

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM401469

|                              |                   |
|------------------------------|-------------------|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT    |
| <b>NATURE OF CONVEYANCE:</b> | Trademark Release |
| <b>SEQUENCE:</b>             | 1                 |

## CONVEYING PARTY DATA

| Name                                      | Formerly | Execution Date | Entity Type       |
|---|----------|----------------|-------------------|
| Credit Suisse, AG, as<br>Collateral Agent |          | 10/05/2016     | Bank: SWITZERLAND |

## RECEIVING PARTY DATA

|                        |                           |
|------------------------|---------------------------|
| <b>Name:</b>           | McCalister's Corporation  |
| <b>Street Address:</b> | 5620 Glenridge Drive N.E. |
| <b>City:</b>           | Atlanta                   |
| <b>State/Country:</b>  | GEORGIA                   |
| <b>Postal Code:</b>    | 30342                     |
| <b>Entity Type:</b>    | Corporation: MISSISSIPPI  |

## PROPERTY NUMBERS Total: 18

| Property Type        | Number  | Word Mark                               |
|----------------------|---------|---|
| Registration Number: | 1943439 | MCALISTERS DELI                         |
| Registration Number: | 2207158 | MCALISTER'S GOURMET DELI                |
| Registration Number: | 2217201 | MCALISTER'S GOURMET DELI                |
| Registration Number: | 2217403 | MCALISTER'S                             |
| Registration Number: | 2335678 | THE BIG NASTY                           |
| Registration Number: | 2335679 | JUSTASPUD                               |
| Registration Number: | 2335772 | MEMPHIAN                                |
| Registration Number: | 3701565 | WHO'S YOUR DELI?                        |
| Registration Number: | 3808174 | LEAVE SWEET TEA TO THE PROS             |
| Registration Number: | 3746590 | TEA FOR TOTS                            |
| Registration Number: | 3536563 | MCALISTER'S DELI                        |
| Registration Number: | 3530628 | MCALISTER'S SELECT                      |
| Registration Number: | 3530625 | MCALISTER'S SELECT                      |
| Registration Number: | 4396789 | MCALISTER'S EXPRESS                     |
| Registration Number: | 4121422 | DELICIOUS IS IN THE DETAILS             |
| Registration Number: | 4324893 | MCALISTER'S EXPRESS                     |
| Registration Number: | 4171244 | GREAT SANDWICHES ARE JUST THE BEGINNING |
| Registration Number: | 4604186 | AMERICAN REGIONAL FAVORITES SERVED WITH |

TRADEMARK

**CORRESPONDENCE DATA****Fax Number:** 8004947512*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:** 202-370-4750**Email:** ipteam@nationalcorp.com**Correspondent Name:** Joanna McCall**Address Line 1:** 1025 Vermont Ave NW, Suite 1130**Address Line 2:** National Corporate Research, LTD**Address Line 4:** Washington, D.C. 20005

|                                |                     |
|--------------------------------|---------------------|
| <b>ATTORNEY DOCKET NUMBER:</b> | F165864 1st Release |
|--------------------------------|---------------------|

|                           |                   |
|---------------------------|-------------------|
| <b>NAME OF SUBMITTER:</b> | Emily Ohannessian |
|---------------------------|-------------------|

|                   |                     |
|-------------------|---------------------|
| <b>SIGNATURE:</b> | /Emily Ohannessian/ |
|-------------------|---------------------|

|                     |            |
|---------------------|------------|
| <b>DATE SIGNED:</b> | 10/10/2016 |
|---------------------|------------|

**Total Attachments: 4**

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**RELEASE OF SECURITY INTEREST IN TRADEMARKS**

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (this “**Release**”), dated as of October 5, 2016, is made in favor of McAlister’s Corporation, a Mississippi corporation (the “**Grantor**”), by Credit Suisse AG, in its capacity as collateral agent pursuant to the Guarantee and Collateral Agreement defined below (in such capacity, the “**Collateral Agent**”) on behalf of the Secured Parties. Capitalized terms used and not defined herein shall have the meanings given such terms in the Guarantee and Collateral Agreement.

WHEREAS, Focus Brands, Inc. (the “**Borrower**”), Focus Brands Holdings Inc., the Lenders party thereto, and the Collateral Agent are parties to a First Lien Credit Agreement dated as of February 21, 2012 (as amended from time to time, the “**Credit Agreement**”), and pursuant to the Credit Agreement, Borrower and the Guarantors party thereto entered into a First Lien Guarantee and Collateral Agreement, dated as of February 21, 2012 (the “**Guarantee and Collateral Agreement**”), in favor of the Collateral Agent;

WHEREAS, pursuant to the Guarantee and Collateral Agreement and certain other Security Documents, the Grantor executed and delivered a Trademark Security Agreement dated as of October 22, 2013 (the “**Trademark Security Agreement**”), which was recorded in the records of the United States Patent and Trademark Office at Trademark Reel 5153/ Frame 0097 on November 13, 2013, pursuant to which the Grantor granted a continuing security interest in the Trademark Collateral (as defined in the Trademark Security Agreement; hereinafter, the “**Trademark Collateral**”), including all of the Grantor’s right, title and interest in, to and under each trademark of the Grantor, and each trademark license to which the Grantor is a party, as listed on Schedule I hereto (the “**Specified Trademarks**”);

WHEREAS, the Grantor has requested that the Collateral Agent deliver this Release; and

WHEREAS, the Collateral Agent has duly authorized the execution and delivery of this Release.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Collateral Agent in its capacity as Collateral Agent and on behalf of the Secured Parties, hereby terminates and releases its security interest in and to, but solely under the Trademark Security Agreement, all of the Grantor’s right, title and interest in, to and under all of the following Collateral:

- a. the Trademark Collateral, including the Specified Trademarks;
- b. all of the goodwill of the business connected with the use of, or symbolized by such Trademark Collateral and Specified Trademarks; and
- c. all proceeds of and revenues from the foregoing, including without limitation, all proceeds of and revenues from any claim by the Grantor against third

parties for past, present or future unfair competition with, or violation of intellectual property rights in connection with or injury to, or infringement or dilution of such Trademark Collateral, including the Specified Trademarks, or for injury to the goodwill associated with any of the foregoing.

Notwithstanding anything to the contrary, nothing herein shall be construed as modifying, terminating or otherwise releasing any security interest granted to the Collateral Agent in, to or under any Collateral (including, for the avoidance of doubt, any Trademarks) under the Guarantee and Collateral Agreement, other than, to the extent granted therein, any security interest in the Specified Trademarks.

This Release shall be construed in accordance with and governed by the laws of the State of New York, without regard to conflict of law principles that would require the application of laws of another jurisdiction.

This Release may be executed in one or more counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Release by signing and delivering one or more of its counterparts.

[Signature page to follow]

IN WITNESS WHEREOF, the Collateral Agent has caused this Release to be duly executed and delivered by its duly authorized officer as of the date and year first above written.

Credit Suisse AG, Cayman Islands Branch

By: 

Name: Robert Hetu

Title: Authorized Signatory

By: 

Name: Nicholas Goss

Title: Authorized Signatory

*[Signature Page to McAlister's Corporation First Lien Trademark Release]*

**TRADEMARK**  
**REEL: 005897 FRAME: 0128**

**SCHEDULE I**

**McAlister's Corporation**

**U.S. TRADEMARK REGISTRATIONS AND APPLICATIONS**

| <b>Trademark</b>                                   | <b>Registration No,</b> | <b>Registration Date</b> |
|--|-------------------------|--------------------------|
| McAlisters Deli                                    | 1,943,439               | 12/26/1995               |
| McAlister's Gourmet Deli                           | 2,207,158               | 12/1/1998                |
| McAlister's Gourmet Deli (stylized)                | 2,217,201               | 1/12/1999                |
| McAlister's (stylized)                             | 2,217,403               | 1/12/1999                |
| The Big Nasty                                      | 2,335,678               | 3/28/2000                |
| Justaspud  | 2,335,679               | 3/28/2000                |
| Memphian   | 2,335,772               | 3/28/2000                |
| Who's your deli?                                   | 3,701,565               | 10/27/2009               |
| Leave sweet tea to the pros                        | 3,808,174               | 6/22/2010                |
| Tea for tots                                       | 3,746,590               | 2/9/2010                 |
| McAlister's Deli (and design)                      | 3,536,563               | 11/25/2008               |
| McAlister's Select (and design)                    | 3,530,628               | 11/11/2008               |
| McAlister's Select                                 | 3,530,625               | 11/11/2008               |
| McAlister's Express (and design)                   | 4,396,789               | 9/3/2013                 |
| Delicious is in the Details                        | 4,121,422               | 4/3/2012                 |
| McAlister's Express                                | 4,324,893               | 4/23/2013                |
| Great Sandwiches Are Just the Beginning            | 4171244                 | 7/10/2012                |
| American Regional Favorites Served<br>With A Smile | 4604186                 | 16-Sep-2014              |