

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM661997

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The Round Table Franchise Corporation		07/22/2021	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	UMB BANK, N.A.		
Street Address:	100 William Street		
Internal Address:	Suite 1850		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10038		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 17			
Property Type	Number	Word Mark	
Registration Number:	5241537	ULTI WINGS	
Registration Number:	2490346	ROUND TABLE PIZZA & DESIGN	
Registration Number:	2490356	ROUND TABLE PIZZA	
Registration Number:	2137006	THE LAST HONEST PIZZA	
Registration Number:	1258761	GUINEVERE'S GARDEN DELIGHT	
Registration Number:	1259573	MONTAGUE'S ALL MEAT MARVEL	
Registration Number:	1273769	THE RT PIZZA SANDWICH	
Registration Number:	0974138	ROUND TABLE	
Registration Number:	1074693	KING ARTHUR'S SUPREME	
Registration Number:	6103287	REIGN OF FIRE	
Registration Number:	5868413	RT ROUND TABLE PIZZA SINCE 1959	
Registration Number:	5857068	ROUND TABLE	
Registration Number:	5789894	ROUND TABLE PIZZA ROYALTY	
Registration Number:	5789839		
Registration Number:	5789840	ROUND TABLE	
Registration Number:	5341661	ROUND TABLE CLUBHOUSE	
Registration Number:	4608828	WOMBO COMBO	

CH \$440.00 5241537

CORRESPONDENCE DATA**Fax Number:** 2022987570*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:** 202-625-3558**Email:** kattendctm@katten.com**Correspondent Name:** Kristin Lockhart - Katten Muchin Rosenma**Address Line 1:** 2900 K Street, N.W.**Address Line 2:** North Tower, Suite 200**Address Line 4:** Washington, D.C. 20007-5118

ATTORNEY DOCKET NUMBER:	395181-00002
NAME OF SUBMITTER:	Kristin Lockhart
SIGNATURE:	/Kristin Lockhart/
DATE SIGNED:	07/22/2021

Total Attachments: 6

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NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

This NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS (the “Notice”) is made and entered into as of July 22, 2021, by and between Round Table Franchise Corporation, a California corporation located at 5555 Glenridge Connector, Suite 850, Atlanta, Georgia 30342 (“Grantor”), in favor of UMB BANK, N.A., a national banking association (“UMB”), as trustee located at 100 William Street, Suite 1850, New York, New York 10038 (“Trustee”).

WHEREAS, Grantor is the owner of the United States trademarks and service marks set forth in Schedule 1 attached hereto, including the associated registrations and applications for registration set forth in Schedule 1 attached hereto (collectively, the “Trademarks”) and the goodwill connected with the use of or symbolized by such Trademarks; and

WHEREAS, pursuant to the Guarantee and Collateral Agreement, dated as of July 22, 2021, by and among HDOS Franchising, LLC, a Delaware limited liability company, Marble Slab Franchising, LLC, a Delaware limited liability company, GAC Franchising, LLC, a Delaware limited liability company, PM Franchising, LLC, a Delaware limited liability company, and Round Table Franchise Corporation, a California corporation and certain other “Guarantors” from time to time a party thereto, each as a Guarantor, and the Trustee (the “Guarantee and Collateral Agreement”), to secure the Obligations, Grantor has granted to the Trustee for the benefit of the Secured Parties, a security interest in Grantor’s right, title and interest in, to and under certain intellectual property of Grantor, including the Trademarks and the goodwill connected with the use of or symbolized by the Trademarks, and the right to bring an action at law or in equity for any infringement, misappropriation, dilution or other violation thereof, and to collect all damages, settlements and proceeds derived from or related thereto, and, to the extent not otherwise included, all payments, proceeds, supporting obligations and accrued and future rights to payment with respect to the foregoing (collectively the “Trademark Collateral”); and

WHEREAS, pursuant to Section 4.6 of the Guarantee and Collateral Agreement, Grantor agreed to execute and deliver to the Trustee this Notice for purposes of filing the same with the PTO to confirm, evidence and perfect the security interest in the Trademark Collateral granted under the Guarantee and Collateral Agreement;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and subject to all applicable terms and conditions of the Indenture and the Guarantee and Collateral Agreement, which are incorporated by reference as if fully set forth herein, to secure the Obligations, Grantor hereby grants to the Trustee, for the benefit of the Secured Parties, a security interest in Grantor’s right, title and interest in, to and under the Trademark Collateral, to the extent now owned or at any time hereafter acquired by Grantor; provided that the grant of security interest hereunder shall not include any application for registration of a Trademark that would be invalidated, canceled, voided or abandoned due to the grant and/or enforcement of such security interest, including intent-to-use applications filed with the PTO pursuant to 15 U.S.C. Section 1051(b) prior to the filing of a statement of use or amendment to allege use pursuant to 15 U.S.C. Section 1051(c) or (d), provided that at such time that the grant and/or enforcement of the security interest will not cause such Trademark to be invalidated, cancelled, voided or abandoned such Trademark application will not be excluded from this Notice.

Capitalized terms used in this Notice (including the preamble and the recitals hereto), and not defined in this Notice, shall have the meanings assigned to such terms in Annex A attached to the Base Indenture, dated as of July 22, 2021, by and among FAT Brands GFG Royalty I, LLC, a Delaware limited liability company, (the “Issuer”), and UMB Bank, N.A., as Trustee and Securities Intermediary (the “Indenture”).

1. The parties intend that this Notice is for recordation purposes. The terms of this Notice shall not modify the applicable terms and conditions of the Indenture or the Guarantee and Collateral Agreement, which govern the Trustee's interest in the Trademark Collateral and which shall control in the event of any conflict. Grantor hereby acknowledges the sufficiency and completeness of this Notice to create a security interest in the Trademark Collateral in favor of the Trustee for the benefit of the Secured Parties, and Grantor hereby requests the PTO to file and record this Notice together with the annexed Schedule 1.

2. Grantor and Trustee hereby acknowledge and agree that the grant of security interest in, to and under the Trademark Collateral made hereby may be terminated only in accordance with the terms of the Indenture and the Guarantee and Collateral Agreement and shall terminate automatically upon the termination of the Indenture or the Guarantee and Collateral Agreement.

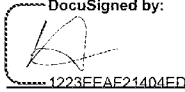
3. THIS NOTICE SHALL BE GOVERNED BY, AND CONSTRUED AND INTERPRETED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK WITHOUT REGARD TO CONFLICTS OF LAW PRINCIPLES (OTHER THAN LIMITATION SECTIONS 5-1401 AND 5-1402 OF THE GENERAL OBLIGATIONS LAW OF THE STATE OF NEW YORK).

4. This Notice may be executed by the parties hereto in separate counterparts, each of which when so executed shall be deemed to be an original and all of which when taken together shall constitute one and the same agreement.

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IN WITNESS WHEREOF, the undersigned has caused this NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS to be duly executed by its duly authorized officer as of the date and year first written above.



Round Table Franchise Corporation

By:  _____
Name: Andrew A. Wiederhorn
Title: President and Chief Executive Officer

**Schedule 1
Trademarks**

MARK	COUNTRY/ STATE	OWNER	STATUS	APP NO	APP DATE	REG NO	REG DATE
ULTI WINGS	United States	Round Table Franchise Corporation 5555 Glenridge Connector Suite 850 Atlanta, GA 30342	Registered	87278725	22- DEC- 2016	5241537	11- JUL- 2017
	United States	The Round Table Franchise Corporation 5555 Glenridge Connector Suite 850 Atlanta, GA 30342	Registered	76030749	20- APR- 2000	2490346	18- SEP- 2001
	United States	The Round Table Franchise Corporation 5555 Glenridge Connector Suite 850 Atlanta, GA 30342	Registered	76033457	20- APR- 2000	2490356	18- SEP- 2001
THE LAST HONEST PIZZA	United States	The Round Table Franchise Corporation 5555 Glenridge Connector Suite 850 Atlanta, GA 30342	Registered	75224315	09- JAN- 1997	2137006	17- FEB- 1998
GUINEVERE'S GARDEN DELIGHT	United States	The Round Table Franchise Corporation 5555 Glenridge Connector Suite 850 Atlanta, GA 30342	Registered	73384912	13- SEP- 1982	1258761	22- NOV- 1983
MONTAGUE'S ALL MEAT MARVEL	United States	The Round Table Franchise Corporation 5555 Glenridge Connector Suite 850 Atlanta, GA 30342	Registered	73384913	13- SEP- 1982	1259573	29- NOV- 1983

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MARK	COUNTRY/ STATE	OWNER	STATUS	APP NO	APP DATE	REG NO	REG DATE
THE RT PIZZA SANDWICH	United States	The Round Table Franchise Corporation 5555 Glenridge Connector Suite 850 Atlanta, GA 30342	Registered	73385304	13- SEP- 1982	1273769	10- APR- 1984
ROUND TABLE	United States	The Round Table Franchise Corporation 5555 Glenridge Connector Suite 850 Atlanta, GA 30342	Registered	72402124	07- SEP- 1971	0974138	27- NOV- 1973
KING ARTHUR'S SUPREME	United States	The Round Table Franchise Corporation 5555 Glenridge Connector Suite 850 Atlanta, GA 30342	Registered	73093761	16- JUL- 1976	1074693	04- OCT- 1977
REIGN OF FIRE	United States	The Round Table Franchise Corporation 5555 Glenridge Connector Suite 850 Atlanta, GA 30342	Registered	88431091	15- MAY- 2019	6103287	14- JUL- 2020
	United States	The Round Table Franchise Corporation 5555 Glenridge Connector Suite 850 Atlanta, GA 30342	Registered	88363470	29- MAR- 2019	5868413	24- SEP- 2019
ROUND TABLE	United States	The Round Table Franchise Corporation 5555 Glenridge Connector Suite 850 Atlanta, GA 30342	Registered	88327341	06- MAR- 2019	5857068	10- SEP- 2019
	United States	The Round Table Franchise Corporation 5555 Glenridge Connector	Registered	88204921	26- NOV- 2018	5789894	25- JUN- 2019

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MARK	COUNTRY/ STATE	OWNER	STATUS	APP NO	APP DATE	REG NO	REG DATE
		Suite 850 Atlanta, GA 30342					
	United States	The Round Table Franchise Corporation 5555 Glenridge Connector Suite 850 Atlanta, GA 30342	Registered	88142498	04- OCT- 2018	5789839	25- JUN- 2019
<i>ROUND TABLE</i>	United States	The Round Table Franchise Corporation 5555 Glenridge Connector Suite 850 Atlanta, GA 30342	Registered	88142513	04- OCT- 2018	5789840	25- JUN- 2019
ROUND TABLE CLUBHOUSE	United States	The Round Table Franchise Corporation 5555 Glenridge Connector Suite 850 Atlanta, GA 30342	Registered	87040211	17- MAY- 2016	5341661	21- NOV- 2017
WOMBO COMBO	United States	The Round Table Franchise Corporation 5555 Glenridge Connector Suite 850 Atlanta, GA 30342	Registered	86166039	15- JAN- 2014	4608828	23- SEP- 2014
ROUND TABLE	California	The Round Table Franchise Corporation 1320 Willow Pass Road Suite 600 Concord, CA 94520	Registered			46838	23- DEC- 1968

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