

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM367477

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Zaxby's Franchising LLC		12/30/2015	LIMITED LIABILITY COMPANY: GEORGIA
RECEIVING PARTY DATA			
Name:	Wells Fargo Bank, National Association, as Administrative Agent		
Street Address:	1700 Lincoln Street, 3rd Floor		
Internal Address:	Mail Code: C7300-033		
City:	Denver		
State/Country:	COLORADO		
Postal Code:	80203		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 36			
Property Type	Number	Word Mark	
Registration Number:	4804112		
Registration Number:	4840020	LZ	
Registration Number:	4835204	LZ	
Registration Number:	4805330	ZAXBY'S	
Registration Number:	4805305	CHICKENFLAGE	
Registration Number:	4572443	CHECK-IN FOR CHICKEN	
Registration Number:	4568225	ZAXBY'S	
Registration Number:	4619980	ZAXBY'S	
Registration Number:	4650547	THE OFFICIAL CHICKEN OF SPORTS FANZ	
Registration Number:	4090478		
Registration Number:	3783618	KIDZ NIBBLER	
Registration Number:	3572029	NIBBLERZ MEAL	
Registration Number:	3402748	THE ZENSATION	
Registration Number:	3562678	ZAX KIDZ	
Registration Number:	2868595	ZAXBY'S REAL CHICKEN	
Registration Number:	3159709	ZESTABLE DIP	
Registration Number:	2870574	ZAX PAK	
Registration Number:	2752555	ZAPPETIZERS	
TRADEMARK			

OP \$915.00 4804112

Property Type	Number	Word Mark
Registration Number:	2811812	BUFFALO FINGERZ
Registration Number:	2720810	ZALADS
Registration Number:	2653300	TONGUE TORCH
Registration Number:	2728280	KIDDIE CHEESE
Registration Number:	2487337	ZAXBY'S
Registration Number:	2529454	ZAX SNAK
Registration Number:	2563243	ZAX SAUCE
Registration Number:	2596276	KIDDIE FINGER
Serial Number:	86850844	RANCHERO ZALAD
Serial Number:	86568318	ZAXBY'S
Serial Number:	86562983	ZUZY
Serial Number:	86504542	ZUZY
Serial Number:	86411814	
Serial Number:	86297023	ZAXBY'S PROJECT ENCORE SHARING & CARING
Serial Number:	86297022	ZAXBY'S PROJECT ENCORE SHARING & CARING
Serial Number:	86195669	ZAXBY'S PROJECT ENCORE
Serial Number:	86161309	RANCHERO ZALAD
Serial Number:	86120179	ZAXBY'S PROJECT ENCORE

CORRESPONDENCE DATA

Fax Number: 9192868199

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: 919 286-8000

Email: PTO_TMconfirmation@mvalaw.com

Correspondent Name: MOORE & VAN ALLEN PLLC

Address Line 1: 3015 CARRINGTON MILL BOULEVARD

Address Line 2: SUITE 400

Address Line 4: MORRISVILLE, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	040324.134
NAME OF SUBMITTER:	John E. Slaughter
SIGNATURE:	/John E. Slaughter/
DATE SIGNED:	12/30/2015

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of December 30, 2015 (as the same may be amended, modified, restated or supplemented from time to time, the “Agreement”) by and among the Obligors from time to time party thereto (each an “Obligor” and collectively, the “Obligors”) and WELLS FARGO BANK, NATIONAL ASSOCIATION, as Administrative Agent (the “Administrative Agent”) for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the Trademarks and Trademark applications owned by such Obligor and set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the Trademarks and Trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Agreement, (ii) is not to be construed as an assignment of any Trademark or Trademark application, and (iii) shall not include any “intent to use” Trademark applications for which a statement of use has not been filed and accepted (but only until such statement of use is filed and accepted) (but only if the grant of security interest to such “intent to use” Trademark applications could result in the voiding, unenforceability, cancellation or invalidity of such Trademark applications pursuant to 15 U.S.C. § 1060). Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to such terms in the Agreement.

[Signature pages follow.]

Very truly yours,

ZAXBY'S FRANCHISING LLC,
a Georgia limited liability company

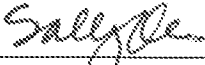
By: 

Name: Tony D. Towaley

Title: Chief Strategy Officer

Acknowledged and Accepted:

WELLS FARGO BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: 

Name: Sally Hoffman

Title: Managing Director

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS
ZAXBY'S FRANCHISING LLC

TRADEMARK

REEL: 005699 FRAME: 0165

Schedule 1

**Zaxby's Franchising LLC
(Georgia Limited Liability Company)**

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
Design Only	4804112	09/01/15
LZ and Design	4840020	10/27/15
LZ	4835204	10/20/15
ZAXBY'S and Design	4805330	09/01/15
CHICKENFLAGE	4805305	09/01/15
CHECK-IN FOR CHICKEN	4572443	07/22/14
ZAXBY'S	4568225	07/15/14
ZAXBY'S	4619980	10/14/14
THE OFFICIAL CHICKEN OF SPORTS FANZ	4650547	12/02/14
Design Only	4090478	01/24/12
KIDZ NIBBLER	3783618	05/04/10
NIBBLERZ MEAL	3572029	02/10/09
THE ZENSATION	3402748	03/25/08
ZAX KIDZ	3562678	01/13/09
ZAXBY'S REAL CHICKEN and Design	2868595	08/03/04
ZESTABLE DIP	3159709	10/17/06
ZAX PAK	2870574	08/03/04
ZAPPETIZERS	2752555	08/19/03
BUFFALO FINGERZ	2811812	02/03/04
ZALADS	2720810	06/03/03
TONGUE TORCH	2653300	11/26/02
KIDDIE CHEESE	2728280	06/17/03
ZAXBY'S	2487337	09/11/01
ZAX SNAK	2529454	01/15/02
ZAX SAUCE	2563243	04/23/02
KIDDIE FINGER	2596276	07/16/02

Pending Applications

Mark	Appl. No.	Filing Date
RANCHERO ZALAD	86850844	12/16/15
ZAXBY'S and Design	86568318	03/18/15
ZUZY and Design	86562983	03/13/15
ZUZY	86504542	01/15/15
Design Only	86411814	10/01/14
ZAXBY'S PROJECT ENCORE SHARING & CARING	86297023	05/31/14
ZAXBY'S PROJECT ENCORE SHARING & CARING and Design	86297022	05/31/14
ZAXBY'S PROJECT ENCORE and Design	86195669	02/17/14
RANCHERO ZALAD	86161309	01/09/14
ZAXBY'S PROJECT ENCORE	86120179	11/15/13