04-11-2001 Form PTO-1594 U.S. Department of Commerce RIEET 1-31-92 Patent and Trademark Office 101671979 To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof 1. Name of conveying party(ies): 2. Name and address of receiving party(ies): Captain D's, Inc. (previously known as SHN Name: Shoney's Inc. Internal Address: Investments) Street Address: 1727 Elm Hill Pike □ Individual(s) □ Association ☐ General Partnership ☐ Limited Partnership City: Nashville State: TN Zip: 37210 □ Corporation-State of Delaware □ Individual(s) citizenship □ Other □ Association Additional name(s) of conveying party(ies) attached? □ yes □ no ☐ General Partnership 3. Nature of conveyance: 3 □ Limited Partnership □ Corporation-State of Tennessee ■ Assignment □ Merger 03-21-2001 □ Other □ Security Agreement □ Change of Name If assignee is not domiciled in □ Other designation is attached: ue. (Designation must be a separate (nment عندر Execution Date: September 19, 2000 Additional name(s) & address(e. 4. Application number(s) or registration numbers(s) A. Trademark Application No.(s) B. Trademark Registration No.(s) 2,011,023 Additional numbers attached? □ yes □ no 5. Name and address of party to whom correspondence 6. Total number of applications and registrations concerning document should be mailed: involved:.... Name: Nicolette R. Simms Internal Address: Dinsmore & Shohl LLP 7. Total fee (37 CFR 3.41): \$ 40.00 □ Enclosed Street Address: 1900 Chemed Center ☐ Authorized to be charged to deposit account 255 E. Fifth Street □ Please charge any deficiencies or credit any City: Cincinnati State: OH Zip: 45202 overpayment to deposit account 8. Deposit account number: 04-1133 (Attached duplicate copy of this page if paying by deposit account) DO NOT USE THIS SPACE Statement and signature. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Name of Person Signing Total number of pages including cover sheet:

661436.01

CERTIFICATE OF EXPRESS MAIL

"Express Mail" mailing label number: EL378869265US

Date of Deposit: March 27, 2001

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to the Assistant Commissioner for

Trademarks; 2900 Crystal Drive; Arlington, VA 22202-3513.

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TRADEMARK

REEL: 002267 FRAME: 0377

ASSIGNMENT OF TRADEMARKS AND SERVICE MARKS

In consideration of the sum of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, CAPTAIN D'S, INC., a Delaware corporation (previously known as SHN Investments, LLC prior to conversion) with offices at 1727 Elm Hill Pike, Nashville, Tennessee 37210 (the "Assignor") does hereby sell, assign, transfer and set over to SHONEY'S, INC., a Tennessee corporation with offices at 1727 Elm Hill Pike, Nashville, Tennessee 37210 (the "Assignee"), all of Assignor's worldwide rights, title and interest in and to all trademarks and service marks associated with the Shoney's Inn motel system, registered or unregistered, including, without limitation, those registrations and pending applications identified in Schedule A attached hereto and incorporated herein by reference (collectively, the "Marks"), and all rights and registrations therein and therefor in any country or locality worldwide, together with the goodwill of the business in connection with which the Marks are used and which is symbolized by the Marks and the right to recover damages and profits for past, present or future infringements or unauthorized use thereof, with the right to sue for, and collect the same for its own use and enjoyment, and for the use and enjoyment of its successors, assigns, or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this assignment and sale had not been made.

Assignor agrees to execute and deliver at the request and expense of Assignee any papers, instruments and assignments reasonably necessary to vest in Assignee all of Assignor's right, title and interest in and to the Marks and the registrations therefor and/or to provide evidence to support such assignment in the event such evidence is deemed necessary by Assignee, to the extent such evidence is in the possession or control of Assignor. ASSIGNOR MAKES NO REPRESENTATIONS OR WARRANTIES, EXPRESS OR IMPLIED, WITH RESPECT TO THE ASSIGNED MARKS, INCLUDING, WITHOUT LIMITATION, THE CONDITION THEREOF OR THE FITNESS THEREOF FOR ANY PARTICULAR PURPOSE.

ASSIGNOR:

CAPTAIN D'S, INC.

Name: Donna M. Adams Title: Vice President

MaM adams

Date: September 19, 2000

ASSIGNEE:

SHONEY'S, INC.

Name: Ted R. Habermann

Title: Assistant Secretary

Date: September 19, 2000

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TRADEMARK
REEL: 002267 FRAME: 0378

STATE OF TENNESSEE) COUNTY OF DAVIDSON)

Before me, Wanda G. Parsons, a Notary Public of said County and State, personally appeared Ted R. Habermann, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Assistant Secretary (or other officer authorized to execute the instrument) of SHONEY'S, INC., the within named Assignee, a corporation, and that he, as such Assistant Secretary, executed the foregoing instrument for the purposes therein contained, by signing on behalf of the corporation by himself as Assistant Secretary.

Witness my hand and seal, at office in Nashville, Tennessee, this 19th day of September, 2000.

Notary Public

My Commission Expires: July 28, 2001

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Before me, Wanda G. Parsons, a Notary Public of said County and State, personally appeared Donna M. Adams, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be Vice President (or other officer authorized to execute the instrument) of CAPTAIN D'S, INC. the within named Assignor, a corporation, and that he as such Vice President

be Vice President (or other officer authorized to execute the instrument) of CAPTAIN D'S, INC., the within named Assignor, a corporation, and that he, as such Vice President, executed the foregoing instrument for the purposes therein contained, by signing on behalf of the corporation by himself as Vice President.

Witness my hand and seal, at office in Nashville, Tennessee, this 19th day of September, 2000.

Notary Public

My Commission Expires: July 28, 2001

SCHEDULE A TO ASSIGNMENT OF TRADEMARKS AND SERVICE MARKS

<u>MARK</u>	REGISTRATION <u>DATE</u>	REGISTRATION NUMBER
SHONEY'S INN (stylized)	February 16, 1982	1,190,289
SHONEY'S INN (block letters), and for	August 4, 1992	1,705,676
SHONEY'S INN & SUITES (block letters)	October 22, 1996	2,011,023

Other Trademarks and Service Marks.

All common law trademarks, service marks, trade names, artwork, designs and logos that are part of the "Shoney's Inn System" and used in connection with the operation of Shoney's Inn limited service hotels.