

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM538989

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
CEC Entertainment Concepts, L.P.		08/30/2019	Limited Partnership: TEXAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, as Collateral Agent		
<b>Street Address:</b>	Eleven Madison Avenue		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10010		
<b>Entity Type:</b>	Bank: CAYMAN ISLANDS		
<b>PROPERTY NUMBERS Total: 33</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4861244	C	
<b>Registration Number:</b>	1203974	CHUCK E. CHEESE	
<b>Registration Number:</b>	2945280	CHUCK E. CHEESE	
<b>Registration Number:</b>	2979415	CHUCK E. CHEESE	
<b>Registration Number:</b>	4822415	CHUCK E. CHEESE'S	
<b>Registration Number:</b>	3065500	C CHUCK E. CHEESE'S	
<b>Registration Number:</b>	3023398	CHUCK E. CHEESE'S	
<b>Registration Number:</b>	3257636	CHUCK E-CLUB	
<b>Registration Number:</b>	4751711	CHUCKTOBER	
<b>Registration Number:</b>	4769052	FUN FOR ALL. FUN FOR LESS.	
<b>Registration Number:</b>	1622935	HELEN HENNY	
<b>Registration Number:</b>	1634418	JASPER T. JOWLS	
<b>Registration Number:</b>	2640269	KID CHECK	
<b>Registration Number:</b>	5523253	MACCHEESY	
<b>Registration Number:</b>	3001750	C	
<b>Registration Number:</b>	2341950		
<b>Registration Number:</b>	5071333		
<b>Registration Number:</b>	4822414		
<b>Registration Number:</b>	5572115	MORE CHEESE	
<b>TRADEMARK</b>			

OP \$840.00 4861244

Property Type	Number	Word Mark
Registration Number:	5552481	MORE CHEESE REWARDS
Registration Number:	1630366	MR. MUNCH
Registration Number:	5063633	
Registration Number:	1634417	PASQUALLY
Registration Number:	2553761	SKYTUBES
Registration Number:	3997217	TICKET BLASTER
Registration Number:	2886875	TICKET MUNCHER
Registration Number:	2791718	TODDLER ZONE
Registration Number:	2923211	TOKENS FOR GRADES
Registration Number:	1506573	WHERE A KID CAN BE A KID
Registration Number:	3024483	WHERE A KID CAN BE A KID
Registration Number:	3041434	WHERE A KID CAN BE A KID
Registration Number:	3541874	EVERY KID'S A WINNER
Serial Number:	88425256	FUN BREAK!

**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:** 202.370.4750  
**Email:** ipteam@cogencyglobal.com  
**Correspondent Name:** Jennifer Tindie  
**Address Line 1:** 1025 Vermont Ave NW, Suite 1130  
**Address Line 2:** COGENCY GLOBAL INC.  
**Address Line 4:** Washington, D.C. 20005

<b>ATTORNEY DOCKET NUMBER:</b>	1124580
<b>NAME OF SUBMITTER:</b>	Christian Craft
<b>SIGNATURE:</b>	/Christian Craft/
<b>DATE SIGNED:</b>	08/30/2019

**Total Attachments: 8**  
source=Notice of Grant of Security Interest in Trademarks - CEC Entertainment Concepts, L.P. (Executed)#page2.tif  
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**Notice of Grant of Security Interest in Trademarks**

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS, dated as of August 30, 2019 (this “Notice”), made by CEC Entertainment Concepts, L.P., a Texas limited partnership (the “Pledgor”), in favor of CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, as Collateral Agent (as defined below).

Reference is made to the Collateral Agreement (First Lien), dated as of August 30, 2019 (as amended, restated, supplemented or otherwise modified from time to time, the “Collateral Agreement”), among CEC Entertainment, Inc. (the “Borrower”), each subsidiary of the Borrower identified therein and Credit Suisse AG, Cayman Islands Branch, as collateral agent (together with its successors and assigns in such capacity, the “Collateral Agent”) for the Secured Parties (as defined therein). The parties hereto agree as follows:

SECTION 1. *Terms.* Capitalized terms used in this Notice and not otherwise defined herein have the meanings specified in the Collateral Agreement. The rules of construction specified in Section 1.01(b) of the Collateral Agreement also apply to this Notice.

SECTION 2. *Grant of Security Interest.* As security for the payment and performance, as the case may be, in full of the Secured Obligations, the Pledgor pursuant to the Collateral Agreement did, and hereby does, pledge and grant to the Collateral Agent, its successors and permitted assigns, for the benefit of the Secured Parties, a continuing security interest in all of such Pledgor’s right, title and interest in, to and under any and all of the following assets now owned or at any time hereafter acquired by such Pledgor or in which such Pledgor now has or at any time in the future may acquire any right, title or interest (collectively, but excluding any Excluded Property, the “Trademark Collateral”):

all Trademarks, including those listed on Schedule I;

provided, however, that the foregoing pledge, assignment and grant of security interest will not cover any “intent-to-use” applications for trademark or service mark registrations filed pursuant to Section 1(b) of the Lanham Act, 15 U.S.C. §1051, unless and until an Amendment to Allege Use or a Statement of Use under Section 1(c) or 1(d) of the Lanham Act has been filed, to the extent, if any, that any assignment of an “intent-to-use” application prior to such filing would violate the Lanham Act.

SECTION 3. *Collateral Agreement.* The security interests granted to the Collateral Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Collateral Agent pursuant to the Collateral Agreement. Each Pledgor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the Trademark Collateral are more fully set forth in the Collateral Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Notice and the Collateral Agreement, the terms of the Collateral Agreement shall govern.

SECTION 4. *Counterparts*. This Notice may be executed in two or more counterparts, each of which shall constitute an original but all of which when taken together shall constitute but one contract. Delivery of an executed counterpart to this Notice by facsimile or other electronic transmission shall be as effective as delivery of a manually signed original.

SECTION 5. *Governing Law*. THIS NOTICE AND ANY CLAIMS, CONTROVERSY, DISPUTE OR CAUSES OF ACTION (WHETHER IN CONTRACT OR TORT OR OTHERWISE) BASED UPON, ARISING OUT OF OR RELATING TO THIS NOTICE AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES UNDER THIS NOTICE SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAWS OF THE STATE OF NEW YORK, WITHOUT REGARD TO ANY PRINCIPLE OF CONFLICTS OF LAW THAT COULD REQUIRE THE APPLICATION OF ANY OTHER LAW.

[Signature Pages Follow]

IN WITNESS WHEREOF, the parties hereto have duly executed this Notice as of the day and year first above written.

CEC ENTERTAINMENT CONCEPTS, L.P.

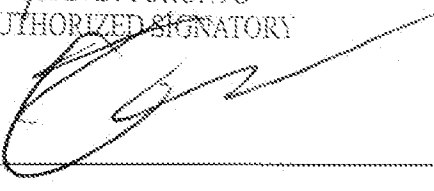
By:   
Name: Blake Huggins  
Title: Treasurer

[Signature Page to Notice of Grant of Security Interest in Trademarks (First Lien) (CEC Entertainment Concepts, L.P.)]

**TRADEMARK**  
**REEL: 006734 FRAME: 0150**





CREDIT SUISSE AG, CAYMAN ISLANDS  
BRANCH, as Agent

By:   
Name: JOHN D. TORONTO  
Title: AUTHORIZED SIGNATORY


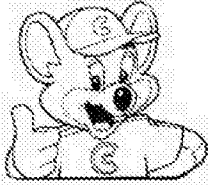


By:   
Name: Emerson Almeida  
Title: Authorized Signatory

Schedule I  
to Notice of Grant of Security Interest (First Lien) in Trademarks

Trademarks Owned by CEC Entertainment Concepts, L.P.

Owner	Mark	Application No.	Application Date	Registration No.	Registration Date
CEC ENTERTAINMENT CONCEPTS, L.P.	C 	85663450	27-JUN-2012	4861244	24-NOV-2015
CEC ENTERTAINMENT CONCEPTS, L.P.	CHUCK E. CHEESE	73239678	19-NOV-1979	1203974	03-AUG-1982
CEC ENTERTAINMENT CONCEPTS, L.P.	CHUCK E. CHEESE	78316469	21-OCT-2003	2945280	26-APR-2005
CEC ENTERTAINMENT CONCEPTS, L.P.	CHUCK E. CHEESE	78316515	21-OCT-2003	2979415	26-JUL-2005
CEC ENTERTAINMENT CONCEPTS, L.P.	CHUCK E. CHEESE'S 	85663482	27-JUN-2012	4822415	29-SEP-2015
CEC ENTERTAINMENT CONCEPTS, L.P.	CHUCK E. CHEESE'S 	78531496	13-DEC-2004	3065500	07-MAR-2006
CEC ENTERTAINMENT CONCEPTS, L.P.	CHUCK E. CHEESE'S 	78466025	11-AUG-2004	3023398	06-DEC-2005
CEC ENTERTAINMENT CONCEPTS, L.P.	CHUCK E-CLUB	77045437	16-NOV-2006	3257636	03-JUL-2007
CEC ENTERTAINMENT CONCEPTS, L.P.	CHUCKTOBER	86426826	17-OCT-2014	4751711	09-JUN-2015



Owner	Mark	Application No.	Application Date	Registration No.	Registration Date
CEC ENTERTAINMENT CONCEPTS, L.P.	FUN BREAK! 	88425256	10-MAY-2019	N/A	N/A
CEC ENTERTAINMENT CONCEPTS, L.P.	FUN FOR ALL. FUN FOR LESS.	85763330	25-OCT-2012	4769052	07-JUL-2015
CEC ENTERTAINMENT CONCEPTS, L.P.	HELEN HENRY	73760722	31-OCT-1988	1622935	13-NOV-1990
CEC ENTERTAINMENT CONCEPTS, L.P.	JASPER T. JOWLS	73760724	31-OCT-1988	1634418	05-FEB-1991
CEC ENTERTAINMENT CONCEPTS, L.P.	KID CHECK	75902468	24-JAN-2000	2640269	22-OCT-2002
CEC ENTERTAINMENT CONCEPTS, L.P.	MACCHEESY	87698200	27-NOV-2017	5523253	24-JUL-2018
CEC ENTERTAINMENT CONCEPTS, L.P.	C 	78466654	12-AUG-2004	3001750	27-SEP-2005
CEC ENTERTAINMENT CONCEPTS, L.P.	<i>Design Only</i> 	75563964	02-OCT-1998	2341950	11-APR-2000
CEC ENTERTAINMENT CONCEPTS, L.P.	<i>Design Only</i> 	86766223	23-SEP-2015	5071333	01-NOV-2016

Owner	Mark	Application No.	Application Date	Registration No.	Registration Date
CEC ENTERTAINMENT CONCEPTS, L.P.	<i>Design Only</i> 	85663429	27-JUN-2012	4822414	29-SEP-2015
CEC ENTERTAINMENT CONCEPTS, L.P.	MORE CHEESE	87698166	27-NOV-2017	5572115	25-SEP-2018
CEC ENTERTAINMENT CONCEPTS, L.P.	MORE CHEESE REWARDS 	87698175	27-NOV-2017	5552481	28-AUG-2018
CEC ENTERTAINMENT CONCEPTS, L.P.	MR. MUNCH	73760725	31-OCT-1988	1630366	01-JAN-1991
CEC ENTERTAINMENT CONCEPTS, L.P.	<i>Design Only</i> 	86935425	10-MAR-2016	5063633	18-OCT-2016
CEC ENTERTAINMENT CONCEPTS, L.P.	PASQUALLY	73760723	31-OCT-1988	1634417	05-FEB-1991
CEC ENTERTAINMENT CONCEPTS, L.P.	SKYTUBES	75981467	24-JAN-2000	2553761	26-MAR-2002
CEC ENTERTAINMENT CONCEPTS, L.P.	TICKET BLASTER 	85191428	06-DEC-2010	3997217	19-JUL-2011
CEC ENTERTAINMENT CONCEPTS, L.P.	TICKET MUNCHER	76130820	19-SEP-2000	2886875	21-SEP-2004
CEC ENTERTAINMENT CONCEPTS, L.P.	TODDLER ZONE	75916998	10-FEB-2000	2791718	09-DEC-2003
CEC ENTERTAINMENT CONCEPTS, L.P.	TOKENS FOR GRADES	78358856	28-JAN-2004	2923211	01-FEB-2005
CEC ENTERTAINMENT CONCEPTS, L.P.	WHERE A KID CAN BE A KID	73694290	09-NOV-1987	1506573	27-SEP-1988

<b>Owner</b>	<b>Mark</b>	<b>Application No.</b>	<b>Application Date</b>	<b>Registration No.</b>	<b>Registration Date</b>
CEC ENTERTAINMENT CONCEPTS, L.P.	WHERE A KID CAN BE A KID	78316574	21-OCT-2003	3024483	06-DEC-2005
CEC ENTERTAINMENT CONCEPTS, L.P.	WHERE A KID CAN BE A KID	78522452	24-NOV-2004	3041434	10-JAN-2006
CEC ENTERTAINMENT CONCEPTS, L.P.	EVERY KID'S A WINNER	78722049	28-SEP-2005	3541874	02-DEC-2008