

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM425822

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Release of Security Interest in Trademarks		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Cerberus Business Finance, LLC		06/20/2016	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Friendly's IP, LLC		
<b>Street Address:</b>	1855 Boston Road		
<b>City:</b>	Wilbraham		
<b>State/Country:</b>	MASSACHUSETTS		
<b>Postal Code:</b>	01095		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 49</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2471575	BIG-TWO-DO	
<b>Registration Number:</b>	1720549	CANDY SHOPPE SUNDAE	
<b>Registration Number:</b>	3106847	CAMEL FUDGE NUT BLAST	
<b>Registration Number:</b>	2976029	CARB FABULOUS	
<b>Registration Number:</b>	1010077	CLAMBOAT	
<b>Registration Number:</b>	1093903	CLAMBOAT	
<b>Registration Number:</b>	2623028	DESSERT CENTER	
<b>Registration Number:</b>	1015495	FISHAMAJIG	
<b>Registration Number:</b>	1100306	FISHAMAJIG	
<b>Registration Number:</b>	1645426	FORBIDDEN CHOCOLATE	
<b>Registration Number:</b>	3348629	FRESH & FRIENDLY	
<b>Registration Number:</b>	1072831	FRIBBLE	
<b>Registration Number:</b>	1302932	FRIENDLY	
<b>Registration Number:</b>	1302933	FRIENDLY	
<b>Registration Number:</b>	1062852	FRIENDLY	
<b>Registration Number:</b>	1032588	FRIENDLY	
<b>Registration Number:</b>	1162271	FRIENDLY FAMILY RESTAURANTS	
<b>Registration Number:</b>	1039803	FRIENDLY FRANK	
<b>Registration Number:</b>	1062354	FRIENDLY ICE CREAM	
<b>TRADEMARK</b>			

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Property Type	Number	Word Mark
Registration Number:	1704309	FRIENDLY'S
Registration Number:	1597640	FRIENDLY'S
Registration Number:	1030190	FRIENDLY'S BIG BEEF
Registration Number:	1720530	FRIENDLY'S CANDY SHOPPE SUNDAE
Registration Number:	1595593	FRIENDLY'S
Registration Number:	3698332	FRIENDLY'S
Registration Number:	2998509	FRIEND-Z
Registration Number:	1346611	HAPPY ENDING
Registration Number:	3269093	HAZEL 'N JOE
Registration Number:	3505162	HUNKA CHUNKA PB FUDGE
Registration Number:	1642197	JUBILEE ROLL
Registration Number:	2537925	MONSTER MASH SUNDAE
Registration Number:	2989284	NUTS OVER CARAMEL
Registration Number:	3881467	OH, THAT LOOKS GOOD
Registration Number:	3125276	ORANGE CREME ROLL
Registration Number:	3387950	PARTY ROLL
Registration Number:	1925667	PURELY PISTACHIO
Registration Number:	2617891	ROYAL RAZZ
Registration Number:	3038414	SUNDAES TO GO
Registration Number:	3966042	SUNDAEXTREME
Registration Number:	3795323	SUPERMELT
Registration Number:	3036762	TEAM XTREME
Registration Number:	1971123	VIENNA MOCHA CHUNK
Registration Number:	1313682	WATTAMELON ROLL
Registration Number:	3535240	WHERE ICE CREAM MAKES THE MEAL
Registration Number:	3108325	SMOOTH CHURNED
Registration Number:	3243192	DUTCH FUDGE
Serial Number:	85444144	THE NUMERAL 5
Registration Number:	3090332	CHERRY CHOCO LANDSLIDE
Registration Number:	1062350	FRIENDLY

**CORRESPONDENCE DATA**

Fax Number: 2027393001

*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: 202-739-5723

Email: carolyn.himmelfarb@morganlewis.com

Correspondent Name: Carolyn Himmelfarb

Address Line 1: 1111 Pennsylvania Avenue, N.W., Attentio

Address Line 4: Washington, D.C. 20004

**TRADEMARK**

**REEL: 006046 FRAME: 0960**

<b>ATTORNEY DOCKET NUMBER:</b>	020313-0002
<b>NAME OF SUBMITTER:</b>	Carolyn Himmelfarb
<b>SIGNATURE:</b>	/Carolyn Himmelfarb/
<b>DATE SIGNED:</b>	05/02/2017

**Total Attachments: 7**

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**RELEASE OF SECURITY INTEREST IN TRADEMARKS**

**THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS** (this "Release") is made as of June 20, 2016 (the "Effective Date") by **CERBERUS BUSINESS FINANCE, LLC**, a Delaware limited liability company, in its capacity as Collateral Agent for itself and certain lenders (in such capacity, the "Grantee"), in favor of **FRIENDLY'S IP, LLC**, a Delaware limited liability company (the "Grantor").

**WHEREAS**, pursuant to the terms and conditions of that certain Grant of a Security Interest – Trademarks, dated as of April 24, 2012 (the "Trademark Security Agreement"), made by the Grantor in favor of the Grantee, the Grantor granted to the Grantee for the benefit of the Secured Parties (as defined in the Security Agreement referred to in the Trademark Security Agreement), a continuing security interest in and to all of the IP Collateral (as defined in the Trademark Security Agreement), including, without limitation, the trademarks and trademark applications set forth on Schedule A attached hereto (collectively, the "Released Trademark Collateral");

**WHEREAS**, the Trademark Security Agreement was recorded with the United States Patent and Trademark Office (the "USPTO") on April 24, 2012, at Reel/Frame 4763/0083; and

**WHEREAS**, Grantor has requested and Grantee has agreed to provide a document suitable for recording in the USPTO evidencing and effecting the termination, cancellation, release, relinquishment and discharge of its continuing security interest in and to all of the Released Trademark Collateral and the Grantee hereto authorizes and requests the USPTO to record this Release against the Released Trademark Collateral.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantee, without any representation or warranty, and without recourse to Grantee or any Secured Party, hereby (a) terminates the Trademark Security Agreement, (b) terminates, cancels, releases, relinquishes and discharges any and all security interests it has in and to all of the Released Trademark Collateral, including, without limitation, (i) the trademarks and trademark applications set forth on Schedule A and (ii) all goodwill of the business connected with the use of, and symbolized by, each trademark and trademark application set forth on Schedule A and (c) reassigns to the Grantor any and all such right, title and interest in and to the Released Trademark Collateral.

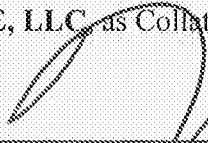
For the avoidance of doubt, nothing in this Release shall be deemed a representation or warranty with respect to the Released Trademark Collateral, the Grantor's or the Grantee's right, title or interest therein or thereto, or the release or reassignment granted herein, and neither the Grantor nor any other third party shall have any recourse against the Collateral Agent or any Secured Party, in any way in connection with the Released Trademark Collateral or this Release.

\* \* \* \* \*

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IN WITNESS WHEREOF, Grantee has caused this Release to be executed by its duly authorized representative as of the Effective Date.

CERBERUS BUSINESS  
FINANCE, LLC as Collateral Agent

By:   
Name: Daniel E. Wolf  
Title: President

*[Signature Page to Release of Security Interest In Trademarks]*

TRADEMARK  
REEL: 006046 FRAME: 0963

SCHEDULE A TO RELEASE OF SECURITY INTEREST IN TRADEMARKS

**U.S. TRADEMARK REGISTRATIONS:**

<u>OWNER</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>	<u>REGISTRATION NUMBER</u>	<u>REGISTRATION DATE</u>	<u>TRADEMARK</u>
Friendly's IP, LLC	76079809	6/28/2000	2,471,575	7/24/2001	BIG-TWO-DO
Friendly's IP, LLC	74227656	12/3/1991	1,720,549	9/29/1992	CANDY SHOPPE SUNDAE
Friendly's IP, LLC	78670143	7/14/2005	3,106,847	6/20/2006	CARAMEL FUDGE NUT BLAST
Friendly's IP, LLC	78407901	4/26/2004	2,976,029	7/26/2005	CARB FABULOUS
Friendly's IP, LLC	78642860	6/3/2005	3,090,332	5/9/2006	CHERRY CHOCO LANDSLIDE
Friendly's IP, LLC	73017021	3/25/1974	1,010,077	5/6/1975	CLAMBOAT
Friendly's IP, LLC	73137580	8/15/1977	1,093,903	6/20/1978	CLAMBOAT
Friendly's IP, LLC	76061760	6/2/2000	2,623,028	9/24/2002	DESSERT CENTER
Friendly's IP, LLC	73020550	5/3/1974	1,015,495	7/8/1975	FISHAMAJIG
Friendly's IP, LLC	73137579	8/15/1977	1,100,306	8/22/1978	FISHAMAJIG
Friendly's IP, LLC	74055140	5/2/1990	1,645,426	5/21/1991	FORBIDDEN CHOCOLATE
Friendly's IP, LLC	78961412	8/28/2006	3,348,629	12/4/2007	FRESH & FRIENDLY
Friendly's IP, LLC	73113074	1/19/1977	1,072,831	9/6/1977	FRIBBLE
Friendly's IP, LLC	73394347	9/29/1982	1,302,932	10/30/1984	FRIENDLY
Friendly's IP, LLC	73394348	9/29/1982	1,302,933	10/30/1984	FRIENDLY
Friendly's IP, LLC	73061201	8/25/1975	1,062,852	4/5/1977	FRIENDLY
Friendly's IP, LLC	73045450	2/28/1975	1,032,588	2/3/1976	FRIENDLY (SCRIPT)
Friendly's IP, LLC	73052896	5/21/1975	1,062,350	3/29/1977	FRIENDLY (SCRIPT)
Friendly's IP, LLC	73183030	8/21/1978	1,162,271	7/21/1981	FRIENDLY FAMILY RESTAURANTS
Friendly's IP, LLC	73048689	4/7/1975	1,039,803	5/18/1976	FRIENDLY FRANK

<u>OWNER</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>	<u>REGISTRATION NUMBER</u>	<u>REGISTRATION DATE</u>	<u>TRADEMARK</u>
Friendly's IP, LLC	73078801	3/1/1976	1,062,354	3/29/1977	FRIENDLY ICE CREAM
Friendly's IP, LLC	74106499	10/16/1990	1,704,309	7/28/1992	FRIENDLY'S
Friendly's IP, LLC	73783128	2/27/1989	1,597,640	5/22/1990	FRIENDLY'S (BLOCK)
Friendly's IP, LLC	73030318	8/23/1974	1,030,190	1/13/1976	FRIENDLY'S BIG BEEF
Friendly's IP, LLC	74196174	7/11/1991	1,720,530	9/29/1992	FRIENDLY'S CANDY SHOPPE SUNDAE
Friendly's IP, LLC	73783129	2/27/1989	1,595,593	5/8/1990	FRIENDLY'S (SCRIPT)
Friendly's IP, LLC	77699630	3/26/2009	3,698,332	10/20/2009	FRIENDLY'S BUILDING (CARTOON IMAGE)
Friendly's IP, LLC	75804057	9/20/1999	2,998,509	9/20/2005	FRIEND-Z
Friendly's IP, LLC	73483946	6/7/1984	1,346,611	7/2/1985	HAPPY ENDING
Friendly's IP, LLC	78431771	6/8/2004	3,269,093	7/24/2007	HAZEL 'N JOE
Friendly's IP, LLC	77419481	3/12/2008	3,505,162	9/23/2008	HUNKA CHUNKA PB FUDGE
Friendly's IP, LLC	74055525	5/2/1990	1,642,197	4/23/1991	JUBILEE ROLL
Friendly's IP, LLC	76116951	8/24/2000	2,537,925	2/12/2002	MONSTER MASH SUNDAE
Friendly's IP, LLC	78407874	4/26/2004	2,989,284	8/30/2005	NUTS OVER CARAMEL
Friendly's IP, LLC	77904884	1/5/2010	3,881,467	11/23/2010	OH, THAT LOOKS GOOD
Friendly's IP, LLC	76061761	6/2/2000	3,125,276	8/8/2006	ORANGE CRÈME ROLL
Friendly's IP, LLC	77159145	4/18/2007	3,387,950	2/26/2008	PARTY ROLL
Friendly's IP, LLC	74482158	1/24/1994	1,925,667	10/10/1995	PURELY PISTACHIO
Friendly's IP, LLC	76307224	8/30/2001	2,617,891	9/10/2002	ROYAL RAZZ
Friendly's IP, LLC	78406460	4/22/2004	3,038,414	1/3/2006	SUNDAES TO GO

<u>OWNER</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>	<u>REGISTRATION NUMBER</u>	<u>REGISTRATION DATE</u>	<u>TRADEMARK</u>
Friendly's IP, LLC	85138666	9/27/2010	3,966,042	5/24/2011	SUNDAEXTREME (block letters)
Friendly's IP, LLC	77898820	12/22/2009	3,795,323	5/25/2010	SUPERMELT
Friendly's IP, LLC	78410528	4/29/2004	3,036,762	12/27/2005	TEAM XTREME
Friendly's IP, LLC	74641310	3/1/1995	1,971,123	4/30/1006	VIENNA MOCHA CHUNK
Friendly's IP, LLC	73394345	9/29/1982	1,313,682	1/8/1985	WATTAMELON ROLL
Friendly's IP, LLC	77383831	1/30/2008	3,535,240	11/18/2008	WHERE ICE CREAM MAKES THE MEAL
Friendly's IP, LLC	78631190	5/17/2005	3,108,325	6/20/2006	SMOOTH CHURNED
Friendly's IP, LLC	78961411	8/28/2006	3,243,192	5/15/2007	DUTCH FUDGE

**U.S. TRADEMARK APPLICATIONS:**

<u>OWNER</u>	<u>APPLICATION NUMBER</u>	<u>FILING DATE</u>	<u>TRADEMARK</u>
Friendly's IP, LLC	85/444,144	10/11/2011	High Five Design

**STATE TRADEMARK REGISTRATIONS AND APPLICATIONS:**

<u>OWNER</u>	<u>STATE</u>	<u>REGISTRATION NUMBER</u>	<u>REGISTRATION DATE</u>	<u>TRADEMARK</u>
Friendly's IP, LLC	OHIO	9345	7/8/1981	FRESH 'N FRIENDLY
Friendly's IP, LLC	OHIO	9346	7/8/1981	FRESH 'N FRIENDLY
Friendly's IP, LLC	OHIO	4135	7/8/1981	FRESH 'N FRIENDLY
Friendly's IP, LLC	OHIO	4136	7/8/1981	FRESH 'N FRIENDLY



<u>OWNER</u>	<u>STATE</u>	<u>REGISTRATION NUMBER</u>	<u>REGISTRATION DATE</u>	<u>TRADEMARK</u>
Friendly's IP, LLC	OHIO	3554	3/20/1980	FRIENDLY FAMILY RESTAURANTS
Friendly's IP, LLC	OHIO	3555	3/20/1980	FRIENDLY RESTAURANTS
Friendly's IP, LLC	NEW HAMPSHIRE		6/29/1977	FRIENDLY
Friendly's IP, LLC	NEW HAMPSHIRE		6/29/1977	FRIENDLY
Friendly's IP, LLC	NEW HAMPSHIRE		6/29/1977	FRIENDLY
Friendly's IP, LLC	NEW HAMPSHIRE		6/29/1977	FRIENDLY FINE FOOD & ICE CREAM
Friendly's IP, LLC	OHIO	1980	7/30/1974	CLAMBOAT
Friendly's IP, LLC	OHIO	6828	3/13/1973	SHERBETS THREE
Friendly's IP, LLC	DELAWARE	197165819	5/18/1971	BIG BEEF
Friendly's IP, LLC	VERMONT	4447	5/5/1971	BIG BEEF
Friendly's IP, LLC	NEW YORK	R11853	1/22/1969	BIG BEEF
Friendly's IP, LLC	NEW HAMPSHIRE		10/18/1965	BIG BEEF
Friendly's IP, LLC	OHIO	7147		FISHAMAJIG
Friendly's IP, LLC	OHIO	7148		FRIENDLY ICE CREAM
Friendly's IP, LLC	OHIO	7149		FRIBBLE
Friendly's IP, LLC	OHIO	7150		FRIENDLY'S BIG BEEF
Friendly's IP, LLC	NEW JERSEY	311		FRIENDLY'S BIG BEEF

<u>OWNER</u>	<u>STATE</u>	<u>REGISTRATION NUMBER</u>	<u>REGISTRATION DATE</u>	<u>TRADEMARK</u>
Friendly's IP, LLC	NEW JERSEY	63		CLAMBOAT
Friendly's IP, LLC	OHIO	8044		FRIENDLY
Friendly's IP, LLC	NEW JERSEY	16365		FRIENDLY
Friendly's IP, LLC	OHIO	2046		FRIENDLY ICE CREAM
Friendly's IP, LLC	OHIO	2159		FRIENDLY FINE FOOD & ICE CREAM
Friendly's IP, LLC	NEW JERSEY	298		FRIENDLY ICE CREAM
Friendly's IP, LLC	OHIO	2775		FRIENDLY
Friendly's IP, LLC	OHIO	2756		FRIENDLY