

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM617052

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wells Fargo Bank, National Association		12/28/2020	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Zaxby's Franchising LLC
Street Address:	1040 Founder's Boulevard
Internal Address:	Suite 110
City:	Athens
State/Country:	GEORGIA
Postal Code:	30606
Entity Type:	Limited Liability Company: GEORGIA

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	6015472	SOUTHWEST CHIPOTLE FILLET SANDWICH
Registration Number:	6009545	NIBBLERZ
Registration Number:	5991912	SOUTHERN TLC WITH MAYO TOMATO · LETTUCE ·
Registration Number:	5905197	THE ZENSATION
Registration Number:	5814861	SOUTHERN TLC
Registration Number:	5801334	CRAVELICIOUS
Registration Number:	5613554	INSANE
Serial Number:	88818266	
Serial Number:	88818264	ZAXBY'S
Serial Number:	88792547	
Serial Number:	88792544	ZAXBY'S
Serial Number:	88521919	OOEY GOOEY BUTTER CAKE
Serial Number:	88460786	SPICY TLC
Serial Number:	88431368	NIBBLER
Serial Number:	88377555	SMOKEHOUSE CHEDDAR BBQ FILLET SANDWICH
Serial Number:	88007361	SOUTHERN SWEET & SMOKY
Serial Number:	88000881	SOUTHERN SWEET & SMOKY
Serial Number:	87749950	SAUCENALITY

TRADEMARK

CORRESPONDENCE DATA**Fax Number:** 6172359493*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:** 212-841-0406**Email:** USTrademarkMail@ropesgray.com,
melissa.karasavidis@ropesgray.com**Correspondent Name:** Melissa Karasavidis, Ropes & Gray LLP**Address Line 1:** 1211 Avenue of the Americas**Address Line 4:** New York, NEW YORK 10036**ATTORNEY DOCKET NUMBER:** GSCD-374**NAME OF SUBMITTER:** Melissa Karasavidis**SIGNATURE:** /Melissa Karasavidis/**DATE SIGNED:** 12/29/2020**Total Attachments: 3**

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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of December 28, 2020 (“Release”), is made by Wells Fargo Bank, National Association, in its capacity as Administrative Agent (“Administrative Agent”) in favor of Zaxby’s Franchising LLC, a Georgia limited liability company (“Obligor”).

WHEREAS, pursuant to that certain Security and Pledge Agreement dated as of December 30, 2015 (as amended, modified, restated or supplemented from time to time, the “Security Agreement”) by and among the Obligor, Administrative Agent, and others party thereto, Obligor granted to the Administrative Agent, for the benefit of the holders of the Secured Obligations (“Secured Parties”), a continuing security interest in, and a right to set off against, any and all right, title and interest of Obligor in and to all Trademarks, including the trademark registrations and trademark applications listed on Schedule A attached hereto (collectively, “Trademark Collateral”); and

WHEREAS, pursuant to the Security Agreement, Obligor executed and delivered to Administrative Agent, for the benefit of the Secured Parties, the Notice of Grant of Security Interest in Trademarks recorded at the United States Patent and Trademark Office (“USPTO”) on April 15, 2020 at Reel 6916 Frame 0532 (“Notice”).

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Administrative Agent, on behalf of the Secured Parties, and Obligor agree as follows:

SECTION 1. Defined Terms. All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement or Notice, as applicable.

SECTION 2. Termination and Release. Administrative Agent, on behalf of the Secured Parties, without representation, warranty, or recourse, hereby:

(a) terminates, cancels, discharges, and releases the continuing security interest in, and the right to set off against, any and all right, title and interest of Obligor in and to the Trademark Collateral, including, but not limited to, the foregoing listed on Schedule A attached hereto, granted pursuant to the Security Agreement or Notice, and terminates the Notice; and

(b) authorizes the recordation of this Release with the USPTO at Obligor’s expense.

SECTION 3. Choice of Law. This Release shall be governed by and construed in accordance with the laws of the State of New York.

IN WITNESS WHEREOF, the Administrative Agent, on behalf of the Secured Parties, has caused this Termination and Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Administrative Agent:

Wells Fargo Bank, National Association,
as Administrative Agent

By: Maureen S. Malchus
Name: Maureen Malchus
Title: Vice President

Schedule A

Zaxby's Franchising LLC
(Georgia Limited Liability Company)

U.S. Trademarks Subject to Security Interest
Granted by Zaxby's Franchising, Inc.
In Favor of Wells Fargo Bank, National Association, as Administrative Agent
Recorded April 15, 2020 at Reel 6916 Frame 0532

Trademark Registrations

Mark	Reg. No.	Reg. Date
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

Mark	Appl. No.	Filing Date
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