

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Termination and Release of Second Lien Trademark Security Interest

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as Collateral Agent		03/01/2007	National Banking Association: UNITED STATES

**RECEIVING PARTY DATA**

<b>Name:</b>	DFO, LLC
<b>Street Address:</b>	203 East Main Street
<b>City:</b>	Spartanburg
<b>State/Country:</b>	SOUTH CAROLINA
<b>Postal Code:</b>	29319
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 72**

Property Type	Number	Word Mark
Registration Number:	1950994	ALL-AMERICAN SLAM
Registration Number:	2242272	AMERICA'S FAVORITE OMELETTES
Registration Number:	2230779	BIG TEXAS CHICKEN FAJITA SKILLET
Registration Number:	2228795	CANADIAN SCRAMBLE
Registration Number:	2219066	COUNTRY SCRAMBLE
Registration Number:	2469927	DENNY'S CLASSIC DINER
Registration Number:	2469928	DENNY'S CLASSIC DINER
Registration Number:	2512281	DENNY'S DINER CLASSIC OPEN 24 HOURS
Registration Number:	2372959	DENNY'S DINER
Registration Number:	2372993	DENNY'S DINER
Registration Number:	2372994	DENNY'S DINER
Registration Number:	2377637	DENNY'S DINER
Registration Number:	2653324	DENNY'S

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Registration Number:	1720986	DENNY'S
Registration Number:	1886750	DENNY'S
Registration Number:	2320275	DENNY'S
Registration Number:	2364727	DENNY'S
Registration Number:	0866599	DENNY'S
Registration Number:	0862087	DENNY'S
Registration Number:	1903868	DENNY'S
Registration Number:	0736161	DENNY'S
Registration Number:	1053390	DENNY'S
Registration Number:	0740359	DENNY'S
Registration Number:	1720991	DENNY'S TIL DAWN
Registration Number:	2221792	FARMER'S OMELETTE
Registration Number:	2005386	FIT FARE
Registration Number:	1996275	FIT FARE
Registration Number:	2761133	
Registration Number:	1735075	FRENCH SLAM
Registration Number:	2294352	DENNY'S GOOD EATS AND COMFORTABLE SEATS.
Registration Number:	2224155	GRAND CITIZEN MENU
Registration Number:	1813884	GRAND SLAM
Registration Number:	1277223	GRAND SLAM BREAKFAST
Registration Number:	2683460	GRAND SLAM SLUGGER
Registration Number:	2802016	GREAT FOOD AND GREAT SERVICE BY GREAT PEOPLE...EVERY TIME!
Registration Number:	2282872	GRIDDLE SENSATIONS
Registration Number:	1944111	INTERNATIONAL SLAM
Registration Number:	1270950	JR. GRAND SLAM
Registration Number:	2611072	MAJOR LEAGUE BURGERS
Registration Number:	1946766	MOONS OVER MY HAMMY
Registration Number:	2005185	
Registration Number:	2577906	PIZZA PARTY
Registration Number:	1736807	PLAY IT AGAIN SLAM
Registration Number:	1945642	SCRAM SLAM
Registration Number:	1757060	SENIOR BELGIAN WAFFLE SLAM
Registration Number:	2331682	SENIOR TRIPLE PLAY
Registration Number:	2222910	SIGNATURE SKILLET'S

Registration Number:	2592374	SLAM
Registration Number:	2569543	SLIM SLAM
Registration Number:	1743375	SOUTHERN SLAM
Registration Number:	1378319	SUPER BIRD
Registration Number:	1944101	SUPER SLAM
Registration Number:	1946765	THE DELIDINGER
Registration Number:	1948747	THE STAR SPANGLED BURGER
Registration Number:	2683459	THE TRIPLE PLAY
Registration Number:	2536481	'TIL DAWN
Registration Number:	2695449	THE TRIPLE PLAY DEAL
Registration Number:	1645411	ULTIMATE OMELETTE
Serial Number:	78414736	DENNY'S SPECIAL BLEND COFFEE
Serial Number:	78440160	APPLESAUCE SWIMMERS
Serial Number:	78440156	CUCUMBER CRAVERZ
Serial Number:	78440137	D-FUSION
Serial Number:	78440143	D-ZONE
Serial Number:	78440167	DEEP-SEA SALAD
Serial Number:	76546252	DENNY'S ALL NIGHT
Serial Number:	78421264	DENVER SCRAMBLE
Serial Number:	78421269	FIESTA SCRAMBLE
Serial Number:	78440162	POTATO VOLCANO
Serial Number:	78440164	FRENCH-TOASTIX
Serial Number:	76547481	SHRIMPSAHOY
Serial Number:	78421267	SUPER SCRAMBLES
Serial Number:	78450319	WE'RE COOKING NOW.

**CORRESPONDENCE DATA**

Fax Number: (617)951-8736  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 617-951-8464  
Email: paula.mazzeo@bingham.com  
Correspondent Name: Paula Mazzeo  
Address Line 1: 150 Federal Street  
Address Line 2: Bingham McCutchen LLP  
Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:	Paula A. Mazzeo
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Signature:

/PAMazzeo/

Date:

03/01/2007

**Total Attachments: 5**

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TERMINATION AND RELEASE  
OF  
SECOND LIEN  
TRADEMARK SECURITY INTEREST

March 1, 2007

TERMINATION AND RELEASE OF SECOND LIEN TRADEMARK SECURITY INTEREST, dated as of September 21, 2004 and July 14, 2006 by BANK OF AMERICA, N.A., as Collateral Agent (the "Agent"), under those certain Trademark Security Agreements dated as of September 21, 2004 (the "2004 Agreement") and July 14, 2006, (the "2006 Agreement" and, together with the 2004 Agreement, the "Agreements"), in certain trademarks of DFO, LLC (f/k/a DFO, Inc.) (the "Grantor"). Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Agreements.

WHEREAS, (i) the 2004 Agreement was recorded on October 7, 2004, with the United States Patent and Trademark Office ("USPTO") at Reel 3056, Frame 0508, and (ii) the 2006 Agreement was recorded on July 19, 2006 with the USPTO at Reel 3351, Frame 0012 for the purpose of securing payment and performance of obligations of the Grantor and the Borrowers;

WHEREAS, the Agent has agreed to terminate and release its second lien interests in the trademarks listed on Exhibit A attached hereto;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent hereby terminates and releases its second lien security interests under the Agreements, and releases all of the Agent's right, title and interest in and to the trademarks listed on Exhibit A attached hereto, effective as of the date set forth above.

This Termination shall be governed by and construed in accordance with the laws of the State of New York without giving effect to the conflict of laws principles thereof.

*[Remainder of this page intentionally left blank.]*

**BANK OF AMERICA, N.A.**, as Collateral Agent

By: 

Name: Tamisha U. Eason

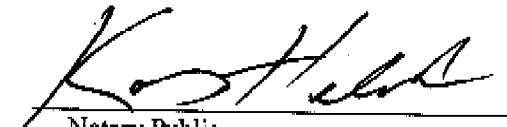
Title: Vice President

**CERTIFICATE OF ACKNOWLEDGMENT**

COMMONWEALTH OF MASSACHUSETTS )

COUNTY OF Suffolk )

On this 01<sup>st</sup> day of March, 2007, before me, the undersigned notary public, personally appeared Tamisha U. Eason, proved to me through satisfactory evidence of identification, which was Driver's License, to be the person whose name is signed above, and acknowledged to me that she signed it voluntarily for its stated purpose (as Vice President for Bank of America, N.A.).



Notary Public

My Commission Expires:



**KALENS HEROLD**

Notary Public

Commonwealth of Massachusetts

My Commission Expires

January 25, 2013

**EXHIBIT A**  
**U.S. Trademarks**

Domestic Mark	Owner	Status	Reg./Serial #	Reg./Filing Date	Renewal Date
All-American Slam	DFO, Inc.	Registered	1,950,994	01/23/96	01/23/96
America's Favorite Cmelettes	DFO, Inc.	Registered	2,242,272	04/27/99	04/27/09
Big Texas Chicken Fajita Skillet	DFO, Inc.	Registered	2,230,779	03/03/99	03/03/09
Canadian Scramble	DFO, Inc.	Registered	2,228,795	03/02/99	03/02/09
Country Scramble	DFO, Inc.	Registered	2,219,866	01/19/99	01/19/09
Denny's Classic Diner and Design with tubes	DFO, Inc.	Registered	2,464,927	07/17/01	07/17/11
Denny's Classic Diner and Design with neon	DFO, Inc.	Registered	2,464,928	07/17/01	07/17/11
Denny's Classic Diner and Design (blue circle)	DFO, Inc.	Registered	2,512,241	11/21/01	11/27/11
Denny's Diner 2000 and Design	DFO, Inc.	Registered	2,372,959	08/01/00	08/01/10
Denny's Diner 2000 and Design	DFO, Inc.	Registered	2,372,993	08/01/00	08/01/10
Denny's Diner 2000 and Design	DFO, Inc.	Registered	2,372,994	08/01/00	08/01/10
Denny's Diner 2000 and Design	DFO, Inc.	Registered	2,377,637	08/15/00	08/15/10
Denny's Diner 2000 w/o "Diner"	DFO, Inc.	Registered	2,653,324	11/26/02	11/26/12
Denny's within a French Diamond	DFO, Inc.	Registered	1,720,996	09/29/92	09/29/02
Denny's within a French Diamond	DFO, Inc.	Registered	1,896,755	03/29/95	03/28/05
Denny's within a French Diamond	DFO, Inc.	Registered	2,120,275	02/22/00	02/22/10
Denny's 2000 (Stylized)	DFO, Inc.	Registered	2,354,727	07/04/00	07/04/10
Denny's (Stylized)	DFO, Inc.	Registered	866,599	03/11/89	03/11/09
Denny's (Stylized)	DFO, Inc.	Registered	862,087	12/17/88	12/17/08
Denny's (Stylized)	DFO, Inc.	Registered	1,903,868	07/04/95	07/04/05

Domestic Mark	Owner Inc.	Status	Reg./Serial #	Reg./Filing Date	Renewal Date
Denny's (Word Mark)	DFO, Inc.	Registered	736,161	09/14/62	09/14/12
Denny's (Word Mark)	DFO, Inc.	Registered	1,053,390	11/23/76	11/23/06
Denny's (Word Mark)	DFO, Inc.	Registered	740,359	11/06/62	11/06/62
Denny's Til Dawn	DFO, Inc.	Registered	1,720,991	09/29/92	09/29/12
Farmer's Smolette	DFO, Inc.	Registered	2,221,792	02/02/99	02/02/09
Fit Fare and Design (Logo)	DFO, Inc.	Registered	2,005,396	10/01/96	10/01/06
Fit Fare (Word Mark)	DFO, Inc.	Registered	1,996,275	08/20/96	08/20/06
<del>Fit Fare (Word Mark)</del>	<del>DFO, Inc.</del>	<del>Registered</del>	<del>1,996,275</del>	<del>08/20/96</del>	<del>08/20/06</del>
French Diamond Design	DFO, Inc.	Registered	2,761,133	09/09/03	09/09/13
French Siam	DFO, Inc.	Registered	1,735,075 1,1386,275	11/24/92	11/24/12
Good Eats and Comfortable Seats	DFO, Inc.	Registered	2,294,362	11/23/99	11/23/09
Grand Citizen Menu	DFO, Inc.	Registered	2,224,155	02/19/99	02/19/09
Grand Siam	DFO, Inc.	Registered	1,833,884	12/28/93	12/28/03
Grand Siam Breakfast	DFO, Inc.	Registered	1,277,223	05/08/84	05/08/04
Grand Siam Sluggert	DFO, Inc.	Registered	2,663,460	02/03/03	02/03/13
Great Food and Great Service by Great People... Every Time!	DFO, Inc.	Registered	2,802,016	01/06/04	01/06/14
Griddle Sensations	DFO, Inc.	Registered	2,282,072	10/05/99	10/05/09
International Siam	DFO, Inc.	Registered	1,944,111	12/26/85	12/26/05
Jr. Grand Siam	DFO, Inc.	Registered	1,270,950	03/20/84	03/20/04
Major League Burgers	DFO, Inc.	Registered	2,611,072	08/27/02	08/27/12
Moons Over My Hammy	DFO, Inc.	Registered	1,846,766	01/09/96	01/09/06
Owl and Moon Design	DFO, Inc.	Registered	2,005,193	10/01/96	10/01/06
Pizza Party	DFO, Inc.	Registered	2,577,906	06/11/02	06/11/12
Play It Again Siam	DFO, Inc.	Registered	1,736,807	12/01/92	12/01/02
Scraps Siam	DFO, Inc.	Registered	1,945,642	01/02/96	01/02/06
Senior Belgian Waffle Siam	DFO, Inc.	Registered	1,757,060	03/09/93	03/09/03



Domestic Mark	Owner	Status	Reg./Serial #	Reg./Filing Date	Renewal Date
Senior Triple Play	DFC, Inc.	Registered	2,331,682	03/21/00	03/21/10
Signature Skillets	DFC, Inc.	Registered	2,222,910	02/09/99	02/09/09
Slam	DFC, Inc.	Registered	2,592,374	07/09/02	07/09/12
Slim Slam	DFC, Inc.	Registered	2,569,543	05/14/02	05/14/12
Southern Slam	DFC, Inc.	Registered	1,743,375	12/29/92	12/29/02
Super Bird	DFC, Inc.	Registered	1,379,319	02/14/86	01/14/96
Super Slam	DFC, Inc.	Registered	1,944,101	12/26/95	12/26/05
The Solidinger	DFC, Inc.	Registered	1,946,765	01/09/96	01/09/06
The Star Spangled Burger	DFC, Inc.	Registered	1,949,747	01/16/96	01/16/06
The Triple Play	DFC, Inc.	Registered	2,683,459	02/03/03	02/03/13
'Til Dawn (word mark)	DFC, Inc.	Registered	2,936,981	02/05/02	02/05/12
Triple Play Deal	DFC, Inc.	Registered	2,695,449	03/11/03	03/11/13
Ultimate Omelette	DFC, Inc.	Registered	1,645,411	05/21/91	05/21/11

**Pending U.S. Trademark Applications**

Domestic Mark	Owner	Status	Reg./Serial #	Reg./Filing Date
Benny's Special Blend Coffee	DFC, Inc.	Pending	78/414736	05/07/04
Applesauce Swimmers	DFC, Inc.	Pending	78/440,160	06/23/04
Cumper Cravers	DFC, Inc.	Pending	78,440,156	06/23/04
D-Fusion	DFC, Inc.	Pending	78,443,137	06/23/04
D-Zone	DFC, Inc.	Pending	78,443,143	06/23/04
Deep-Sea Salad	DFC, Inc.	Pending	78,443,167	06/23/04
Denny's All Night	DFC, Inc.	Pending	78/546232	09/22/03
Denny Scramble	DFC, Inc.	Pending	78/421264	05/19/04
Piasta Scramble	DFC, Inc.	Pending	78/421369	05/19/04
Potato Volcano	DFC, Inc.	Pending	78,443,162	06/23/04
French-Toastix	DFC, Inc.	Pending	78,443,164	06/23/04
ShrimpAhoy	DFC, Inc.	Pending	78/547481	09/23/03
Super Scrambles	DFC, Inc.	Pending	78/421367	05/19/04
We're Cooking Now	DFC, Inc.	Pending	78/58313	7/14/04