

900477410 12/11/2018

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM501625

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Assignment of Trademark Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Shrayne Capital LLC		11/13/2018	Corporation : TEXAS Limited Liability Company

RECEIVING PARTY DATA

Name:	Atalaya Administrative LLC
Street Address:	780 Third Avenue, 27th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	2764091	FATZ
Registration Number:	4370767	FATZ
Registration Number:	2764092	FATZ CAFE
Registration Number:	2362158	FATZ CAFE
Registration Number:	4341027	SHORT STACKS FOR BIG CHANGE
Registration Number:	4468770	T24
Registration Number:	4481904	TABLEFIELDS. GREAT FOOD. LOCAL ROOTS.
Registration Number:	4491764	TABLEFIELDS
Registration Number:	4495561	TABLEFIELDS MARKET KITCHEN
Registration Number:	4491887	TABLEFIELDS MARKET KITCHEN
Registration Number:	4348908	TAVERN 24
Registration Number:	4348909	TAVERN 24
Registration Number:	3600822	WHERE EVERYONE'S A REGULAR
Registration Number:	3600823	WHERE EVERYONE'S A REGULAR.
Registration Number:	3217012	WORLD FAMOUS CALABASH CHICKEN
Serial Number:	85680515	TABLEFIELDS
Serial Number:	85680567	TABLEFIELDS GREAT FOOD, LOCAL ROOTS
Serial Number:	85680614	

OP \$465.00 2764091

CORRESPONDENCE DATA**Fax Number:** 6175236850*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:** 617-523-2700**Email:** susan.dinicola@hklaw.com,james.voelker@hklaw.com**Correspondent Name:** Holland & Knight LLP**Address Line 1:** 10 St. James Avenue**Address Line 4:** Boston, MASSACHUSETTS 02116

NAME OF SUBMITTER:	Susan C. DiNicola
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SIGNATURE:	/Susan C. DiNicola/
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DATE SIGNED:	12/11/2018
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Total Attachments: 5

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ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT

THIS ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT (this "Assignment"), dated as of November 13, 2018, is by SHRAYNE CAPITAL LLC, a Texas limited liability company (individually, "Shrayne Capital"), acting in its capacity as the retiring agent (in such capacities, the "Retiring Agent") and ATALAYA ADMINISTRATIVE LLC, a Delaware limited liability company (individually, "Atalaya Administrative"), acting in its capacity as the current and successor agent (in such capacity, the "Successor Agent") on behalf of the Lenders (defined below).

RECITALS:

A. Cafe Enterprises, Inc., a South Carolina corporation ("Cafe Enterprises"), as "Grantor", and Madison Capital Funding LLC, a Delaware limited liability company ("Initial Agent") are parties to that certain Trademark Security Agreement, dated as of March 21, 2014, and filed with the United States Patent and Trademark Office on March 24, 2014, at Reel 5242, Frame 0046 (as the same has been and may hereafter be amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Agreement") in connection with certain trademarks set forth on Exhibit A hereto. All capitalized terms used herein will have the respective meanings ascribed thereto in the Agreement unless otherwise defined herein.

B. Pursuant to that certain Assignment of Trademark Security Agreement, dated as of November 8, 2018, by and between Initial Agent, as the "Retiring Agent", and Shrayne Capital, as "Successor Agent" thereunder, and filed with the United States Patent and Trademark Office on November 8, 2018, at Reel 6491, Frame 0308, Initial Agent assigned to Retiring Agent all of its rights, benefits, powers and duties under, among other documents, the Agreement.

C. Pursuant to that certain Agreement Regarding Agency Resignation, Appointment and Acceptance, dated as of November 13, 2018 (the "Resignation Agreement"), by and among Shrayne Capital, as the "Retiring Agent" and a "Lender" thereunder, Atalaya Administrative, as "Successor Agent" thereunder, and ACM Fatz VII LLC, a Delaware limited liability company, as a "Lender" thereunder, Retiring Agent assigned to Successor Agent all of its rights, benefits, powers and duties under, among other documents, the Agreement, in each instance, in its capacity as "Agent" under the Credit Agreement.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Retiring Agent, without recourse, representation or warranty, hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreement.

This Assignment may be executed in several counterparts, each of which shall be deemed an original, and all of such counterparts shall constitute one and the same instrument. Delivery of this Assignment may be accomplished by electronic facsimile reproduction ("FAX") or via electronic mail via .PDF ("PDF"). If FAX or PDF delivery is utilized, such FAX or PDF version shall have the same force and effect as an original.

[Remainder of page intentionally left blank; signature page follows.]

IN WITNESS WHEREOF, Retiring Agent and Successor Agent have caused this Assignment to be duly executed as of the date first above written.

RETIRING AGENT:

SHRAYNE CAPITAL LLC,
a Texas limited liability company

By: 

Name: Christopher J. Schroen

Title: Sole Member

[Signature Page]

Assignment of Trademark Security Agreement


#61728300

TRADEMARK
REEL: 006500 FRAME: 0455

SUCCESSOR AGENT:

ATALAYA ADMINISTRATIVE LLC,
a Delaware limited liability company

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By: 
Name: David P. Aldi
Title: Authorized Signatory

[Signature Page]

Assignment of Trademark Security Agreement

#61728300

TRADEMARK
REEL: 006500 FRAME: 0456

EXHIBIT A
to
ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT

TRADEMARK REGISTRATIONS


U.S. FEDERAL (Registrations)
Cafe Enterprises, Inc.

Mark	Reg. No.	Reg. Date	Class(es)
FATZ	2,764,091	September 16, 2003	43
FATZ (Stylized) 	4,370,767	July 23, 2013	43
FATZ CAFE	2,764,092	September 16, 2003	43
FATZ CAFE and Design 	2,362,158	June 27, 2000	42
SHORT STACKS FOR BIG CHANGE	4,341,027	May 28, 2013	36, 43
T24 (Stylized) 	4,468,770	January 21, 2014	43
TABLEFIELDS. GREAT FOOD. LOCAL ROOTS. 	4,481,904	February 11, 2014	43
TABLEFIELDS 	4,491,764	March 4, 2014	43
TABLEFIELDS MARKET KITCHEN	4,495,561	March 11, 2014	43
TABLEFIELDS MARKET KITCHEN and Design 	4,491,887	March 4, 2014	43
TAVERN 24	4,348,908	June 11, 2013	43




[Exhibit A]
Assignment of Trademark Security Agreement

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TRADEMARK
REEL: 006500 FRAME: 0457

TAVERN 24			
TAVERN 24 and Design 	4,348,909	June 11, 2013	43
WHERE EVERYONE'S A REGULAR	3,600,822	April 7, 2009	43
WHERE EVERYONE'S A REGULAR. (Stylized)	3,600,823	April 7, 2009	43
WORLD FAMOUS CALABASH CHICKEN	3,217,012	March 13, 2007	29

**U.S. FEDERAL. (Pending Applications)
Cafe Enterprises, Inc.**

Mark	Serial No.	Filing Date	Class(es)
TABLEFIELDS and Design  TABLEFIELDS	85/680515	July 18, 2012	43
TABLEFIELDS GREAT FOOD, LOCAL ROOTS and Design  TABLEFIELDS	85/680567	July 18, 2012	43
Miscellaneous Design 	85/680614	July 18, 2012	43

[Exhibit A]
Assignment of Trademark Security Agreement

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