

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM452751

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Texas Taco Cabana, L.P.		11/30/2017	Limited Partnership: TEXAS
RECEIVING PARTY DATA			
Name:	JPMorgan Chase Bank, N.A., as Administrative Agent		
Street Address:	2200 Ross Avenue		
Internal Address:	8th Floor		
City:	DALLAS		
State/Country:	TEXAS		
Postal Code:	75201		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 23			
Property Type	Number	Word Mark	
Registration Number:	3579446	CABANA BOWL	
Registration Number:	4089684	CABANA COMBOS	
Registration Number:	4556818	CABANA GRILL	
Registration Number:	4544454	CABANA GRILL A TASTE OF MEXICO	
Registration Number:	2199595	CABANA KIDS	
Registration Number:	2243432	CABANA KIDS	
Registration Number:	3575538	CABANA RITA	
Registration Number:	3579447	FAJITA CABANA BOWL	
Registration Number:	2327077		
Registration Number:	2286036		
Registration Number:	4263571	TACO CABANA	
Registration Number:	1581970	TACO CABANA	
Registration Number:	4156502	TACO CABANA CHIPS IN	
Registration Number:	4104355	TACO CABANA RAPIDO	
Registration Number:	1726537	THE ORIGINAL TACO CABANA MEXICAN PATIO C	
Registration Number:	1978002	THE ORIGINAL TACO CABANA MEXICAN PATIO C	
Registration Number:	4104353	THE ORIGINAL TACO CABANA MEXICAN PATIO C	
Registration Number:	1978245	THE ORIGINAL TACO CABANA TEX-MEX PATIO C	

CH \$590.00 3579446

Property Type	Number	Word Mark
Registration Number:	5267891	THE ORIGINAL MEXICAN HOT SAUCE
Serial Number:	87422743	CABANA BOX
Serial Number:	87102046	CABANA CARES
Serial Number:	87102084	CABANA CARES TAKING ACTION TO CARE FOR O
Serial Number:	87068966	THE ORIGINAL MEXICAN HOT SAUCE

CORRESPONDENCE DATA

Fax Number: 2147455390

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: 214-745-5226

Email: AWALKER@WINSTEAD.COM

Correspondent Name: Andrea Walker, Winstead PC

Address Line 1: P. O. Box 131851

Address Line 4: DALLAS, TEXAS 75313-1851

ATTORNEY DOCKET NUMBER: 13312-638tmsaTxTacoCabaLP

NAME OF SUBMITTER: ANDREA WALKER

SIGNATURE: /Andrea Walker/

DATE SIGNED: 11/30/2017

Total Attachments: 16

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November 30, 2017

TRADEMARK SECURITY AGREEMENT

WHEREAS, TEXAS TACO CABANA, L.P., a Texas limited partnership ("Grantor"), owns the Trademarks and trademark applications listed on Schedule 1 annexed hereto, and is a party to the IP Licenses listed on Schedule 1 annexed hereto; and

WHEREAS, pursuant to the terms of the Pledge and Security Agreement dated as of November 30, 2017 (as said Agreement may be amended and in effect from time to time, the "Security Agreement"; terms used herein but not defined herein shall have the meanings given to them in the Security Agreement), among Fiesta Restaurant Group, Inc. (the "Borrower"), certain subsidiaries of the Borrower, and JPMorgan Chase Bank, N.A., as administrative agent ("Secured Party"), Grantor has granted to Secured Party a security interest in substantially all the assets of Grantor including all right, title and interest of Grantor in, to and under all now owned by or owing to, and hereafter acquired Trademarks, trademark registrations, trademark applications and IP Licenses, together with the goodwill of the business symbolized by Grantor's trademarks, and all proceeds thereof, to secure the payment of all Secured Obligations;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor does hereby grant to Secured Party a continuing security interest in all of Grantor's right, title and interest in, to and under the following (all of the following items or types of property being herein collectively referred to as the "Trademark Collateral"), whether presently existing or hereafter created or acquired:

- (1) all rights, title and interests (and all related IP Ancillary Rights) arising under any Requirement of Law in or relating to trademarks, trade names, corporate names, company names, business names, fictitious business names, trade styles, service marks, logos and other source or business identifiers and, in each case, all goodwill associated therewith, all registrations and recordations thereof and all applications in connection therewith (the "Trademarks"), each of which is set forth herein on Schedule 1 annexed hereto;
- (2) each IP License and all of the goodwill of the business connected with the use of, and symbolized by, each trademark license, including, without limitation, each IP License referred to in Schedule 1 annexed hereto; and
- (3) all accessions to, substitutions for and replacements, proceeds (including Stock Rights), insurance proceeds and products of the foregoing, together with all books and records, customer lists, credit files, computer files, programs, printouts and other computer materials and records related thereto and any General Intangibles at any time evidencing or relating to any of the foregoing.

This security interest is granted in conjunction with the security interests granted to Secured Party pursuant to the Security Agreement. Grantor hereby acknowledges and affirms that the rights and remedies of Secured Party with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

[Signatures On Following Page]

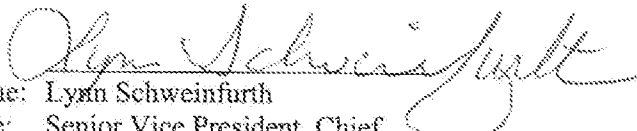
IN WITNESS WHEREOF, Grantor has caused this Trademark Security Agreement to be duly executed by its duly authorized officer thereunto as of the first date written above.

Acknowledged:

GRANTOR:

TEXAS TACO CABANA, L.P.,

By: T.C. Management, Inc.,
its general partner

By: 
Name: Lynn Schweinfurth
Title: Senior Vice President, Chief
Financial Officer and Treasurer

SECURED PARTY:

JPMORGAN CHASE BANK, N.A., as
administrative agent

By: Heather E. Aguilar
Name: Heather E. Aguilar
Title: Vice President


Schedule 1
to Trademark
Security Agreement

TRADEMARKS

Mark	Registered Owner	Nature of Debtor's Interest (e.g. owner, licensee)	App. No.	Reg. No.	Class	Goods or Services Covered	Date of Application	Date of Registration	Country of Application
CABANA BOWL	Texas Taco Cabana, L.P.	Owner	77/504,795	3,579,446	30	Prepared food for consumption on or off premises, namely, a taco shell filled primarily with meat, rice and bean	06/21/2008	02/24/2009	United States
CABANA COMBOS	Texas Taco Cabana, L.P.	Owner	85066461	4089684	(Int'l Class: 30)	(Int'l Class: 30) prepared meals consisting primarily of fajitas or tacos and a drink for consumption on or off premises (Int'l Class: 32) soft drinks offered alongside prepared meals consisting primarily of fajitas or tacos for consumption on or off premises	06/18/2010	01/24/2012	United States


TRADEMARK


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Mark	Registered Owner	Nature of Debtor's Interest (e.g. owner, licensee)	App. No.	Reg. No.	Class	Goods or Services Covered	Date of Application	Date of Registration	Country of Application
CABANA GRILL	Texas Taco Cabana, L.P.	Owner	85/830,543	4,556,818	43	Restaurant services	01/23/2013	01/24/2014	United States
CABANA GRILL A TASTE OF MEXICO and Design 	Texas Taco Cabana, L.P.	Owner	85/830,554	4,544,454	43	Restaurant services	01/23/2013	06/03/2014	United States
CABANA KIDS	Texas Taco Cabana, L.P.	Owner	75/311,747	2,199,595	30	Children's prepared meals consisting primarily of meat tacos or quesadillas and prepared and sold in fast-food restaurants specializing in Mexican fare	06/19/1997	10/27/1998	United States
CABANA KIDS	Texas Taco Cabana, L.P.	Owner	75/277,352	2,243,432	28	Toys, namely, action figures, yo-yos, flying discs for throwing; sporting goods,	04/18/1997	05/04/1999	United States



TRADEMARK

REEL: 006218 FRAME: 0073

Mark	Registered Owner	Nature of Debtor's Interest (e.g. owner, licensee)	App. No.	Reg. No.	Class	Goods or Services Covered	Date of Application	Date of Registration	Country of Application
						namely, soft baseballs, beach balls and rubber action balls that glow in the dark			
CABANA RITA	Texas Taco Cabana, L.P.	Owner	77/504,803	3,575,538	33	Prepared alcoholic beverage, namely, a prepared alcoholic cocktail	06/21/12 008	02/17/20 09	United States
FAJITA CABANA BOWL	Texas Taco Cabana, L.P.	Owner	77/504,798	3,579,447	30	Prepared food for consumption on or off the premises, namely, a taco shell filled primarily with meat, rice and beans	06/21/12 008	02/24/20 09	United States
Miscellaneous Design	Texas Taco Cabana, L.P.	Owner	75/281,363	2,327,077	42	Restaurant services	04/24/11 997	03/07/20 00	United States
									

Mark	Registered Owner	Nature of Debtor's Interest (e.g. owner, licensee)	App. No.	Reg. No.	Class	Goods or Services Covered	Date of Application	Date of Registration	Country of Application
Miscellaneous Design 	Texas Taco Cabana, L.P.	Owner	75/281,359	2,286,036	28	Toys, namely, action figures, yo-yos, flying disks for throwing	04/24/1997	10/12/1999	United States
TACO CABANA	Texas Taco Cabana, L.P.	Owner	85/531,206	4,263,571	43	Fast food restaurant specializing in mexican food	02/01/2012	12/25/2012	United States
TACO CABANA (Stylized) *****	Texas Taco Cabana, L.P.	Owner	73/748,887	1,581,970	42	Fast food, restaurant services specializing in Mexican food	08/29/1988	02/6/1990	United States
TACO CHIPS IN CABANA	Texas Taco Cabana, L.P.	Owner	85/236,956	4,156,502	43	Fast food restaurant specializing in Mexican food	02/8/2011	06/12/2012	United States
TACO CABANA RAPIDO	Texas Taco Cabana, L.P.	Owner	85/234,080	4,104,355	43	Fast food restaurant specializing in Mexican food	02/4/2011	02/28/2012	United States

Mark	Registered Owner	Nature of Debtor's Interest (e.g. owner, licensee)	App. No.	Reg. No.	Class	Goods or Services Covered	Date of Application	Date of Registration	Country of Application
 <p>THE ORIGINAL TACO CABANA MEXICAN PATIO CAFE & Design</p>	Texas Taco Cabana, L.P.	Owner	74/238,347	1,726,537	42	Fast food, restaurant services, specializing in mexican food	01/17/1992	10/20/1992	United States
 <p>THE ORIGINAL TACO CABANA MEXICAN PATIO CAFE & Design</p>	Texas Taco Cabana, L.P.	Owner	74/645,225	1,978,002	30	Prepared foods in the nature of Mexican cuisine, for consumption on or off premises, namely beef and chicken fajitas; bean and cheese, beef, and cheese nachos; cheese, beef, and chicken enchiladas; chicken, beef, fajita, carne quisada, and bean and cheese tacos; beef, chicken, and bean and cheese burritos; chorizo and egg, bacon, sausage, potato, bean and cheese, and barbacoa breakfast tacos; bean	03/10/1995	06/4/1999	United States

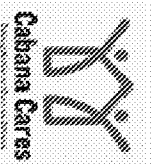
Mark	Registered Owner	Nature of Debtor's Interest (e.g. owner, licensee)	App. No.	Reg. No.	Class	Goods or Services Covered	Date of Application	Date of Registration	Country of Application
THE ORIGINAL TACO CABANA MEXICAN PATIO CAFE RAPIDO & Design	Texas Taco Cabana, L.P.	Owner	85/234,033	4,104,353	43	and cheese chalupas; pancakes; spanish rice, tortillas, coffee, and tea	02/4/2011	02/28/2012	United States
 THE ORIGINAL TACO CABANA TEX-MEX PATIO CAFE & Design	Texas Taco Cabana, L.P.	Owner	74/680,206	1,978,245	42	Restaurant services, specializing in Mexican food	05/26/1995	06/04/1996	United States
 THE ORIGINAL MEXICAN HOT SAUCE	Texas Taco Cabana, L.P.	Owner	87/014,145	5,267,891	30	hot sauce	04/26/2016	08/15/2017	United States

TRADEMARK APPLICATIONS

Mark	Registered Owner	Nature of Debtor's Interest (e.g. owner, licensee)	App. No.	Reg. No.	Class	Goods or Services Covered	Date of Application	Status	Country of Application
CABANA BOX	Texas Taco Cabana, L.P.	Owner	87/422,743	N/A	30	Prepared foods in the nature of Mexican cuisine, for consumption on or off premises, namely, a combination of chicken, beef, fajita, carne quisada, and bean and cheese tacos; chips and queso	04/24/2017	Pending	United States
CABANA CARES	Texas Taco Cabana, L.P.	Owner	87/1102,046	N/A	35	Charitable services, namely, organizing and	07/13/2016	Pending	United States

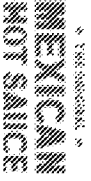
Mark	Registered Owner	Nature of Debtor's Interest (e.g. owner, licensee)	App. No.	Reg. No.	Class	Goods or Services Covered	Date of Application	Status	Country of Application
						coordinating the procurement of food and food vouchers from donors and the general public to various charitable organizations, organizing and coordinating the procurement of food and food vouchers during times of crisis or natural disaster from donors and the general public to			

Mark	Registered Owner	Nature of Debtor's Interest (e.g. owner, licensee)	App. No.	Reg. No.	Class	Goods or Services Covered	Date of Application	Status	Country of Application
						first responders and those in need; providing volunteer assistance to various charitable organizations during times of crisis or natural disaster, namely, organizing and conducting volunteer programs (Intl Class: 36) charitable fundraising services for charitable organizations by means			

Mark	Registered Owner	Nature of Debtor's Interest (e.g. owner, licensee)	App. No.	Reg. No.	Class	Goods or Services Covered	Date of Application	Status	Country of Application
CABANA CARES TAKING ACTION TO CARE FOR OTHERS and Design	Texas Taco Cabana, L.P.	Owner	87/1102,084	N/A	35	Charitable services, namely, organizing and coordinating the procurement of food and food vouchers from donors and the general public to various charitable organization	07/13/2016	Pending	United States
						of providing food, food vouchers, and fundraising programs for third-party fundraising efforts			

Mark	Registered Owner	Nature of Debtor's Interest (e.g., owner, licensee)	App. No.	Reg. No.	Class	Goods or Services Covered	Date of Application	Status	Country of Application
						s, organizing and coordinating the procurement of food and food vouchers during times of crisis or natural disaster from donors and the general public to first responders and those in need; providing volunteer assistance to various charitable organizations and during times of crisis or natural			

Mark	Registered Owner	Nature of Debtor's Interest (e.g. owner, licensee)	App. No.	Reg. No.	Class	Goods or Services Covered	Date of Application	Status	Country of Application
THE ORIGINAL MEXICAN HOT SAUCE and	Texas Taco Cabana, L.P.	Owner	87/068,966	N/A	30	Hot sauce disaster, namely, organizing and conducting volunteer programs (Int'l Class: 36) charitable fundraising services for charitable organizations by means of providing food, food vouchers, and fundraising programs for third-party fundraising efforts	07/13/2016	Pending	United States

Mark	Registered Owner	Nature of Debtor's Interest (e.g. owner, licensee)	App. No.	Reg. No.	Class	Goods or Services Covered	Date of Application	Status	Country of Application
 <p>THE ORIGINAL MEXICAN HOT SAUCE</p>									
Design									

TRADEMARK

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RECORDED: 11/30/2017