

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM408111

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
FW Royalties Limited Partnership		11/27/2016	Limited Partnership:
RECEIVING PARTY DATA			
Name:	Original Joe's Franchise Group Inc.		
Street Address:	7403 Macleod Trail SW, 2nd Floor		
City:	Calgary		
State/Country:	CANADA		
Postal Code:	T2H0L8		
Entity Type:	Company: CANADA		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	4457275	STATE & MAIN KITCHEN & BAR	
Registration Number:	4457276	STATE & MAIN	
Registration Number:	2955122	BANG ON	
Registration Number:	2998293		
Serial Number:	85358577	ELEPHANT & CASTLE	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Email:	mcoulthart@mccarthy.ca		
Correspondent Name:	Vincent Yip c/o McCarthy Tétrault		
Address Line 1:	745 Thurlow Street, Suite 2400		
Address Line 4:	Vancouver, CANADA V6E0C5		
NAME OF SUBMITTER:	Vincent Kam Sun Yip		
SIGNATURE:	/VincentKamSunYip/		
DATE SIGNED:	12/07/2016		
Total Attachments: 5			
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ASSIGNMENT OF FW RIGHTS

BY:

FW ROYALTIES LIMITED PARTNERSHIP (the “Assignor”), a limited partnership formed under the laws of the Province of British Columbia, and having an office at 902 - 510 Burrard Street, Vancouver, BC V6C 3A8

IN FAVOUR OF:

ORIGINAL JOE’S FRANCHISE GROUP INC. (the “Assignee”), a company continued into the Province of British Columbia and having an office at 2nd Floor, 7403 Macleod Trail SW, Calgary, AB T2H 0L8

NOW THEREFORE, in consideration of the sum of one dollar (\$1.00) and the other consideration as set out in the Acquisition Agreement dated August 31, 2016 by and among the Assignor, the Assignee and Diversified Royalty Corp. (the “**Acquisition Agreement**”), the receipt and sufficiency of which are hereby acknowledged, the Assignor hereby sells, assigns, and transfers to the Assignee all of the Assignor’s right, title and interest in the FW Rights (as such term is defined in the Acquisition Agreement), including, without limitation, (i) the registered and pending trademarks listed in Schedule A attached hereto (the “**Trademarks**”); (ii) all goodwill associated with and symbolized by the Trademarks, copyrights and other intellectual property rights in and to the Trademarks; (iii) the benefit of any and all past use of the Trademarks; (iv) causes of action and rights to remedies enjoyed by the Assignor as owner of the Trademarks (including those arising from past infringement, depreciation, dilution, misappropriation or other unauthorized use of the Trademarks or the goodwill associated therewith); and (v) the rights to bring, defend or continue any court, opposition, expungement, cancellation or similar proceeding relating to the Trademarks or the goodwill associated therewith.

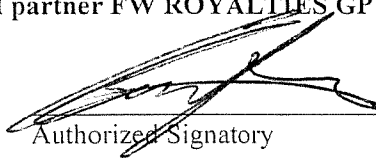
The Assignee appoints Perley-Robertson, Hill & McDougall LLP/s.r.l., whose full post office address in Canada is 1400-340 rue Albert Street, Ottawa, Ontario, K1R 0A5, as the firm to which any notice in respect of this Assignment or any application or registration may be sent and on which service of any proceedings in respect of the Assignment or any application or registration may be given or served with the same effect as if they had been given to or served on the Assignee, applicant or registrant.

[The remainder of the page is intentionally left blank. The signature page follows.]

DATED at Calgary, Alberta, this 27th day of November, 2016.

**FW ROYALTIES LIMITED PARTNERSHIP, by
its general partner FW ROYALTIES GP INC.**

Per:



Authorized Signatory

ORIGINAL JOE'S FRANCHISE GROUP INC.

Per:

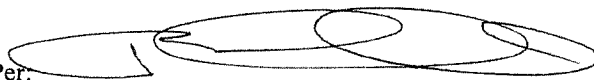
Authorized Signatory

DATED at Vancouver, B.C., this 27th day of November, 2016.

**FW ROYALTIES LIMITED PARTNERSHIP, by
its general partner FW ROYALTIES GP INC.**

Per: _____
Authorized Signatory




ORIGINAL JOE'S FRANCHISE GROUP INC.


Per:  _____
Authorized Signatory

SCHEDULE A



FW Rights

FW Marks – CANADA:

Trademark	Registered (R) or Application	Owner of Trademark	Registration or Application Number
ORIGINAL JOE'S	(R)	FW Royalties Limited Partnership	TMA568783
ORIGINAL JOE'S 	(R)	FW Royalties Limited Partnership	TMA804015
ORIGINAL JOE'S & DESIGN 	(R)	FW Royalties Limited Partnership	TMA575278
DOWN TO EARTH AND DOWN THE STREET	(R)	FW Royalties Limited Partnership	TMA786182
HAUS FRAU	(R)	FW Royalties Limited Partnership	TMA810431
STATE & MAIN	(R)	FW Royalties Limited Partnership	TMA853137
STATE & MAIN 	(R)	FW Royalties Limited Partnership	TMA851468
BANG ON!	(R)	FW Royalties Limited Partnership	TMA643080
ELEPHANT Design	(R)	FW Royalties Limited Partnership	TMA643245

Trademark	Registered (R) or Application	Owner of Trademark	Registration or Application Number
ELEPHANT & DESIGN 	(R)	FW Royalties Limited Partnership	TMA257521
THE ELEPHANT AND CASTLE	(R)	FW Royalties Limited Partnership	TMA222579

FW Marks – UNITED STATES:

Trademark	Registered (R) or Application	Owner of Trademark	Registration or Application Number
STATE & MAIN KITCHEN & BAR 	(R)	FW Royalties Limited Partnership	4457275
STATE & MAIN	(R)	FW Royalties Limited Partnership	4457276
BANG ON	(R)	FW Royalties Limited Partnership	2955122
	(R)	FW Royalties Limited Partnership	2998293
ELEPHANT & CASTLE ¹	(A)	FW Royalties Limited Partnership	85358577

¹ Pending opposition by Elephant & Castle Inc.