

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM349606

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Not Your Average Joe's, Inc.		07/28/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Citizens Bank, N.A.		
Street Address:	28 State Street		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02109		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Registration Number:	2225982	NOT YOUR AVERAGE JOE'S	
Registration Number:	2333271	NOT YOUR AVERAGE JOE'S	
Registration Number:	3195761	CREATIVE CASUAL CUISINE	
Registration Number:	3735807	NOT YOUR AVERAGE JOE'S CREATIVE CASUAL C	
Registration Number:	3904714	NOT YOUR AVERAGE JOE'S	
Registration Number:	4327397	NOT YOUR AVERAGE JOE'S KITCHEN & BAR	
Registration Number:	4327399	NOT YOUR AVERAGE JOE'S KITCHEN & BAR	
Registration Number:	4563474	NOT YOUR AVERAGE JOE'S	
Registration Number:	4563475	NOT YOUR AVERAGE JOE'S	
CORRESPONDENCE DATA			
Fax Number:	8004947512		
<i>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.</i>			
Phone:	202-370-4750		
Email:	ipteam@nationalcorp.com		
Correspondent Name:	Dwayne C. Houston		
Address Line 1:	1025 Vermont Avenue NW, Suite 1130		
Address Line 2:	National Corporate Research, Ltd.		
Address Line 4:	Washington, D.C. 20005		
ATTORNEY DOCKET NUMBER:	F157335		

OP \$240.00 2225982

NAME OF SUBMITTER:	Andrew Nash
SIGNATURE:	/Andrew Nash/
DATE SIGNED:	07/29/2015
Total Attachments: 5 source=FINAL - Grant of Security Interest in Trademarks#page1.tif source=FINAL - Grant of Security Interest in Trademarks#page2.tif source=FINAL - Grant of Security Interest in Trademarks#page3.tif source=FINAL - Grant of Security Interest in Trademarks#page4.tif source=FINAL - Grant of Security Interest in Trademarks#page5.tif	

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

July 28, 2015

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, **NOT YOUR AVERAGE JOE'S, INC.**, a Delaware corporation, having a mailing address of 2 Granite Avenue, Suite 300, Milton, Massachusetts 02186 (the "Grantor"), hereby grants to **CITIZENS BANK, N.A.**, a Massachusetts banking organization, having a mailing address of 28 State Street, Boston, Massachusetts 02109 (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under the United States trademarks, trademark registrations and trademark applications (collectively, the "Marks") set forth on Schedule A attached hereto (provided that no security interest shall be granted in any United States "intent to use" trademark applications to the extent that, and solely during the period in which, such grant would impair the validity or enforceability of such "intent to use" trademark applications under applicable federal law, (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Liabilities of the Grantor, as such term is defined in that certain Third Amended and Restated Loan and Security Agreement between the Grantor and Grantee dated as of September 3, 2014 (as amended, modified, restated and/or supplemented from time to time, the "Loan Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Loan Agreement. In the event that any provisions of this Grant are deemed to conflict with the Loan Agreement, the provisions of the Loan Agreement shall govern.

[signature page follows]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date above first written.

NOT YOUR AVERAGE JOE'S, INC., as Grantor

By: 

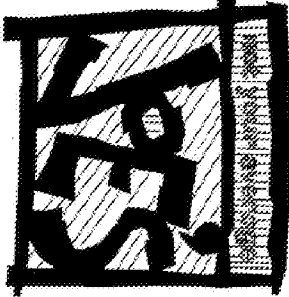

Name: Stephen T. Silverstein


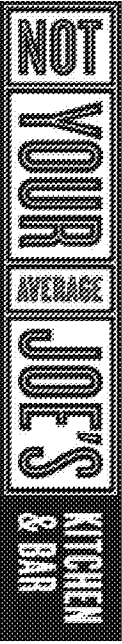
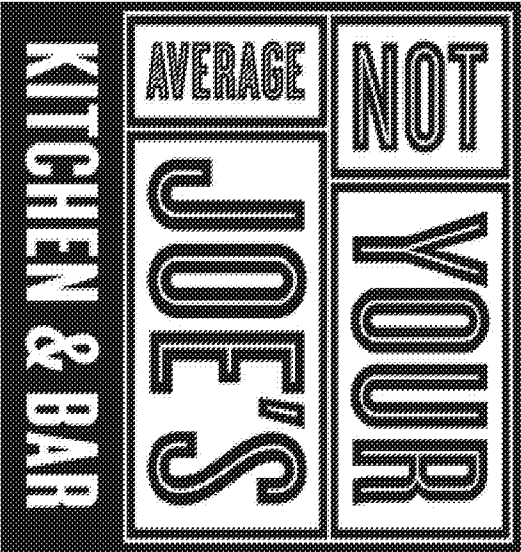
Title: President

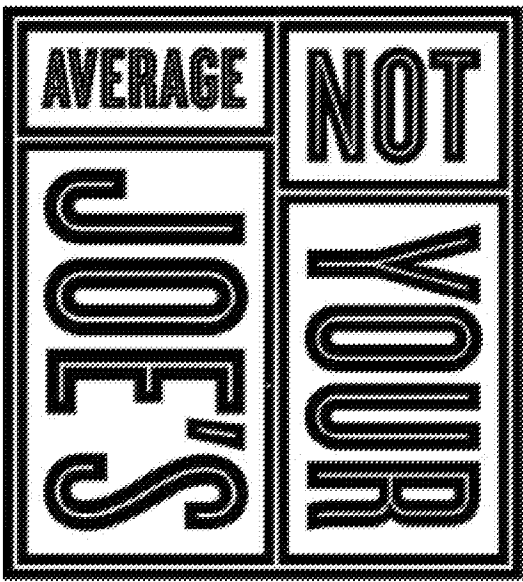
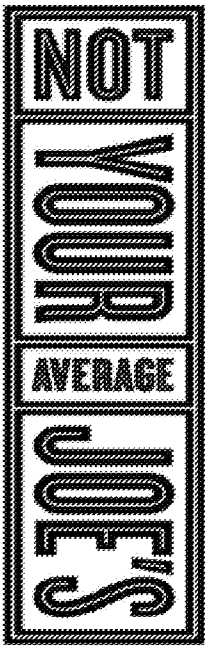
Signature Page to Grant of Security Interest in United States Trademarks

TRADEMARK
REEL: 005587 FRAME: 0446

SCHEDULE A
to
GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS

No.	Mark	Country	Serial No.	Registration No.	Record Owner / Assignment History
1.		US	75429540	2225982	NOT YOUR AVERAGE JOE'S, INC.
2.	NOT YOUR AVERAGE JOE'S	US	75734950	2333271	NOT YOUR AVERAGE JOE'S, INC.
3.	CREATIVE CASUAL CUISINE	US	78606238	3195761	NOT YOUR AVERAGE JOE'S, INC.
4.		US	77560060	3735807	NOT YOUR AVERAGE JOE'S, INC.

<p>5.</p> 	<p>US</p>	<p>77478180</p>	<p>3904714</p>	<p>NOT YOUR AVERAGE JOE'S, INC.</p>
<p>6.</p> 	<p>US</p>	<p>85690356</p>	<p>4327397</p>	<p>NOT YOUR AVERAGE JOE'S, INC.</p>
<p>7.</p> 	<p>US</p>	<p>85690375</p>	<p>4327399</p>	<p>NOT YOUR AVERAGE JOE'S, INC.</p>

8.		US	86118986	4563474	NOT YOUR AVERAGE JOE'S, INC.
9.		US	86119010	4563475	NOT YOUR AVERAGE JOE'S, INC.

TRADEMARK

REEL: 005587 FRAME: 0449

RECORDED: 07/29/2015