	Birmingham		
<b>State/Country:</b>	ALABAMA		
<b>Postal Code:</b>	35209		
<b>Entity Type:</b>	LIMITED PARTNERSHIP: DELAWARE		
<b>PROPERTY NUMBERS Total: 9</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	0793082	JACK'S	
<b>Registration Number:</b>	0973045	BIG JACK	
<b>Registration Number:</b>	1002373	JACK'S	
<b>Registration Number:</b>	2438488	EATATJACKS.COM	
<b>Registration Number:</b>	2624814	JACK'S EST. 1960	
<b>Registration Number:</b>	3966673	SHAKE IT UP	
<b>Registration Number:</b>	4111736	JACK'S GIVES BACK	
<b>Registration Number:</b>	4111738	JACK'S	
<b>Registration Number:</b>	4601404	FAN FUEL	
<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>Phone:</b>	205-972-0145		
<b>Email:</b>	kbush@bushlaw.us		
<b>Correspondent Name:</b>	Kenneth M. Bush		
<b>Address Line 1:</b>	PO Box 381146		
<b>Address Line 4:</b>	Birmingham, ALABAMA 35238		
<b>ATTORNEY DOCKET NUMBER:</b>	JACKS CONVERSION		

OP \$240.00 0793082

<b>NAME OF SUBMITTER:</b>	Kenneth M. Bush
<b>SIGNATURE:</b>	/KMB/
<b>DATE SIGNED:</b>	08/25/2015
<b>Total Attachments: 6</b> source=Jacks Family Restaurants - Alabama Statement of Conversion (7-2-15)#page1.tif source=Jacks Family Restaurants - Alabama Statement of Conversion (7-2-15)#page2.tif source=Jacks Family Restaurants - Alabama Statement of Conversion (7-2-15)#page3.tif source=Jacks Family Restaurants - Alabama Statement of Conversion (7-2-15)#page4.tif source=Jacks Family Restaurants - Alabama Statement of Conversion (7-2-15)#page5.tif source=Jacks Family Restaurants - Alabama Statement of Conversion (7-2-15)#page6.tif	

STATE OF ALABAMA

DOMESTIC ENTITY CONVERSION TO REGISTERED FOREIGN ENTITY

PURPOSE: In order to change a domestic entity (any entity formed in Alabama) to a registered foreign entity (an entity formed outside of Alabama and desiring to transact business in Alabama), the entity must deliver the documentation in this form pursuant to 10A-1-8.04(a)(2), Code of Alabama 1975.

INSTRUCTIONS: Mail two (2) signed copies of the completed Conversion/Registration package, the standard filing fee of \$150.00 (filing time is not guaranteed and is dependent on volume and staffing) or the expedited filing fee of \$250.00 (guaranteed processing within approximately 3 days after receipt of filing) payable by credit card, check, or money order to the Secretary of State, Business Services, P.O. Box 5616, Montgomery, Alabama, 36103-5616, and a check or money order made out to the Judge of Probate in the county where the converting/terminating domestic entity's formation documents were recorded (contact the Office of the Judge of Probate for the county fees). The Secretary of State will file, certify, and transmit the copy and funds to the Judge of Probate in accordance with 10A-1-4.02(g). The Conversion/Registration will not be registered if the credit card does not authorize and will be removed from the index if the check is dishonored. If you desire a stamped copy returned to you, supply a third copy and a pre-addressed postage paid return envelope. All instructions are included in this form: cover letters/sheets are not necessary and will not be reviewed.

Alabama Sec. Of State	Entity Change 010-893	D/C	File	\$150.00
	Date	7/02/2015	Ackn	\$100.00
	Time	17:00	Exp	\$250.00
		6 Pg	Total	\$250.00
			08/003	

(For SOS Office Use Only)

The information completing this form must be typed or it will be returned without review. Faxed and emailed transmissions will not be acknowledged, processed, or returned.

1. Information on the converting domestic entity (entity will cease to exist as an Alabama Domestic Entity at conversion/termination):

Alabama Entity ID number of converting entity: 010 - 893 (Format 000-000) \* This is not a tax id number or federal employer id number. This number is required to process the filing.

\*INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM: If you do not have this number immediately available, you may obtain it on our website at www.sos.alabama.gov under the Government Records tab. Click on Business Entity Records, click on Entity Name, enter the registered name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity - this verification step is strongly recommended.

The name of the converting/terminating domestic entity as currently recorded with the Secretary of State of Alabama:

Jack's Family Restaurants, Inc.

This Document was prepared by:

(For County Probate Court Office Use Only)

**DOMESTIC ENTITY CONVERSION TO REGISTERED FOREIGN ENTITY**

County Probate Office in Alabama where the formation documents/articles of this domestic entity were recorded and where the conversion/termination document will be forwarded by SOS: County of Jefferson

**2. Information on the converted foreign entity(formed/created on conversion) – this entity will be registered as an authorized foreign entity in the State of Alabama:**

Converted entity will be (check one):

- |   |   |
|---|---|
| <input type="checkbox"/> Business Corporation                           | <input checked="" type="checkbox"/> Limited Partnership (LP)          |
| <input type="checkbox"/> Nonprofit Corporation                          | <input type="checkbox"/> Limited Liability Limited Partnership (LLLP) |
| <input type="checkbox"/> Professional Corporation (PC)                  | <input type="checkbox"/> Employee Cooperative Corporation             |
| <input type="checkbox"/> Limited Liability Company (LLC)                | <input type="checkbox"/> Real Estate Investment Trust                 |
| <input type="checkbox"/> Registered Limited Liability Partnership (LLP) |   |

**3. The name of the new foreign entity resulting from this conversion:**

Jack's Family Restaurants LP

The name must conform to the name requirements detailed in *Code of Alabama 1975* Title 10A, Chapter 1, Article 5 (see attached filing information sheet for details).

**4. If the name in item number 3 above is identical to the name in item number 1 above, or if only the entity identifier (i.e., Inc., LLC, LP, etc.) changes, no name reservation certificate is required. If, however, the name differs in any way other than the identifier a name reservation certificate issued by the Office of the Alabama Secretary of State must be attached to this filing instrument (Name Reservation can be obtained online under Business Services at [www.sos.alabama.gov](http://www.sos.alabama.gov)).**

**5. Street (No PO Boxes) Address of principal office of new foreign/converted entity: \_\_\_\_\_**

124 W. Oxmoor Road Birmingham, AL 35209

Mailing Address (if different) \_\_\_\_\_

**6. The foreign entity has been filed in the public office of (name of agency and street address):\_\_**

Secretary of State of the State of Delaware, Division of Corporations

401 Federal Street, Suite 4, Dover, DE 19901

of State/Country: Delaware, USA

**DOMESTIC ENTITY CONVERSION TO REGISTERED FOREIGN ENTITY**

7. A certified copy of the filed conversion certificate/formation document for the new jurisdiction must be attached (evidences compliance with 10A-1-8.04(a)(1)). The document must include the formation document for corporations. If the conversion document is filed in the foreign jurisdiction is dated more than one year prior to the filing date/receipt by the Alabama Secretary of State of this document, you must provide a current certificate of existence or good standing if the entity is a Limited Partnership, Limited Liability Partnership, or Limited Liability Limited Partnership.

8. Name of registered agent for service of process in Alabama (must be an individual who is a resident of Alabama or an entity registered to do business in the state and maintaining a physical location within Alabama):\_\_\_\_\_

Individual Name: \_\_\_\_\_ **OR**

Organization/Entity Name: Corporation Service Company

If an organization/entity is indicated you must provide the entity's Alabama Entity ID Number (see page 1 for search instructions or obtain the number from the entity): 895-085 (Format 000-000)

9. Street (No PO Boxes) Address of registered office (**MUST be physically located in Alabama and the location of the registered agent**):

150 South Perry Street, Montgomery, AL 36104

Mailing Address in Alabama (if different)\_\_\_\_\_

10. If the converted entity is one in which one or more owners lack limited liability protection, a statement that each owner of the converting entity who is to become a owner without limited liability protection of the resulting entity has consented in writing to the conversion as required by 10A-1-8.01 is attached.

11. The undersigned certify that the conversion was approved pursuant to *Code of Alabama 1975*, Title 10A, Chapter 1, Article 8 (specifically 10A-1-8.01) and that the information included in or attached to this conversion form are true and correct.

12. The converted foreign entity agrees to promptly pay to dissenting owners of the domestic entity that is a party to the conversion/termination of the domestic entity the amount, if any, to which they are entitled under Alabama Law (*Code of Alabama 1975*, 10A-1-8.04).

13. The converted foreign entity consents that service of process in a proceeding to enforce any obligation or any dissenter's rights of owners of the converted/terminated Alabama domestic entity may be made by registered mail addressed to the principal address of the surviving entity provided in this document or by any method provided by the Alabama Rules of Civil Procedure. Also, any notice or demand required or permitted by law to be served on the domestic entity terminated by this conversion may be served on the surviving or resulting foreign entity by registered mail addressed to the principal office of the surviving entity as provided in this document or in any other manner similar to the procedure provided by the Alabama Rules of Civil Procedures for the process of service.

14. The undersigned certify that signatures are in accordance with the requirements of 10A-1-4.01 of the *Code of Alabama 1975*.

DOMESTIC ENTITY CONVERSION TO REGISTERED FOREIGN ENTITY

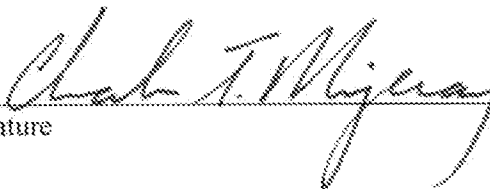
7-2-15

Date

Charles T. Mizareny, President

Typed Name and Title of Signature Below

Signature

A handwritten signature in cursive script, appearing to read "Charles T. Mizareny", written over a horizontal dotted line.

# Delaware

PAGE 1

*The First State*


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF AN ALABAMA CORPORATION UNDER THE NAME OF "JACK'S FAMILY RESTAURANTS, INC." TO A DELAWARE LIMITED PARTNERSHIP, CHANGING ITS NAME FROM "JACK'S FAMILY RESTAURANTS, INC." TO "JACK'S FAMILY RESTAURANTS LP", FILED IN THIS OFFICE ON THE SECOND DAY OF JULY, A.D. 2015, AT 10:13 O'CLOCK A.M.

5778339 8100V

151003858

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2522578

DATE: 07-02-15

TRADEMARK  
REEL: 005607 FRAME: 0508

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A  
LIMITED PARTNERSHIP PURSUANT TO  
SECTION 17-217 OF THE DELAWARE REVISED UNIFORM LIMITED  
PARTNERSHIP ACT

1. The jurisdiction where the Corporation was first formed is Alabama.
2. The jurisdiction immediately prior to filing this Certificate is Alabama.
3. The date the Corporation was first formed is December 5, 1966.
4. The name of the Corporation immediately prior to filing this Certificate is Jack's Family Restaurants, Inc.
5. The name of the Limited Partnership as set forth in the Certificate of Limited Partnership is Jack's Family Restaurants LP.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on the 2<sup>nd</sup> day of July, 2015.

Big Jack Holdings GP LLC,  
a Delaware limited liability company  
Its: General Partner

By: /s/ Matthew Ross  
Name: Matthew Ross  
Its: Vice President and Secretary