

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM385614

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	05/20/2016

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PIZZA HUT, INC.		05/20/2016	Corporation: CALIFORNIA

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
PIZZA HUT, LLC	05/20/2016	Limited Liability Company: DELAWARE

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	PIZZA HUT, LLC
Street Address:	7100 Corporate Drive
Internal Address:	Legal / Trademarks
City:	Plano
State/Country:	TEXAS
Postal Code:	75024
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 145

Property Type	Number	Word Mark
Registration Number:	852458	
Registration Number:	0729557	
Registration Number:	0729847	PIZZA HUT
Registration Number:	0926516	PIZZA HUT
Registration Number:	1010179	CAVATINI
Registration Number:	1011656	CAVATINI SUPREME
Registration Number:	1028170	PIZZA HUT
Registration Number:	1043014	PIZZA HUT
Registration Number:	1061317	PIZZA HUT
Registration Number:	1067313	PIZZA HUT
Registration Number:	1067350	
Registration Number:	1069731	PIZZA HUT
Registration Number:	1075633	PIZZA HUT

CH \$3640.00 852458

Property Type	Number	Word Mark
Registration Number:	1079511	PIZZA HUT
Registration Number:	1096198	THIN 'N CRISPY
Registration Number:	1116486	
Registration Number:	1400567	PERSONAL PAN PIZZA
Registration Number:	1430605	BOOK IT!
Registration Number:	1443457	PIZZA HUT
Registration Number:	1445612	PIZZA HUT DELIVERY
Registration Number:	1561899	BOOK IT!
Registration Number:	1597695	PEPPERONI LOVER'S
Registration Number:	1598844	CHEESE LOVER'S PLUS
Registration Number:	1613116	SAUSAGE LOVER'S
Registration Number:	1613117	MEAT LOVER'S
Registration Number:	1623896	VEGGIE LOVER'S
Registration Number:	1865062	
Registration Number:	1865063	
Registration Number:	1865064	
Registration Number:	1865065	
Registration Number:	2189991	BOOK IT! BEGINNERS
Registration Number:	2349072	PAN PIZZA
Registration Number:	2357045	PIZZA HUT
Registration Number:	2396061	PIZZA HUT
Registration Number:	2432017	PAN PIZZA
Registration Number:	2439156	PIZZA HUT
Registration Number:	2440574	PIZZA HUT
Registration Number:	2446055	PIZZA HUT
Registration Number:	2446056	PIZZA HUT
Registration Number:	2459365	PIZZA HUT
Registration Number:	2470575	PIZZA HUT
Registration Number:	2505765	PIZZA HUT
Registration Number:	2523071	PIZZA HUT
Registration Number:	2546893	PIZZA HUT
Registration Number:	2576559	PIZZA HUT
Registration Number:	2612905	P'ZONE
Registration Number:	2669238	P'ZONE
Registration Number:	2776883	PIZZA HUT BOOK IT!
Registration Number:	2808934	PH
Registration Number:	2900578	PIZZA HUT EXPRESS
Registration Number:	2916738	

Property Type	Number	Word Mark
Registration Number:	2944049	FAMILY FEEDING FRENZY
Registration Number:	2983961	QUEPAPAS
Registration Number:	3042453	WINGSTREET
Registration Number:	3104971	INSPIRED BY ITALY. SERVED IN YOUR NEIGHB
Registration Number:	3450570	TUSCANI PASTAS
Registration Number:	3540250	WINGSTREET
Registration Number:	3556591	W
Registration Number:	3593665	MIA PIZZA
Registration Number:	3595346	
Registration Number:	3599946	PANORMOUS
Registration Number:	3600033	CHOCOLATE DUNKERS
Registration Number:	3622045	W WINGSTREET
Registration Number:	3693836	W WINGSTREET
Registration Number:	3702983	W
Registration Number:	3707636	TUSCANI
Registration Number:	3747364	THE EDGE
Registration Number:	3772637	THE HUT
Registration Number:	3778950	THE HUT
Registration Number:	3814456	LUNCH IN A CRUNCH!
Registration Number:	3815244	PERSONAL PANORMOUS
Registration Number:	3843410	WING WEDNESDAY
Registration Number:	3911239	BOOK IT! BOUND TOGETHER
Registration Number:	3911255	BOOK IT!
Registration Number:	3973350	UNDER THE ROOF
Registration Number:	3973351	HOT AT THE HUT
Registration Number:	3975582	PIZZA HUT
Registration Number:	3979113	R.E.D. ZONE!
Registration Number:	3990200	REFUSE THE ORDINARY, INFUSE THE FUN
Registration Number:	4006233	CHECK IN AND STAY IN. WE DELIVER!
Registration Number:	4006239	NO MORE TRAVELING TODAY. WE DELIVER!
Registration Number:	4028674	TASTE BUD TESTED WALLET APPROVED
Registration Number:	4049323	LOVER'S
Registration Number:	4060740	R.E.D. ZONE
Registration Number:	4078897	DON'T SKIP THE DIP
Registration Number:	4109971	KNOWING IS GROWING
Registration Number:	4112484	YOUR FAVORITES. YOUR PIZZA HUT.
Registration Number:	4151215	MORE YOU. MORE FUN.
Registration Number:	4151216	MORE YOU. MORE OPPORTUNITY.

Property Type	Number	Word Mark
Registration Number:	4151348	MORE YOU. MORE FLEXIBILITY.
Registration Number:	4151349	MORE YOU. MORE FREEDOM.
Registration Number:	4151350	MORE YOU. MORE DRIVE.
Registration Number:	4151432	BIG VARIETY. BOLD TASTE.
Registration Number:	4151536	TUSCANI PASTA
Registration Number:	4169056	ULTIMATE CHEESE LOVER'S
Registration Number:	4179471	MIGHTY MONDAY
Registration Number:	4179502	CORE AWARD OF EXCELLENCE · CENTER OF RES
Registration Number:	4179548	TASTE THE SWEETER SIDE OF PIZZA HUT
Registration Number:	4243383	MAKE IT GREAT
Registration Number:	4246838	P'ZOLO
Registration Number:	4247291	GET MORE FLAVOR WITH EVERY DIP, DIVE AND
Registration Number:	4258932	SERIOUSLY. SAVORY. SUPREME.
Registration Number:	4272776	THE ECO BOX
Registration Number:	4272777	SERVING PIZZAS. SAVING TREES.
Registration Number:	4272798	SERVING WINGS. SAVING TREES.
Registration Number:	4272799	SERVING PASTAS. SAVING TREES.
Registration Number:	4286349	PIZZAHUT
Registration Number:	4286350	PIZZAHUT
Registration Number:	4286351	PIZZAHUT
Registration Number:	4286352	PIZZAHUT
Registration Number:	4346884	HUT LOVERS
Registration Number:	4353380	PIZZA HUT EXPRESS
Registration Number:	4359003	READ YOUR HEART OUT
Registration Number:	4362269	LEAD LEADING EXCELLENCE AND DEVELOPMENT
Registration Number:	4373551	HAZLO EN GRANDE
Registration Number:	4411238	DIP YOUR WAY TO DELICIOUS
Registration Number:	4415916	CATERING GREAT TIMES
Registration Number:	4415917	CATERING GREAT TIMES
Registration Number:	4422439	SCORE BIG WITH SIDES
Registration Number:	4466597	IT'S ABOUT TO GET REAL KITCHEN FRIED NOT
Registration Number:	4470965	SPARK YOUR GREATNESS
Registration Number:	4528159	PRIMO PERSONAL PIZZA
Registration Number:	4528160	PRIMO PERSONAL PIZZA
Registration Number:	4557718	ORIGINAL STUFFED CRUST
Registration Number:	4609148	BOOK IT!
Registration Number:	4732825	A+ PIZZA
Registration Number:	4808371	FLAVOR PIONEERS

Property Type	Number	Word Mark
Registration Number:	4842380	A+ PERSONAL PIZZA
Registration Number:	4860445	WING-A-PALOOZA
Registration Number:	4864340	BBQ LOVER'S
Registration Number:	4864405	FLAVOR STICKS
Registration Number:	4933408	THE FLAVOR OF NOW
Registration Number:	4952588	BOLD TO THE BONE
Serial Number:	86398283	
Serial Number:	86398296	PIZZA HUT
Serial Number:	86398300	PIZZA HUT
Serial Number:	86398304	PIZZA HUT
Serial Number:	86398327	
Serial Number:	86585186	A+ PIZZ
Serial Number:	86616574	PIZZA HUT SLICE BAR
Serial Number:	86751783	JALAPEÑO LOVER'S
Serial Number:	86806999	\$5 FLAVOR MENU
Serial Number:	86810761	LIFE UNBOXED
Serial Number:	86960113	ANY
Serial Number:	87036532	TRIPLE TREAT BOX

CORRESPONDENCE DATA

Fax Number: 9723387899

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: 972-338-7263

Email: trademarks@yum.com

Correspondent Name: Leanne Stendell

Address Line 1: 7100 Corporate Drive

Address Line 2: Legal / Trademarks

Address Line 4: Plano, TEXAS 75024

NAME OF SUBMITTER:	Leanne Stendell
SIGNATURE:	/Leanne Stendell/
DATE SIGNED:	05/25/2016

Total Attachments: 7

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MAY 20 2016

AGREEMENT OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (the "Agreement") is entered into as of May 6, 2016, by Pizza Hut, Inc., a California corporation ("PHI"), and Pizza Hut, LLC, a Delaware limited liability company ("PH LLC"). *lee*

RECITALS:

WHEREAS, the Sole Member and Manager of PH LLC and the Board of Directors and Shareholders of PHI have resolved that PHI be merged under and pursuant to the Delaware Limited Liability Company Act and California General Corporation Law (the "Laws") into a single limited liability company existing under the law of the State of Delaware, to wit, PH LLC, which shall be the surviving limited liability company (such limited liability company in its capacity as the surviving limited liability company being sometimes referred to herein as the "Surviving Limited Liability Company").

WHEREAS, the Board of Directors and Shareholders of PHI have approved this Agreement.

WHEREAS, PH LLC has approved this Agreement, by execution and approval of PH Holdings, LLC, a Delaware limited liability company ("PH Holdings"), the Sole Member of PH LLC.

WHEREAS, PHI, shall cease to exist upon consummation of the Merger (as defined below).

NOW THEREFORE, the parties to this Agreement hereby agree as follows:

1. **The Merger.** Upon the terms and subject to the conditions hereof, and in accordance with the Laws, PHI shall be merged with and into PH LLC (the "Merger"). Following the Merger, PH LLC shall continue as the Surviving Limited Liability Company under the name Pizza Hut, LLC, the separate existence of PHI shall cease, and PH LLC shall possess all the rights, privileges, powers and franchises of PHI, including all PHI trademarks, and assume all of the liabilities and obligations of PHI.

2. **Status and Conversion of Units.**

(a) **Conversion of Units.** Upon the effectiveness of the Merger, by virtue of the Merger and without any action on the part of the holder thereof:

(b) Each share of stock of PHI issued and outstanding immediately prior to the Effective Time, shall be automatically cancelled and retired without consideration.

(c) Each equity interest of PH LLC outstanding immediately prior to the Effective Time, shall remain active and each holder of a unit which, immediately prior to the Effective Time, represented an equity interest in PH LLC shall have the same rights as a member of PH LLC.

3. **Effective:** The Merger shall become effective upon the date of filing.

4. Certificate of Formation and Limited Liability Company Agreement. Upon consummation of the Merger at the Effective Date the Certificate of Formation and Limited Liability Company Agreement of PH, LLC in effect immediately prior to the Effective Date shall thereafter continue in full force and effect as the Certificate of Formation and Limited Liability Company Agreement of the Surviving Limited Liability Company, until amended or repealed as provided therein or by law.

Pizza Hut, Inc.
a California corporation

By: 
John J. Murphy
Its: Vice President

By: 
Julie L. Shultz
Its: Assistant Secretary

Pizza Hut, LLC
a Delaware limited liability company

By: 
John J. Murphy
Its: Vice President of Pizza Hut Holdings, LLC,
Sole Member Manager of Pizza Hut, LLC

By: 
Julie L. Shultz
Its: Assistant Secretary


Certificate of Approval
of
Agreement of Merger

John J. Murphy, Vice President and Robert Millen certify that:

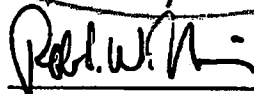
1. They are the Vice President and the Secretary, respectively, of Pizza Hut, Inc. a California corporation.
2. The principal terms of the Agreement of Merger in the form attached were duly approved by the board of directors and by the shareholders of the corporation by a vote that equaled or exceeded the vote required.
3. The shareholder approval was by the holders of 100% of the outstanding shares of the corporation.
4. There is only one class of shares and the number of shares outstanding entitled to vote on the merger is 2,462.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: May 17, 2016



John J. Murphy, Vice President



Robert Millen, Secretary



State of California Secretary of State

OBE MERG

Certificate of Merger

(California Corporations Code sections 1113(g), 3203(g), 6019.1, 8019.1, 8840, 12540.1, 15811.14, 16915(b) and 17710.14)

IMPORTANT - Read all instructions before completing this form.

This Space For Filing Use Only

1. NAME OF SURVIVING ENTITY Pizza Hut, LLC	2. TYPE OF ENTITY LLC	3. CA SECRETARY OF STATE FILE NUMBER N/A	4. JURISDICTION Delaware
5. NAME OF DISAPPEARING ENTITY Pizza Hut, Inc.	6. TYPE OF ENTITY Corporation	7. CA SECRETARY OF STATE FILE NUMBER C0522169	8. JURISDICTION California
9. THE PRINCIPAL TERMS OF THE AGREEMENT OF MERGER WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALLED OR EXCEEDED THE VOTE REQUIRED. (IF A VOTE WAS REQUIRED, SPECIFY THE CLASS AND THE NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE ON THE MERGER AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS. ATTACH ADDITIONAL PAGES, IF NEEDED.)			
SURVIVING ENTITY CLASS AND NUMBER AND PERCENTAGE VOTE REQUIRED Sole Member/Manager 100%		DISAPPEARING ENTITY CLASS AND NUMBER AND PERCENTAGE VOTE REQUIRED Common 2,462 100%	

10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER, CHECK THE APPLICABLE STATEMENT.

No vote of the shareholders of the parent party was required. The required vote of the shareholders of the parent party was obtained.

11. IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, PROVIDE THE REQUISITE CHANGES (IF ANY) TO THE INFORMATION SET FORTH IN THE SURVIVING ENTITY'S ARTICLES OF ORGANIZATION, CERTIFICATE OF LIMITED PARTNERSHIP OR STATEMENT OF PARTNERSHIP AUTHORITY RESULTING FROM THE MERGER. ATTACH ADDITIONAL PAGES, IF NECESSARY.

12. IF A DISAPPEARING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, ENTER THE PRINCIPAL ADDRESS OF THE SURVIVING ENTITY.

PRINCIPAL ADDRESS OF SURVIVING ENTITY CITY AND STATE ZIP CODE

13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED. ATTACH ADDITIONAL PAGES, IF NECESSARY.

14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER

Title 6, Section 18-209 of the Delaware Limited Liability Company Act

15. FUTURE EFFECTIVE DATE, IF ANY

____/____/____ (Month) (Day) (Year)

16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE.

17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

	5/17/16	John J. Murphy, Vice President Pizza Hut Holdings, LLC
SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY	DATE	TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
	5/17/16	John J. Murphy, Vice President
SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY	DATE	TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
	5/17/16	Robert W. Milten, Secretary
SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY	DATE	TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing: _____

OBE MERGER-1 (REV 01/2016) APPROVED BY SECRETARY OF STATE



I hereby certify that the foregoing transcript of 4 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

MAY 23 2016

Date: _____

Alex Padilla

ALEX PADILLA, Secretary of State

TRADEMARK

REEL: 005800 FRAME: 0691

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"PIZZA HUT, INC.", A CALIFORNIA CORPORATION,
WITH AND INTO "PIZZA HUT, LLC" UNDER THE NAME OF "PIZZA HUT, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTIETH DAY OF MAY, A.D. 2016, AT 12:24 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

6002208 8100M
SR# 20163498859

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 202359980
Date: 05-20-16

TRADEMARK
REEL: 005800 FRAME: 0692

**State of Delaware
Certificate of Merger of Foreign Corporation
into Domestic Limited Liability Company**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

First: The name of the surviving Limited Liability Company is Pizza Hut, LLC
_____, a Delaware Limited Liability Company.

Second: The name of the foreign corporation being merged into this surviving Limited Liability Company is Pizza Hut, Inc.
_____.
The jurisdiction in which the foreign corporation was formed is California.

Third: The Agreement of Merger has been approved and executed by each of the constituent entities.

Fourth: The name of the surviving Limited Liability Company is: _____
Pizza Hut, LLC

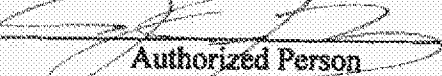
Fifth: The merger is to become effective on May 20, 2016.

Sixth: The Agreement of Merger is on file at _____
7100 Corporate Drive, Plano Texas, 75024

a place of business of the surviving Limited Liability Company.

Seventh: A copy of the Agreement of Merger will be furnished by the surviving Limited Liability Company, on request without cost, to any member or stockholder of the constituent entities.

IN WITNESS WHEREOF, said Limited Liability Company has caused this certificate to be signed by an authorized person, this 6th day of May, A.D. 2016.

By: 

Authorized Person

Name: John J. Murphy, Vice President

Print or Type