

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM499174

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JPMORGAN CHASE BANK, N.A., as Administrative Agent		11/21/2018	National Banking Association: UNITED STATES

## RECEIVING PARTY DATA

<b>Name:</b>	Zoe's Kitchen USA, LLC
<b>Street Address:</b>	702 H St. NW, 2nd Floor
<b>City:</b>	Washington
<b>State/Country:</b>	D.C.
<b>Postal Code:</b>	20001
<b>Entity Type:</b>	Limited Liability Company: DELAWARE

## PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Serial Number:	85541436	ZOES FOR LIFE
Serial Number:	85646353	FRESH TAKE TUBS
Serial Number:	85142372	SIMPLE. TASTY. FRESH!
Serial Number:	85556103	SIMPLY 500
Serial Number:	76151679	ZOE'S KITCHEN
Serial Number:	76492522	EAT SMART. EAT FRESH.
Serial Number:	85643783	ZOES FRESH TAKE
Serial Number:	77566946	ZOËS KITCHEN
Serial Number:	77799575	ZOËS KITCHEN
Serial Number:	77794798	ZOËS KITCHEN
Serial Number:	86188251	
Serial Number:	86159121	LIVE MEDITERRANEAN

## CORRESPONDENCE DATA

Fax Number: 4045725100

*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: 4045723408

Email: mramic@kslaw.com

Correspondent Name: Mia Ramic King &amp; Spalding LLP

TRADEMARK

**Address Line 1:** 1180 Peachtree Street, N.E.  
**Address Line 4:** Atlanta, GEORGIA 30309

**ATTORNEY DOCKET NUMBER:** 52990.515142

**NAME OF SUBMITTER:** /S/ MIA RAMIC

**SIGNATURE:** /S/ MIA RAMIC

**DATE SIGNED:** 11/21/2018

**Total Attachments: 3**

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**TERMINATION AND RELEASE OF TRADEMARK SECURITY AGREEMENT**  
(Zoe's Kitchen USA, LLC)

This TERMINATION AND RELEASE OF TRADEMARK SECURITY AGREEMENT (this "Release"), is made by JPMorgan Chase Bank, N.A., a national banking association, as administrative agent ("Administrative Agent"), in favor of Zoe's Kitchen USA, LLC, a Delaware limited liability company ("Grantor"). Capitalized terms used in this Release and not otherwise defined herein have the meanings specified in the Trademark Security Agreement or the Security Agreement, as applicable.

WHEREAS, pursuant to that certain Pledge and Security Agreement, dated as of November 7, 2017, among Grantor, certain affiliates of the Grantor, and the Administrative Agent (such agreement, as said agreement may have been amended and in effect from time to time, the "Security Agreement"), Grantor granted to Administrative Agent a security interest in substantially all the assets of Grantor, including the Released Trademarks.

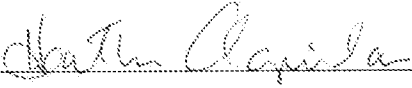
WHEREAS, pursuant to that certain Trademark Security Agreement, dated as of November 7, 2017, between Administrative Agent and Grantor, which was recorded in the United States Patent and Trademark Office on November 7, 2017, as against the Released Trademarks at Reel/Frame 6198/0344, Grantor granted to Administrative Agent a continuing security interest (together with the security interest granted under the Security Agreement, the "Interest") in all of Grantor's right, title and interest in, to and under the Trademark Collateral, whether then existing or thereafter created or acquired, including the trademarks and trademarks applications shown on Exhibit "A" attached hereto (collectively, the "Released Trademarks").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Administrative Agent does hereby (i) terminate, release and forever discharge its Interest in and to the Released Trademarks, (ii) terminate the Trademark Security Agreement, and (iii) reassign to Grantor any right, title or interest of Administrative Agent in or to the Released Trademarks and all goodwill associated therewith. The Administrative Agent authorizes and requests that the Commissioner of Patents and Trademarks and any other applicable government officer record this Release. Delivery of an executed counterpart of a signature page of this Release by telecopy, emailed pdf. or any other electronic means that reproduces an image of the actual executed signature page shall be effective as delivery of a manually executed counterpart.

Executed as of the 21st day of November, 2018.

**ADMINISTRATIVE AGENT:**

JPMorgan Chase Bank, N.A.,  
as Administrative Agent

By: 




Name: Heather E. Aguilar

Title: Authorized Officer

EXHIBIT A

**RELEASED TRADEMARKS**

TRADEMARKS & TRADEMARK APPLICATIONS

MARK	FILED	APP#	REG. DATE	REG #	CLASS ES
ZOES FOR LIFE	2/13/2012	85 / 541,436			043
FRESH TAKE TUBS	6/7/2012	85 / 646,353			043
SIMPLE. TASTY. FRESH!	10/4/2010	85 / 142,372	12/13/2011	4,071,674	043
SIMPLY 500	2/29/2012	85 / 556,103	12/11/2012	4,259,210	043
ZOE'S KITCHEN	10/23/2000	76 / 151,679	11/18/2003	2,783,558	043
EAT SMART EAT FRESH	2/26/2003	76 / 492,522	1/25/2005	2,921,237	043
ZOES FRESH TAKE	6/5/2012	85 / 643,783	9/10/2013	4,401,258	043
	9/10/2008	77 / 566,946	7/21/2009	3,659,252	043
	8/7/2009	77 / 799,575	3/30/2010	3,766,828	043
	7/31/2009	77 / 794,798	3/30/2010	3,766,722	043
ZOES STRIPES	2/7/2014	86 / 188,251	6/16/2015	4,757,759	043
LIVE MEDITERRANEAN	1/7/2014	86 / 159,121	10/13/2015	4,832,563	043