

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM496503

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion and Name Change		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Ponderosa Franchising Company		06/28/2018	General Partnership: DELAWARE
RECEIVING PARTY DATA			
Name:	Ponderosa Franchising Company LLC		
Street Address:	9720 Wilshire Boulevard, Suite 500		
City:	Beverly Hills		
State/Country:	CALIFORNIA		
Postal Code:	90212		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	4361594	PUT A FLAME UNDER IT.	
Registration Number:	2418851	PONDEROSA STEAKHOUSE	
Registration Number:	1677995	PONDEROSA	
Registration Number:	1667943	PONDEROSA STEAKHOUSE	
Registration Number:	1254681	PONDEROSA	
Registration Number:	0903604	PONDEROSA	
CORRESPONDENCE DATA			
Fax Number:	3102822000		
<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>			
Phone:	3102822000 x2108		
Email:	trademarks@loeb.com		
Correspondent Name:	David W. Grace		
Address Line 1:	10100 Santa Monica Boulevard		
Address Line 2:	c/o Loeb & Loeb LLP, Suite 2200		
Address Line 4:	Los Angeles, CALIFORNIA 90067		
NAME OF SUBMITTER:	David W. Grace		
SIGNATURE:	/David W. Grace/		
DATE SIGNED:	11/01/2018		

OP \$165.00 4361594

Total Attachments: 4

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Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE GENERAL PARTNERSHIP UNDER THE NAME OF "PONDEROSA FRANCHISING COMPANY" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "PONDEROSA FRANCHISING COMPANY" TO "PONDEROSA FRANCHISING COMPANY LLC", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF JUNE, A.D. 2018, AT 5:59 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

6685528 8100V
SR# 20185430071

Authentication: 202983851
Date: 06-29-18

You may verify this certificate online at corp.delaware.gov/authver.shtml

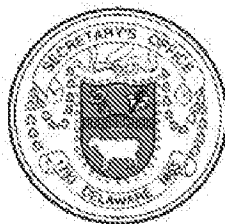
TRADEMARK
REEL: 006473 FRAME: 0776


Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "PONDEROSA FRANCHISING COMPANY LLC" FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF JUNE, A.D. 2018, AT 5:59 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

6685528 8100V
SR# 20185430071

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 202983851
Date: 06-29-18

TRADEMARK
REEL: 006473 FRAME: 0777

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A PARTNERSHIP TO A
LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT

June 28, 2018

1. The jurisdiction where the Partnership first formed is Delaware.
2. The jurisdiction immediately prior to filing this Certificate is Delaware.
3. The date the Partnership first formed is 12/29/2017.
4. The name of the Partnership immediately prior to filing this Certificate is Ponderosa Franchising Company.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation is Ponderosa Franchising Company LLC.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Partnership has executed this Certificate as of the day and year first written above.

FAT BRANDS INC.,
a Delaware corporation, its Partner

By: /s/ Andrew A. Wiederhorn
Name: Andrew A. Wiederhorn
Title: Chief Executive Officer

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:59 PM 06/28/2018
FILED 05:59 PM 06/28/2018
SR 20185430071 - File Number 6685528

CERTIFICATE OF FORMATION

OF

PONDEROSA FRANCHISING COMPANY LLC

June 28, 2018

This Certificate of Formation of Ponderosa Franchising Company LLC (the "LLC") is being executed by the undersigned for the purpose of forming a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. §18-101, et seq.).

FIRST. The name of the limited liability company formed hereby is Ponderosa Franchising Company LLC.

SECOND. The address of its registered office in the State of Delaware is: Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned, an authorized person of the LLC, has duly executed this Certificate of Formation as of the day and year first written above.

/s/ Eileen Kang
Eileen Kang, Authorized Person