

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM572069

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest in Trademarks		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Zaxby's Franchising LLC		12/30/2015	Limited Liability Company: GEORGIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Wells Fargo Bank, National Association, as Administrative Agent		
<b>Street Address:</b>	1808 Aston Avenue, Suite 250		
<b>City:</b>	Carlsbad		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	92008		
<b>Entity Type:</b>	National Banking Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 18</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	6015472	SOUTHWEST CHIPOTLE FILLET SANDWICH	
<b>Registration Number:</b>	6009545	NIBBLERZ	
<b>Registration Number:</b>	5991912	SOUTHERN TLC WITH MAYO TOMATO · LETTUCE·	
<b>Registration Number:</b>	5905197	THE ZENSATION	
<b>Registration Number:</b>	5814861	SOUTHERN TLC	
<b>Registration Number:</b>	5801334	CRAVELICIOUS	
<b>Registration Number:</b>	5613554	INSANE	
<b>Serial Number:</b>	88818266		
<b>Serial Number:</b>	88818264	ZAXBY'S	
<b>Serial Number:</b>	88792547		
<b>Serial Number:</b>	88792544	ZAXBY'S	
<b>Serial Number:</b>	88521919	OOEY GOOEY BUTTER CAKE	
<b>Serial Number:</b>	88460786	SPICY TLC	
<b>Serial Number:</b>	88431368	NIBBLER	
<b>Serial Number:</b>	88377555	SMOKEHOUSE CHEDDAR BBQ FILLET SANDWICH	
<b>Serial Number:</b>	88007361	SOUTHERN SWEET & SMOKY	
<b>Serial Number:</b>	88000881	SOUTHERN SWEET & SMOKY	
<b>Serial Number:</b>	87749950	SAUCENALITY	

OP \$465.00 6015472

**CORRESPONDENCE DATA****Fax Number:** 7043311159

*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:** 7043311000**Email:** PTO\_TMconfirmation@mvalaw.com, amberwest@mvalaw.com**Correspondent Name:** MOORE & VAN ALLEN PLLC**Address Line 1:** 100 North Tryon Street, Suite 4700**Address Line 4:** Charlotte, NORTH CAROLINA 28202-4003

<b>ATTORNEY DOCKET NUMBER:</b>	040324.134
<b>NAME OF SUBMITTER:</b>	John Slaughter
<b>SIGNATURE:</b>	/john slaughter/
<b>DATE SIGNED:</b>	04/15/2020

**Total Attachments: 4**

source=(2020) NGSI-T - Zaxby's Franchising LLC to Wells Fargo Bank, National Association, as AA#page1.tif

source=(2020) NGSI-T - Zaxby's Franchising LLC to Wells Fargo Bank, National Association, as AA#page2.tif

source=(2020) NGSI-T - Zaxby's Franchising LLC to Wells Fargo Bank, National Association, as AA#page3.tif

source=(2020) NGSI-T - Zaxby's Franchising LLC to Wells Fargo Bank, National Association, as AA#page4.tif

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 30, 2015 (as the same may be amended, modified, restated or supplemented from time to time, the “Agreement”) by and among the Obligors from time to time party thereto (each an “Obligor” and collectively, the “Obligors”) and WELLS FARGO BANK, NATIONAL ASSOCIATION, as Administrative Agent (the “Administrative Agent”) for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in, and a right to set off against, the Trademarks and Trademark applications owned by such Obligor and set forth on Schedule 1 attached hereto to the Administrative Agent for the benefit of the holders of the Secured Obligations.

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the Trademarks and Trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Agreement, (ii) is not to be construed as an assignment of any Trademark or Trademark application, and (iii) shall not include any “intent to use” Trademark applications for which a statement of use has not been filed and accepted (but only until such statement of use is filed and accepted) (but only if the grant of security interest to such “intent to use” Trademark applications could result in the voiding, unenforceability, cancellation or invalidity of such Trademark applications pursuant to 15 U.S.C. § 1060). Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to such terms in the Agreement.

[Signature pages follow.]

Very truly yours,

ZAXBY'S FRANCHISING LLC,  
a Georgia limited liability company

By: \_\_\_\_\_

Name:

Title:

*Blake Bailey*  
*Chief Financial Officer*

Acknowledged and Accepted:

WELLS FARGO BANK, NATIONAL ASSOCIATION,  
as Administrative Agent

By: \_\_\_\_\_

Name:

Title:

Very truly yours,

ZAXBY'S FRANCHISING LLC,  
a Georgia limited liability company

By: \_\_\_\_\_  
Name:  
Title:

Acknowledged and Accepted:

WELLS FARGO BANK, NATIONAL ASSOCIATION,  
as Administrative Agent

By: Maureen P. Malphus  
Name: Maureen Malphus  
Title: Vice President

**Schedule 1**

**Zaxby's Franchising LLC  
(Georgia Limited Liability Company)**

**U.S. Trademarks**

**Trademark Registrations**

<b>Mark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>
SOUTHWEST CHIPOTLE FILLET SANDWICH	6015472	03/17/2020
NIBBLERZ	6009545	03/10/2020
SOUTHERN TLC WITH MAYO TOMATO · LETTUCE · CHICKEN and Design	5991912	02/18/2020
THE ZENSATION	5905197	11/05/2019
SOUTHERN TLC	5814861	07/23/2019
CRAVELICIOUS	5801334	07/09/2019
INSANE	5613554	11/20/2018

**Trademark Applications**

<b>Mark</b>	<b>Appl. No.</b>	<b>Filing Date</b>
Design Only	88818266	03/03/2020
ZAXBY'S	88818264	03/03/2020
Design Only	88792547	02/11/2020
ZAXBY'S	88792544	02/11/2020
OOEY GOOEY BUTTER CAKE	88521919	07/18/2019
SPICY TLC	88460786	06/05/2019
NIBBLER	88431368	05/15/2019
SMOKEHOUSE CHEDDAR BBQ FILLET SANDWICH	88377555	04/09/2019
SOUTHERN SWEET & SMOKY and Design	88007361	06/20/2018
SOUTHERN SWEET & SMOKY	88000881	06/14/2018
SAUCENALITY	87749950	01/10/2018