

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM545329

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
JERSEY MIKE'S FRANCHISE SYSTEMS, INC.		10/11/2019	Corporation: NEW JERSEY
RECEIVING PARTY DATA			
Name:	BANK OF AMERICA, N.A., AS ADMINISTRATIVE AGENT		
Street Address:	901 MAIN STREET, TX1-492-14-06		
City:	DALLAS		
State/Country:	TEXAS		
Postal Code:	75202		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 15			
Property Type	Number	Word Mark	
Serial Number:	88587546	BRAND PROMISE DAY	
Serial Number:	88587534	A SUB ABOVE IS OUR PROMISE	
Serial Number:	88587514	SUMMER OF SUBS	
Serial Number:	88266970	A FAN ABOVE	
Serial Number:	88313182	THE JUICE	
Serial Number:	88266948	JERSEY MIC'D	
Serial Number:	87451917	MYMIKES	
Serial Number:	87826412	SHORE POINTS	
Serial Number:	87395260	JERSEY MIKE'S GRILL AND DELI	
Serial Number:	87004350	JERSEY MIKE'S SURF	
Serial Number:	87976839	BE A SUB ABOVE	
Serial Number:	87451995	SUBTECH	
Serial Number:	87518465	A PERFORMANCE ABOVE	
Serial Number:	87598322	BE A SUB ABOVE	
Serial Number:	87598385	JERSEY MIKE'S DAY OF GIVING	
CORRESPONDENCE DATA			
Fax Number:	7044448847		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent</i>			

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using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 704-343-2000
Email: ksaltrick@mcguirewoods.com
Correspondent Name: MCGUIREWOODS, LLP
Address Line 1: 201 N. TRYON STREET
Address Line 2: ATTENTION: I.MCCLINTOCK, ESQ.
Address Line 4: CHARLOTTE, NORTH CAROLINA 28202

NAME OF SUBMITTER:	INGRID MCCLINTOCK
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SIGNATURE:	/s/ INGRID MCCLINTOCK
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DATE SIGNED:	10/16/2019
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Total Attachments: 4

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**NOTICE OF GRANT OF SECURITY INTEREST
IN TRADEMARKS**

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of December 18, 2015 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the "Agreement") and among the Grantors party thereto (each an "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as administrative agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

Dated as of: October 11, 2019.

[SIGNATURE PAGES FOLLOW]

Very truly yours,

JERSEY MIKE'S FRANCHISE SYSTEMS, INC.

By: 

Typed Name: Peter Cancro

Typed Title: Chief Executive Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: *Anthony Luppino*

Typed Name: Anthony Luppino

Typed Title: Senior Vice President

SCHEDULE 1
U.S. Trademarks

Serial Number	Filing Date	Registration Number	Registration Date	Trademark
88587546	08-21-19	-	-	BRAND PROMISE DAY
88587534	08-21-19	-	-	A SUB ABOVE IS OUR PROMISE
88587514	08-21-19	-	-	SUMMER OF SUBS
88266970	01-18-19	-	-	A FAN ABOVE
88313182	02-23-19	-	-	THE JUICE
88266948	01-18-19	-	-	JERSEY MIC'D
87451917	05-16-17	-	-	MYMIKES
87826412	03-08-18	5580610	10-09-18	SHORE POINTS
87395260	04-01-17	-	-	JERSEY MIKE'S GRILL AND DELI
87004350	04-18-16	5718119	04-02-19	JERSEY MIKE'S SURF
87976839	09-06-17	5613745	11-20-18	BE A SUB ABOVE
87451995	05-16-17	5612815	11-20-18	SUBTECH
87518465	07-06-17	5608015	11-13-18	A PERFORMANCE ABOVE
87598322	09-06-17	-	-	BE A SUB ABOVE
87598385	09-06-17	5433494	03-27-18	JERSEY MIKE'S DAY OF GIVING

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