

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM462417

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
RAVEN ASSET-BASED OPPORTUNITY FUND III LP		02/16/2018	Limited Partnership: DELAWARE

RECEIVING PARTY DATA

Name:	MAC ACQUISITION IP LLC
Street Address:	9900 WESTPARK DR., STE 300
City:	HOUSTON
State/Country:	TEXAS
Postal Code:	77063
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	3381627	A FRESH TRANSLATION OF ITALIAN.
Registration Number:	5105025	CALZONETTO
Registration Number:	2257320	CHEESEOLI
Registration Number:	4487956	MACARONI GRILL
Registration Number:	2259587	MACARONI GRILL
Registration Number:	2249559	PENNE RUSTICA
Registration Number:	3381639	ROMANO'S MACARONI GRILL
Registration Number:	5248701	ROMANO'S MACARONI GRILL
Registration Number:	3701361	ROMANO'S MACARONI GRILL
Registration Number:	3309271	THAT'S SO MACARONI

CORRESPONDENCE DATA

Fax Number:

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: 2122942684

Email: trademarkny@winston.com

Correspondent Name: Lauryn E. May

Address Line 1: 200 Park Avenue

CH \$265.00 3381627

Address Line 2: Winston & Strawn LLP
Address Line 4: New York, NEW YORK 10166

ATTORNEY DOCKET NUMBER: 201141.3

NAME OF SUBMITTER: Lauryn May

SIGNATURE: /Lauryn May by trademarkny/

DATE SIGNED: 02/16/2018

Total Attachments: 4

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RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

This **RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY** (the “**Release**”) is made as of February 15, 2018, by **RAVEN ASSET-BASED OPPORTUNITY FUND III LP**, as collateral agent for the Secured Parties (as defined in the Security Agreement referred to below) (in such capacity, the “**Collateral Agent**”), in favor of **MAC ACQUISITION IP LLC** (the “**Grantor**”).

W I T N E S S E T H

WHEREAS, pursuant to (i) that certain Pledge and Security Agreement, dated as of October 20, 2017, by and among the Grantor, the other grantors party thereto and the Collateral Agent (as heretofore amended, supplemented or otherwise modified, the “**Security Agreement**”) and (ii) that certain Intellectual Property Security Agreement, dated as of October 20, 2017, by and between the Grantor and the Collateral Agent (the “**Intellectual Property Security Agreement**”; all capitalized terms used herein but not otherwise defined shall have the meanings set forth in the Intellectual Property Security Agreement), the Grantor granted the Collateral Agent a security interest in and continuing lien on all of Grantor’s right, title and interest in, to and under the Trademarks, including, without limitation, those identified on Schedule A attached hereto (the “**Trademark Security Interest**”);

WHEREAS, the Intellectual Property Security Agreement was recorded with the United States Patent and Trademark Office on October 20, 2017 at Reel 6186, Frame 0842;

WHEREAS, the Grantor has satisfied in full the terms of the Security Agreement and Intellectual Property Security Agreement and requests a release of the Trademark Security Interest; and

WHEREAS, the Collateral Agent, on behalf of itself and the Secured Parties, desires to terminate and grant a release of the Trademark Security Interest as provided in this Release.

NOW THEREFORE, for good and valuable consideration previously tendered by the Grantor, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent, on behalf of itself and the Secured Parties, does hereby agree as follows:

1. The Collateral Agent, on behalf of itself and the Secured Parties, hereby (a) terminates the Intellectual Property Security Agreement, (b) releases, relinquishes, terminates and discharges the Trademark Security Interest in its entirety and (c) reassigns to the Grantor any and all right, title and interest of any nature whatsoever which it may hold in or to the Trademark Security Interest.

2. The Collateral Agent, on behalf of itself and the Secured Parties, authorizes the United States Patent and Trademark Office and any other applicable governmental authority to record this Release.

3. At the request and sole expense of the Grantor, the Collateral Agent, on behalf of itself and the Secured Parties, agrees to execute, acknowledge and deliver all such further instruments and to take all such further actions necessary to carry out the purposes of this Release.

[Signature page follows]

IN TESTIMONY WHEREOF, the Collateral Agent has executed this Release by its proper officers thereunto duly authorized.

**RAVEN ASSET-BASED OPPORTUNITY FUND III
LP, as Collateral Agent**

By: Raven Capital Management GP LLC, a Delaware limited liability company, its general partner

By: 
Name: Joshua A. Green
Title: Managing Member

Schedule A

[see attached]

Country	Mark	Status	Filing Date	Application No.	Reg. Date	Reg. No.	Int'l Class(es)
UNITED STATES	A FRESH TRANSLATION OF ITALIAN.	REGISTERED	7/31/2007	77/243,315	2/12/2008	3,381,627	43
UNITED STATES	CALZONETTO	REGISTERED	5/12/2016	87/035,217	12/20/2016	5,105,025	30
UNITED STATES	CHEESEOLI	REGISTERED	8/11/1998	75/534,581	6/29/1999	2,257,320	30
UNITED STATES	MACARONI GRILL	REGISTERED	7/3/2013	86/002,057	2/25/2014	4,487,956	43
UNITED STATES	MACARONI GRILL (Stylized)	REGISTERED	7/16/1998	75/522,889	7/6/1999	2,259,587	33
UNITED STATES	PENNE RUSTICA	REGISTERED	4/14/1998	75/467,663	6/1/1999	2,249,559	30
UNITED STATES	ROMANO'S MACARONI GRILL	REGISTERED	8/3/2007	77/246,756	2/12/2008	3,381,639	29, 30
UNITED STATES	ROMANO'S MACARONI GRILL	REGISTERED	5/10/2016	87/031,368	7/25/2017	5,248,701	43
UNITED STATES	ROMANO'S MACARONI GRILL (Stylized Curved)	REGISTERED	4/7/2009	77/708,502	10/27/2009	3,701,361	43
UNITED STATES	THAT'S SO MACARONI	REGISTERED	12/13/2005	78/772,659	10/9/2007	3,309,271	43