

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM499343

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

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
General Electric Company, Successor by merger to General Electric Capital Corporation		12/02/2015	Corporation: NEW YORK

RECEIVING PARTY DATA

Name:	Zoe's Kitchen USA, LLC
Street Address:	5760 State Highway 121
Internal Address:	Suite 250
City:	Plano
State/Country:	TEXAS
Postal Code:	75024
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	4071674	SIMPLE. TASTY. FRESH!
Registration Number:	4259210	SIMPLY 500
Registration Number:	2921237	EAT SMART. EAT FRESH.
Registration Number:	2783558	ZOE'S KITCHEN
Registration Number:	4401258	ZOES FRESH TAKE
Registration Number:	3659252	ZOËS KITCHEN
Registration Number:	3766828	ZOËS KITCHEN
Registration Number:	3766722	ZOËS KITCHEN

CORRESPONDENCE DATA

Fax Number: 2127352000

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: 212.735.5117

Email: francine.waldbaum@skadden.com

Correspondent Name: Skadden, Arps, Slate, Meagher & Flom LLP

Address Line 1: Four Times Square

Address Line 4: New York, NEW YORK 10036

TRADEMARK

ATTORNEY DOCKET NUMBER:	210640/2
NAME OF SUBMITTER:	Oren Epstein
SIGNATURE:	/OE/
DATE SIGNED:	11/26/2018

Total Attachments: 4

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TERMINATION AND RELEASE OF TRADEMARK SECURITY AGREEMENTS
(Zoe's Kitchen USA, LLC)

This TERMINATION AND RELEASE OF TRADEMARK SECURITY AGREEMENTS (this "Release"), is made by General Electric Company, successor by merger to General Electric Capital Corporation, as administrative agent (in such capacity, together with its successors and permitted assigns, "Agent") in favor of Zoe's Kitchen USA, LLC, a Delaware limited liability company ("Grantor"). Capitalized terms used in this Release and not otherwise defined herein have the meanings specified in the applicable Trademark Security Agreement or the Security Agreement, as applicable.

WHEREAS, pursuant to that certain Guaranty and Security Agreement dated as of December 14, 2007 in favor of Agent (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), Grantor executed the Trademark Security Agreements;

WHEREAS, Grantor, as collateral security for the prompt and complete payment and performance when due (whether at stated maturity, by acceleration or otherwise) of the Guaranteed Obligations of Grantor, mortgaged, pledged and hypothecated to Agent for the benefit of the Secured Parties, and granted to Agent for the benefit of the Secured Parties a Lien on and security in (collectively, the "Interest"), all of its right, title, and interest in, to and under the Trademark Collateral (as defined in each of the following referenced Trademark Security Agreements), including the trademarks and trademark applications referred to on Schedule 1 hereto (collectively, the "Released Trademarks"), pursuant to that certain: (i) Trademark Security Agreement, dated as of December 14, 2007, made by Grantor in favor of Agent, which was recorded in the United States Patent and Trademark Office on December 28, 2007 at Reel/Frame 3686/0507, (ii) Trademark Security Agreement, dated as of September 23, 2011, made by Grantor in favor of Agent, which was recorded in the United States Patent and Trademark Office on September 23, 2011 at Reel/Frame 4629/0610, (iii) Trademark Security Agreement, dated as of November 30, 2012, made by Grantor in favor of Agent, which was recorded in the United States Patent and Trademark Office on November 30, 2012 at Reel/Frame 4910/0270, and (iv) Trademark Security Agreement, dated as of November 26, 2013, made by Grantor in favor of Agent, which was recorded in the United States Patent and

Trademark Office on November 26, 2013 at Reel/Frame 5161/0577 (collectively, (i)-(iv), as amended, restated, supplemented or otherwise modified from time to time, the "Trademark Security Agreements").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Agent does hereby (i) terminate, release and forever discharge its interest in, to and under the Released Trademarks, (ii) terminate the Trademark Security Agreements, and (iii) reassign to Grantor any right, title or interest of Agent in or to the Released Trademarks and all goodwill associated therewith or symbolized thereby. Agent authorizes and requests that the Commissioner of Patents and Trademarks and any other applicable government officer record this Release. Telecopied signatures (or signatures delivered via electronic mail or ".pdf") shall be enforceable as originals.

Executed as of the 2^o day of November, 2018.

[Signature on following page.]

AGENT:

General Electric Company, successor by merger to
General Electric Capital Corporation,
as Agent

By: 

Name: John Voghtzen

Title: Authorized Signatory

Schedule 1

RELEASED TRADEMARKS

TRADEMARKS & TRADEMARK APPLICATIONS

MARK	FILED	APP#	REG. DATE	REG #
SIMPLE, TASTY, FRESH!	9/30/2010	85/142,372	12/13/2011	4,071,674
SIMPLY 500	2/29/2012	85/556,103	12/11/2012	4,259,210
EAT SMART. EAT FRESH.	2/26/2003	76/492,522	1/25/2005	2,921,237
ZOE'S KITCHEN	10/23/2000	76/151,679	11/18/2003	2,783,558
ZOES FRESH TAKE	6/5/2012	85/643,783	9/10/2013	4,401,258
ZOË'S KITCHEN	9/10/2008	77/566,946	7/21/2009	3,659,252
ZOË'S KITCHEN	8/7/2009	77/799,575	3/30/2010	3,766,828
ZOË'S KITCHEN	7/31/2009	77/794,798	3/30/2010	3,766,722