

TRADEMARK ASSIGNMENT COVER SHEET

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ETAS ID: TM650020

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	SECURITY INTEREST
RESUBMIT DOCUMENT ID:	900617257

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Success Foods Management Group LLC		05/14/2021	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	JPMorgan Chase Bank, N.A., as Administrative Agent
Street Address:	10 SOUTH DEARBORN
City:	CHICAGO
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	4835497	DAMN GOOD TACOS
Registration Number:	4826902	DAMN GOOD
Registration Number:	4772764	TORCHY'S
Registration Number:	4705349	TORCHY'S TACOS
Registration Number:	3590520	TORCHY'S TACOS DAMN GOOD
Registration Number:	5479009	TACO DOJO

CORRESPONDENCE DATA

Fax Number: 2149813400

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: 214-981-3483

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Correspondent Name: Dusan Clark, Esq.

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ATTORNEY DOCKET NUMBER: 36084-30114

NAME OF SUBMITTER: Dusan Clark

SIGNATURE:	/Dusan Clark/
DATE SIGNED:	05/27/2021
Total Attachments: 4 source=Torchy_s_ 2021 Confirmatory Grant of SI in Trademarks [Executed] 268211179_1#page1.tif source=Torchy_s_ 2021 Confirmatory Grant of SI in Trademarks [Executed] 268211179_1#page2.tif source=Torchy_s_ 2021 Confirmatory Grant of SI in Trademarks [Executed] 268211179_1#page3.tif source=Torchy_s_ 2021 Confirmatory Grant of SI in Trademarks [Executed] 268211179_1#page4.tif	

**CONFIRMATORY GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

THIS CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (the “Confirmatory Grant”) is made effective as of May 14, 2021 by and from Success Foods Management Group LLC, a Delaware limited liability company (the “Grantor”), to and in favor of JPMORGAN CHASE BANK, N.A., (the “Grantee”) for itself and as Administrative Agent for the Secured Parties (as defined in the Credit Agreement referenced below).

WHEREAS, the Grantor, the other Loan Parties party thereto, the Lenders party thereto and the Grantee have entered into a Credit Agreement dated as of May 14, 2021 (as may be amended, restated, supplemented or otherwise modified from time to time, the “Credit Agreement”).

WHEREAS, the Grantor, the other Loan Parties and the Grantee have entered into a Security and Pledge Agreement dated as of May 14, 2021 (as may be amended, restated, supplemented or otherwise modified from time to time, the “Security Agreement”).

WHEREAS, the Grantor owns the trademarks (the “Trademarks”) listed on Exhibit A attached hereto, which Trademarks are pending or registered with the United States Patent and Trademark Office.

WHEREAS, this Confirmatory Grant has been granted in conjunction with the security interest granted to Grantee under the Security Agreement. The rights and remedies of Grantee with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the Security Agreement and the other Loan Documents, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Confirmatory Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

1) Definitions. All capitalized terms not defined herein shall have the respective meanings given to them in the Credit Agreement.

2) The Security Interest.

(a) This Confirmatory Grant is made to secure the satisfactory performance and payment of all the Secured Obligations. Upon the payment in full of all Secured Obligations (other than Secured Obligations that are unliquidated, contingent in nature or that have not yet arisen), Grantee shall promptly, upon such satisfaction, execute, acknowledge, and deliver to Grantor all reasonably requested instruments in writing or otherwise, releasing the security interest in the Trademarks acquired under this Confirmatory Grant.

(b) The Grantor hereby grants to Grantee a security interest in (1) all of Grantor’s right, title and interest in and to the Trademarks now owned or from time to time after the date hereof owned or acquired by the Grantor, together with (2) all proceeds and products of the Trademarks, (3) the goodwill associated with such Trademarks, and (4) all causes of action arising prior to or after the date hereof for infringement of the Trademarks or unfair competition regarding the same.

(c) For the avoidance of doubt, the security interests granted under this Confirmatory Grant are not, and the Grantor and Grantee agree that such grant of security interests shall not be construed as, an assignment of any Trademarks.

3) Counterparts. This Confirmatory Grant may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Signature pages may be detached from multiple separate counterparts and attached to a single counterpart.

4) Governing Law. This Confirmatory Grant and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.

IN WITNESS WHEREOF, the Grantor has executed this Confirmatory Grant of Security Interest in United States Trademarks effective as of the date first written above.

SUCCESS FOODS MANAGEMENT GROUP LLC

By:  _____

Name: Ryan Moore

Title: Chief Financial Officer

CONFIRMATORY GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS
Exhibit A - SCHEDULE OF TRADEMARKS

Mark	Current Owner	Reg. No.	Reg. Date
DAMN GOOD TACOS	Success Foods Management Group LLC	4835497	10/20/15
DAMN GOOD	Success Foods Management Group LLC	4826902	10/06/15
TORCHY'S	Success Foods Management Group LLC	4772764	7/14/15
TORCHY'S TACOS	Success Foods Management Group LLC	4705349	3/17/15
TORCHY'S TACOS DAMN GOOD and Design	Success Foods Management Group LLC	3590520	3/17/09
TACO DOJO	Success Foods Management Group LLC	5479009	5/29/18