

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

Assignment ID: TMI12155

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Rubio's Restaurants, Inc.		11/27/2023	Corporation: DELAWARE
RECEIVING PARTY DATA			
Company Name:	Golub Capital LLC, as Administrative Agent		
Street Address:	200 Park Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10166		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	97703644	ORIGINAL HOME OF RUBIO'S FISH TACOS	
Serial Number:	97688804	A TASTE OF BAJA	
Serial Number:	97688748	RUBIO'S A TASTE OF BAJA	
CORRESPONDENCE DATA			
Fax Number:			
<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:	3128637141		
Email:	kristen.lange@goldbergekohn.com		
Correspondent Name:	Kristen Lange, Paralegal		
Address Line 1:	c/o Goldberg Kohn		
Address Line 2:	55 E. Monroe Street, Suite 3300		
Address Line 4:	Chicago, ILLINOIS 60603		
ATTORNEY DOCKET NUMBER:	6483.133		
NAME OF SUBMITTER:	Kristen Lange		
SIGNATURE:	Kristen Lange		
DATE SIGNED:	02/07/2024		
Total Attachments: 5			
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AMENDMENT NO. 1 TO TRADEMARK SECURITY AGREEMENT

THIS AMENDMENT NO. 1 TO TRADEMARK SECURITY AGREEMENT ("Amendment"), dated as of November 27, 2023, by and between RUBIO'S RESTAURANTS, INC., a Delaware corporation ("Grantor"), in favor of GOLUB CAPITAL LLC, a Delaware limited liability company, in its capacity as administrative agent for certain secured parties ("Administrative Agent").

WITNESSETH:

WHEREAS, pursuant to that certain Credit Agreement dated as of December 30, 2020 by and among Grantor, the other Loan Parties party thereto, Administrative Agent, and the Lenders party thereto (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the "Credit Agreement"), the Lenders have agreed to make Loans to Grantor;

WHEREAS, pursuant to that certain Security Agreement dated as of December 30, 2020 by and among Grantor, the other grantors party thereto and Administrative Agent (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the "Security Agreement"), as security for all Obligations, Grantor granted to Administrative Agent, for the benefit of the Secured Parties, a continuing security interest in, lien on, and right of set-off against all Trademarks of Grantor, whether now owned or existing or hereafter acquired or arising; and

WHEREAS, pursuant to the Security Agreement, Grantor executed and delivered to Administrative Agent, for the benefit of the Secured Parties, that certain Trademark Security Agreement ("Trademark Security Agreement") dated December 30, 2020;

WHEREAS, since the date of Grantor's execution of the Trademark Security Agreement, Grantor acquired interests in additional Trademarks set forth on Exhibit A attached hereto (the "New Trademarks"); and

WHEREAS, in accordance with the Security Agreement, the parties agree to amend the Trademark Security Agreement to confirm the inclusion of such New Trademarks;

NOW, THEREFORE, in consideration of the premises and the mutual covenants herein contained and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor hereby agrees as follows:

1. DEFINED TERMS. All capitalized terms used but not otherwise defined herein have the meanings given to them in the Credit Agreement.

2. GRANT OF SECURITY INTEREST IN TRADEMARK COLLATERAL. Grantor hereby grants to Administrative Agent, for the benefit of the Secured Parties, a continuing first priority security interest in, and lien upon, all of Grantor's presently existing or hereafter acquired right, title and interest in and to the Trademarks, including, without limitation, the Trademarks set forth on Schedule A hereto, and all proceeds and products thereof.

3. SECURITY AGREEMENT. The security interests granted pursuant to this Agreement are granted in conjunction with, and not in limitation of, the security interests granted to Administrative Agent pursuant to the Security Agreement. Grantor hereby acknowledges and affirms that the rights and remedies of Administrative Agent with respect to the security interest in the Trademarks and related Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

4. GOVERNING LAW. This Agreement shall be governed by and construed in accordance with the internal laws of the State of New York without giving effect to its choice of law provisions.

[Signature Pages Follow]

IN WITNESS WHEREOF, Grantor has caused this Amendment to be executed and delivered by its duly authorized officer as of the date first set forth above.

RUBIO'S RESTAURANTS, INC.

By: Frank Henigman
Name: Frank Henigman
Title: SVP, CFO

ACCEPTED AND ACKNOWLEDGED BY:

GOLUB CAPITAL LLC, a Delaware limited liability company, as Administrative Agent

By: _____
Name: _____
Title: _____


IN WITNESS WHEREOF, Grantor has caused this Amendment to be executed and delivered by its duly authorized officer as of the date first set forth above.

RUBIO'S RESTAURANTS, INC.

By: _____
Name: _____
Title: _____

ACCEPTED AND ACKNOWLEDGED BY:

GOLUB CAPITAL LLC, a Delaware limited liability company, as Administrative Agent

By: 
Name: Marc C. Robinson
Title: Senior Managing Director

Schedule A

Trademark Applications

TRADEMARK	APPLICATION NUMBER	FILE DATE
Original Home of Rubio's Fish Tacos	97/703644	12/05/22
A Taste of Baja	97/688804	11/22/22
Rubio's a Taste of Baja	97/688748	11/22/22