

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM581587

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	Notice of Release of Security Interest in Trademarks Previously Recorded at Reel 5693, Frame 0224
RESUBMIT DOCUMENT ID:	900534425

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as Administrative Agent		12/23/2019	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Jersey Mike's Franchise Systems, Inc.
Street Address:	2251 Landmark Place
City:	Manasquan
State/Country:	NEW JERSEY
Postal Code:	08736
Entity Type:	Corporation: NEW JERSEY

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	4325958	JERSEY MIKE'S SHORE POINTS
Registration Number:	1993656	JERSEY MIKE'S
Registration Number:	1993657	JERSEY MIKE'S ESTABLISHED IN '56 PT. PLE
Registration Number:	1993658	MIKES
Registration Number:	3142020	JERSEY MIKE'S SUBS SINCE 1956
Registration Number:	3893354	JERSEY MIKE'S SUBS
Registration Number:	4042034	MIKE'S WAY
Registration Number:	4298281	SUB IN A TUB
Registration Number:	4340072	INVITE MIKE
Registration Number:	4766065	A SUB ABOVE
Serial Number:	86137316	A SUB ABOVE
Serial Number:	86722363	SUBABOVE CLUB

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: 212-819-2655

TRADEMARK

Email: iprecordations@whitecase.com
Correspondent Name: Peter Giovine/White & Case LLP
Address Line 1: 1221 Avenue of the Americas
Address Line 4: New York, NEW YORK 10020

ATTORNEY DOCKET NUMBER: 1185992-0002-BC15

NAME OF SUBMITTER: Peter Giovine

SIGNATURE: /Peter Giovine/

DATE SIGNED: 06/16/2020

Total Attachments: 4

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NOTICE OF RELEASE OF SECURITY INTEREST IN TRADEMARKS

This **NOTICE OF RELEASE OF SECURITY INTEREST IN TRADEMARKS** (this “**Release**”), dated as of December 23, 2019, is made by **BANK OF AMERICA, N.A.**, as Administrative Agent with offices located at 901 Main Street, TX1-492-14-06, Dallas, Texas 75202 (the “**Administrative Agent**”), in favor of **JERSEY MIKE’S FRANCHISE SYSTEMS, INC.**, a New Jersey corporation with offices located at 2251 Landmark Place, Manasquan, New Jersey 08736 (“**Grantor**”).

W I T N E S S E T H:

WHEREAS, the Grantor and the Administrative Agent are parties to that certain Security and Pledge Agreement, dated as of December 18, 2015 (as amended, extended, restated, amended and restated, renewed, replaced, supplemented or otherwise modified from time to time, the “**Agreement**”), pursuant to which the Grantor delivered to the Administrative Agent (a) a Notice of Grant of Security Interest in Trademarks, dated December 18, 2015 (the “**2015 Notice**”) and (b) a Notice of Grant of Security Interest in Trademarks dated October 11, 2019 (the “**2019 Notice**” and together with the 2015 Notice, the “**Notices**”), each for recordation with the United States Patent and Trademark Office (the “**USPTO**”);

WHEREAS, pursuant to the Agreement, the Grantor granted a continuing security interest in, continuing lien upon and a right to set off against, among other things, any and all right, title and interest of the Grantor in and to all Trademarks of the Grantor, whether then owned or existing or owned, acquired or arising thereafter, including those trademarks and trademark applications, including those set forth on Schedule I attached hereto (collectively, the “**Trademark Collateral**”) to the Administrative Agent for the benefit of the Secured Parties;

WHEREAS, the 2015 Notice was recorded with USPTO on December 21, 2015 at Reel 5693 / Frame 0224, and the 2019 Notice was recorded with the USPTO on October 16, 2019 at Reel 6772 / Frame 0261;

WHEREAS, the Grantor desires that the Administrative Agent execute this Release in order to evidence the termination and release of its continuing security interest in, and right to set off against, the Trademark Collateral.

NOW THEREFORE, in consideration of the premises, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent agrees as follows:

SECTION 1. Defined Terms. Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Agreement.

SECTION 2. Termination and Release. The Administrative Agent hereby terminates, releases and discharges fully, without representation, warranty or recourse of any kind, its continuing security interest, and right to set off against, any and all right, title and interest of the Grantor in and to the Trademark Collateral, and reassigns and transfers to the Grantor all right, title and interest that the Administrative Agent may have in, to or under the Trademark Collateral.

SECTION 3. Recordation. The Administrative Agent hereby authorizes the Grantor (or its designee), or the Grantor's (or its designee's) authorized representative, to record this Release with the USPTO. The Administrative Agent hereby further authorizes and requests that the Commissioner for Trademarks and any other applicable government officer record this Release.

SECTION 4. Further Assurances. The Administrative Agent hereby agrees to duly execute and deliver to the Grantor any further documents and to do such other acts that the Grantor (or its agents or designees) reasonably request, at the Grantor's sole cost and expense, in order to confirm this Release and the Grantor's right, title and interest in the Trademark Collateral.


SECTION 5. Applicable Law. THIS RELEASE SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAWS OF THE STATE OF NEW YORK.

SECTION 6. Counterparts. This Release may be executed in any number of counterparts, each of which shall be deemed to be an original, but all such separate counterparts shall together constitute but one and the same instrument. In proving this Release in any judicial proceedings, it shall not be necessary to produce or account for more than one such counterpart signed by the party against whom such enforcement is sought. Any signatures delivered by a party by fax transmission or by e-mail transmission shall be deemed an original signature hereto.

[Signature page follows]

IN WITNESS WHEREOF, the Administrative Agent has caused this Release to be executed and delivered by its duly authorized officer as of the date first set forth above.

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

By: 
Name: Anthony Luppino
Title: Senior Vice President

[Signature Page to Release of Security Interest in Trademarks]

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TRADEMARK
REEL: 006976 FRAME: 0258

Schedule 1

2015 Notice recorded on December 21, 2015 at Reel 5693 / Frame 0224:

App. Number	Filing Date	Reg. Number	Reg. Date	Trademark Name
85672248	7/9/2012	4325958	4/23/2013	JERSEY MIKE'S SHORE POINTS
75002269	10/6/1995	1993656	8/13/1996	JERSEY MIKE'S (WORD MARK)
75002270	10/6/1995	1993657	8/13/1996	JERSEY MIKE'S ESTABLISHED IN '56 PT. PLEASANT (DESIGN MARK)
75002271	10/6/1995	1993658	8/13/1996	MIKES (DESIGN MARK)
78733456	10/14/2005	3142020	9/12/2006	JERSEY MIKE'S SUBS SINCE 1956 (DESIGN MARK)
85027745	4/30/2010	3893354	12/21/2010	JERSEY MIKE'S SUBS (STYLIZED AND/OR WITH DESIGN)
85276018	3/24/2011	4042034	10/18/2011	MIKE'S WAY
85702750	8/14/2012	4298281	3/5/2013	SUB IN A TUB
85978761	9/28/2012	4340072	5/21/2013	INVITE MIKE
86976253	12/6/2013	4766065	6/30/2015	A SUB ABOVE
86137316	12/6/2013	-	-	A SUB ABOVE
86722363	8/12/2015	-	-	SUBABOVE CLUB

2019 Notice recorded on October 16, 2019 at Reel 6772 / Frame 0261:

App. Number	Filing Date	Reg. Number	Reg. Date	Trademark Name
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	5908610	11-12-19	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