

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM622419

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks
RESUBMIT DOCUMENT ID:	900585410

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
TA Operating LLC		12/14/2020	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	Delaware Trust Company
Street Address:	251 Little Falls Drive
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19808
Entity Type:	Trust Company: DELAWARE

PROPERTY NUMBERS Total: 67

Property Type	Number	Word Mark
Registration Number:	1203914	PETRO STOPPING CENTER
Registration Number:	1424435	PETRO STOPPING CENTER
Registration Number:	1505318	PETRO TRAVEL PLAZA
Registration Number:	1510420	PETRO:LUBE
Registration Number:	1518518	QUICK! SKILLET
Registration Number:	1541034	PETRO:2
Registration Number:	1606012	PETRO
Registration Number:	1610830	PETRO STOPPING CENTERS
Registration Number:	1615532	PETRO
Registration Number:	1620580	IRON SKILLET
Registration Number:	1689774	PETRO STOPPING CENTERS
Registration Number:	1966593	BETO JUNCTION
Registration Number:	2131013	FAST LANE
Registration Number:	2139638	PETRO FILLING STATION YOU'LL NEVER LEAVE
Registration Number:	2182265	LITTLE STORE YOUR BIG TIME SAVER!
Registration Number:	2271214	THE CHOICE OF AMERICA'S DRIVERS
Registration Number:	2328612	IRON SKILLET AMERICA'S CHOICE FOR HOMEST
Registration Number:	2430697	IRON SKILLET AMERICA'S CHOICE FOR HOMEST

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	2450381	PETRO
Registration Number:	2510995	THE QUALITY DIFFERENCE
Registration Number:	2559399	PETRO STOP
Registration Number:	3741380	ESHOP
Registration Number:	3802347	ROAD SQUAD
Registration Number:	3824545	ESHOP
Registration Number:	3825104	YOU BREAK DOWN. WE SHOW UP.
Registration Number:	3949127	ULTRAONE
Registration Number:	4034922	TRUCKSMART
Registration Number:	4050949	ULTRAONE
Registration Number:	4079625	BAND TOGETHER
Registration Number:	4107870	ROAD SQUAD
Registration Number:	4133936	STAYFIT
Registration Number:	4196636	STAYFIT
Registration Number:	4262562	ROAD SQUAD CONNECT
Registration Number:	4314886	ROAD SQUAD CONNECT
Registration Number:	4344131	OPEN ROAD D I S T R I B U T I N G
Registration Number:	4344138	OPEN ROAD DISTRIBUTING
Registration Number:	4358149	TULE TREE LEGENDARY BURRITOS
Registration Number:	4358159	TULE TREE LEGENDARY BURRITOS
Registration Number:	4401690	RESERVE-IT
Registration Number:	4423148	TULE TREE LEGENDARY BURRITOS
Registration Number:	4513962	P RESERVE-IT!
Registration Number:	4533228	LITTLE STORE
Registration Number:	4533229	LITTLE STORE REFUEL YOUR DAY
Registration Number:	4558407	VOTED BEST DRIVER SURVEY
Registration Number:	4600324	WORLD BLENDS COFFEE COMPANY FRESH COFFEE
Registration Number:	4600325	WORLD BLENDS COFFEE COMPANY
Registration Number:	4633358	DOLLAR BILL'S
Registration Number:	4633359	DOLLAR BILL'S
Registration Number:	4666869	CITIZEN DRIVER
Registration Number:	4667679	FRESHEST ROAST ON THE ROAD
Registration Number:	4987023	ROAD SQUAD ONSITE
Registration Number:	4987024	ROAD SQUAD ONSITE
Registration Number:	4991594	REFUEL. REPLENISH. REFRESH.
Registration Number:	5057518	ESHOP
Registration Number:	5192623	MORE: BAYS. EXPERTISE. SOLUTIONS.
Registration Number:	5252352	CAPTAIN COOL

Property Type	Number	Word Mark
Registration Number:	5261631	CAPTAIN COOL
Registration Number:	5276909	COOL CUP
Registration Number:	5276910	CAPTAIN COOL
Registration Number:	5296895	COOL CUP
Registration Number:	5320347	CAPTAIN COOL
Registration Number:	5320348	COOL CUP
Registration Number:	5372620	COOL CUP
Registration Number:	5820634	QUAKER STEAK & LUBE
Registration Number:	5833702	SINCE 1975 IRON SKILLET RESTAURANT
Registration Number:	5893495	TECHON-SITE
Registration Number:	5953430	TECHONSITE

CORRESPONDENCE DATA

Fax Number:

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: 2128192511
Email: iprecordations@whitecase.com
Correspondent Name: Kate Andes
Address Line 1: 1221 Avenue of the Americas
Address Line 4: New York, NEW YORK 10020

ATTORNEY DOCKET NUMBER:	1108568-0022-CM65
NAME OF SUBMITTER:	Kate Andes
SIGNATURE:	/Kate Andes/
DATE SIGNED:	01/26/2021

Total Attachments: 10

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Notice of Grant of Security Interest in Trademarks

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS, dated as of December 14, 2020 (this “**Notice**”), made by TA OPERATING LLC, a Delaware limited liability company (the “**Pledgor**”), in favor of DELAWARE TRUST COMPANY, as Collateral Agent (as defined below).

Reference is made to the Security Agreement, dated as of December 14, 2020 (as amended, restated, supplemented and/or otherwise modified from time to time, the “**Security Agreement**”), among TRAVELCENTERS OF AMERICA INC., a Maryland corporation (the “**Borrower**”), each Subsidiary of the Borrower from time to time party thereto (each, a “**Subsidiary Loan Party**”) and DELAWARE TRUST COMPANY, as collateral agent for the Secured Parties referred to therein (together with its successors and assigns in such capacity, the “**Collateral Agent**”). The parties hereto agree as follows:

SECTION 1. **Terms.** Capitalized terms used in this Notice and not otherwise defined herein have the meanings specified in the Security Agreement. The rules of construction specified in Section 1.01(b) of the Security Agreement also apply to this Notice.

SECTION 2. **Grant of Security Interest.** As security for the payment and performance, as applicable, in full of the Secured Obligations, the Pledgor pursuant to the Security Agreement did, and hereby does, pledge to the Collateral Agent, its successors and permitted assigns, for the benefit of the Secured Parties, a continuing security interest in all of such Pledgor’s right, title and interest in, to and under any and all of the following assets now owned or at any time hereafter acquired by such Pledgor or in which such Pledgor now has or at any time in the future may acquire any right, title or interest (collectively, but excluding any Excluded Assets, the “**Trademark Collateral**”):

all Trademarks, including those listed on Schedule I.

SECTION 3. **Security Agreement.** The security interests granted to the Collateral Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Collateral Agent pursuant to the Security Agreement. The Pledgor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the Trademark Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Notice and the Security Agreement, the terms of the Security Agreement shall govern.

SECTION 4. **Counterparts.** This Notice may be executed in two or more counterparts, each of which shall constitute an original but all of which when taken together shall constitute but one contract. Delivery of an executed counterpart to this Notice by facsimile or other electronic transmission shall be as effective as delivery of a manually signed original.

SECTION 5. **Governing Law.** THIS NOTICE AND ANY CLAIMS, CONTROVERSY, DISPUTE OR CAUSES OF ACTION (WHETHER IN CONTRACT OR TORT OR OTHERWISE) BASED UPON, ARISING OUT OF OR RELATING TO THIS NOTICE AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES UNDER THIS NOTICE SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAWS OF THE STATE OF NEW YORK.

[Signature Pages Follow]

IN WITNESS WHEREOF, the parties hereto have duly executed this Notice as of the day and year first above written.

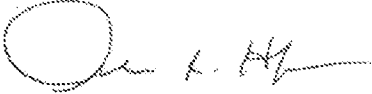
TA OPERATING LLC

By: Peter J. Crago

Name: Peter J. Crago

Title: Executive Vice President, Chief Financial
Officer, Treasurer and Assistant Secretary




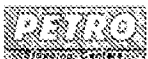

DELAWARE TRUST COMPANY,
as Collateral Agent,







By: 
Name: Alan R. Halpern
Title: Vice President

Schedule I
to Notice of Grant of Security Interest in Trademarks





Trademarks Owned by TA Operating LLC







U.S. Trademark Registrations

Mark	Registration No.	Registration Date
PETRO STOPPING CENTER	1203914	03-AUG-1982
PETRO STOPPING CENTER	1424435	06-JAN-1987
PETRO TRAVEL PLAZA	1505318	20-SEP-1988
PETRO :LUBE PETRO:LUBE	1510420	25-OCT-1988
Quick! Skillet QUICK! SKILLET	1518518	27-DEC-1988
PETRO:2	1541034	23-MAY-1989
 PETRO	1606012	10-JUL-1990
 PETRO STOPPING CENTERS	1610830	21-AUG-1990
 PETRO	1615532	02-OCT-1990
IRON SKILLET	1620580	30-OCT-1990
 PETRO STOPPING CENTERS	1689774	02-JUN-1992
BETO JUNCTION	1966593	09-APR-1996
FAST LANE	2131013	20-JAN-1998
 PETRO FILLING STATION YOU'LL NEVER LEAVE ON EMPTY Cross References: PETRO FILLING STATION YOU WILL NEVER LEAVE ON EMPTY	2139638	24-FEB-1998
LITTLE STORE YOUR BIG TIME SAVER!	2182265	18-AUG-1998
THE CHOICE OF AMERICA'S DRIVERS	2271214	17-AUG-1999
IRON SKILLET AMERICA'S CHOICE FOR HOMESTYLE COOKING	2328612	14-MAR-2000

Mark	Registration No.	Registration Date
 IRON SKILLET AMERICA'S CHOICE FOR HOMESTYLE COOKING SINCE 1975	2430697	27-FEB-2001
PETRO	2450381	15-MAY-2001
THE QUALITY DIFFERENCE	2510995	20-NOV-2001
 PETRO STOP	2559399	09-APR-2002
eSHOP ESHOP	3741380	19-JAN-2010
 ROAD SQUAD	3802347	15-JUN-2010
 ESHOP Cross References: E SHOP	3824545	27-JUL-2010
<small>YOU BREAK DOWN. WE SHOW UP.</small> YOU BREAK DOWN. WE SHOW UP.	3825104	27-JUL-2010
UltraOne ULTRAONE	3949127	19-APR-2011
TruckSmart TRUCKSMART	4034922	04-OCT-2011
 ULTRAONE	4050949	01-NOV-2011
<small>BAND TOGETHER</small> BAND TOGETHER	4079625	03-JAN-2012
<small>ROAD SQUAD</small> ROAD SQUAD	4107870	06-MAR-2012
STAYFIT STAYFIT	4133936	01-MAY-2012
 STAY FIT	4196636	28-AUG-2012

Mark	Registration No.	Registration Date
ROAD SQUAD CONNECT ROAD SQUAD CONNECT	4262562	18-DEC-2012
 ROAD SQUAD CONNECT	4314886	02-APR-2013
 OPEN ROAD DISTRIBUTING	4344131	28-MAY-2013
<small>OPEN ROAD DISTRIBUTING</small> OPEN ROAD DISTRIBUTING	4344138	28-MAY-2013
TULE TREE LEGENDARY BURRITOS TULE TREE LEGENDARY BURRITOS	4358149	25-JUN-2013
 TULE TREE LEGENDARY BURRITOS	4358159	25-JUN-2013
RESERVE-IT RESERVE-IT	4401690	10-SEP-2013
 TULE TREE LEGENDARY BURRITOS	4423148	22-OCT-2013
 RESERVE-IT! P RESERVE-IT!	4513962	15-APR-2014
 LITTLE STORE	4533228	20-MAY-2014
<small>LITTLE STORE REFUEL YOUR DAY</small> LITTLE STORE REFUEL YOUR DAY	4533229	20-MAY-2014

Mark	Registration No.	Registration Date
 VOTED BEST DRIVER SURVEY	4558407	01-JUL-2014
 WORLD BLENDS COFFEE COMPANY FRESH COFFEE BEANS	4600324	09-SEP-2014
<small>WORLD BLENDS COFFEE COMPANY</small> WORLD BLENDS COFFEE COMPANY	4600325	09-SEP-2014
 DOLLAR BILL'S	4633358	04-NOV-2014
DOLLAR BILL'S DOLLAR BILL'S	4633359	04-NOV-2014
CITIZEN DRIVER CITIZEN DRIVER	4666869	06-JAN-2015
<small>FRESHEST ROAST ON THE ROAD</small> FRESHEST ROAST ON THE ROAD	4667679	06-JAN-2015
 ROAD SQUAD ONSITE	4987023	28-JUN-2016
<small>ROAD SQUAD ONSITE</small> ROAD SQUAD ONSITE	4987024	28-JUN-2016
<small>REFUEL. REPLENISH. REFRESH.</small> REFUEL. REPLENISH. REFRESH.	4991594	05-JUL-2016

Mark	Registration No.	Registration Date
eSHOP ESHOP	5057518	11-OCT-2016
MORE BAYS EXPERTISE. SOLUTIONS. MORE: BAYS. EXPERTISE. SOLUTIONS.	5192623	25-APR-2017
 CAPTAIN COOL	5252352	25-JUL-2017
CAPTAIN COOL CAPTAIN COOL	5261631	08-AUG-2017
COOL CUP COOL CUP	5276909	29-AUG-2017
CAPTAIN COOL CAPTAIN COOL	5276910	29-AUG-2017
COOL CUP COOL CUP	5296895	26-SEP-2017
 CAPTAIN COOL	5320347	31-OCT-2017
 COOL CUP	5320348	31-OCT-2017
 COOL CUP	5372620	09-JAN-2018
 QUAKER STEAK & LUBE	5820634	30-JUL-2019
 IRONSKILLET RESTAURANT SINCE 1975	5833702	13-AUG-2019

Mark	Registration No.	Registration Date
TechOn-Site TECHON-SITE	5893495	22-OCT-2019
-----TechOn-SITE----- TECHON SITE	5953430	07-JAN-2020

U.S. Trademark Applications

None

