

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Trademark Release of Reel/Frame 4798/0955

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
General Electric Capital Corporation		10/25/2013	CORPORATION:

RECEIVING PARTY DATA

Name:	Papa Murphy's International LLC
Street Address:	8000 N.E. Parkway Drive, Suite 3500
City:	Vancouver
State/Country:	WASHINGTON
Postal Code:	98552
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 27

Property Type	Number	Word Mark
Registration Number:	2736495	A FRESH WAY OF MAKING PIZZA.
Registration Number:	2186254	DELITE
Registration Number:	3339186	DELITE
Registration Number:	2815887	HAND MADE HOME BAKED
Registration Number:	4137870	HANDMADE. HOME BAKED.
Registration Number:	3676208	MAKE IT A MEAL
Registration Number:	3211275	
Registration Number:	3405204	
Registration Number:	1837441	PAPA ALDO'S
Registration Number:	2607594	
Registration Number:	1983341	PAPA MURPHY'S
Registration Number:	3961116	PAPA MURPHY'S PIZZA
Registration Number:	4131041	PAPA MURPHY'S PIZZA
Registration Number:	3148464	PAPA MURPHY'S TAKE 'N' BAKE PIZZA

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Registration Number:	3148456	PAPA MURPHY'S TAKE 'N' BAKE PIZZA
Registration Number:	3148457	PAPA MURPHY'S TAKE 'N' BAKE PIZZA
Registration Number:	3148460	PAPA MURPHY'S TAKE 'N' BAKE PIZZA
Registration Number:	3148461	PAPA MURPHY'S TAKE 'N' BAKE PIZZA
Registration Number:	3192303	PAPA MURPHY'S TAKE 'N' BAKE PIZZA
Registration Number:	1447787	PAPA'S FAVORITE
Registration Number:	2924995	PAPA-RONI
Registration Number:	3518907	WE CAN DO THAT
Serial Number:	85292262	HANDMADE. HOME BAKED.
Serial Number:	85380454	HEARTBAKER
Serial Number:	85451472	JOIN THE TAKE 'N' BAKE REVOLUTION
Serial Number:	85451478	MINI MURPH
Serial Number:	85451459	

CORRESPONDENCE DATA

Fax Number: 2123108007
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 2123108000
Email: justin.d.lee@weil.com, scott.sadin@weil.com, brian.lee@weil.com
Correspondent Name: Justin D. Lee
Address Line 1: Weil, Gotshal & Manges LLP
Address Line 2: 767 Fifth Avenue
Address Line 4: New York, NEW YORK 10153

ATTORNEY DOCKET NUMBER:	66863.0003/JUSTIN D. LEE
NAME OF SUBMITTER:	Justin D. Lee
Signature:	/Justin D. Lee/
Date:	10/25/2013

Total Attachments: 8

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TRADEMARK RELEASE

THIS TRADEMARK RELEASE is made as of October 25, 2013 by **GENERAL ELECTRIC CAPITAL CORPORATION**, a Delaware corporation, as administrative agent ("**Agent**").

WITNESSETH:

WHEREAS, Agent and **PAPA MURPHY'S INTERNATIONAL LLC**, a Delaware limited liability company ("**Grantor**"), were parties to that certain Trademark Security Agreement, dated as of June 11, 2012 (as amended, restated, amended and restated, supplemented or otherwise modified, the "**Agreement**"), pursuant to which Grantor granted a security interest to Agent in certain trademarks (the "**Trademarks**") and Trademark Collateral (as defined below) as security for certain obligations owing by Grantor to Agent, including, without limitation, the Trademarks set forth on Schedule 1 hereto; and

WHEREAS, the Agreement was recorded by the United States Patent and Trademark Office on June 11, 2012 at Reel 4798, Frame 0955; and

WHEREAS, Grantor has requested that Agent release all mortgages, pledges, security interests in and liens on the Trademarks and Trademark Collateral and reassign the same to Grantor. Capitalized terms used herein without definition are used as defined in the Assignment.

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. Agent hereby releases and discharges fully all mortgages, pledges, security interests in and liens on all of Grantor's right, title and interest in and to the following (collectively, the "**Trademark Collateral**"):

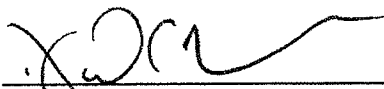
- (i) all of its Trademarks, including, without limitation, those referred to on Schedule 1 hereto;
- (ii) all renewals and extensions of the foregoing;
- (iii) all goodwill of the business connected with the use of, and symbolized by, each such Trademark; and
- (iv) all income, royalties, proceeds and Liabilities at any time due or payable or asserted under and with respect to any of the foregoing, including, without limitation, all rights to sue and recover at law or in equity for any past, present and future infringement, misappropriation, dilution, violation or other impairment thereof.

2. Agent hereby reassigns, grants and conveys to Grantor, without any representation, recourse or undertaking by Agent, all of Agent's right, title and interest, if any, in and to the Trademark Collateral.

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IN WITNESS WHEREOF, Agent has caused this Trademark Release to be executed as of the day and year first above written.

**GENERAL ELECTRIC CAPITAL
CORPORATION, as Agent**

By: 
Name: Daniel Nunes
Title: Duly Authorized Signatory

Trademark Release


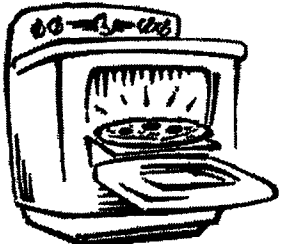
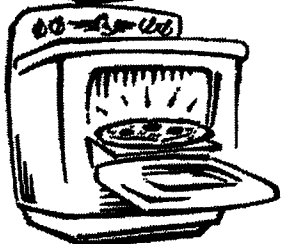
**TRADEMARK
REEL: 005139 FRAME: 0594**








SCHEDULE 1

See attached.

**SCHEDULE I
TO
TRADEMARK SECURITY AGREEMENT**


1. Registered Trademarks:

Mark	Example	Registration/ Application No.	Registration /Application Date	For
A FRESH WAY OF MAKING PIZZA	Words	2,736,495	7/15/03	Unbaked pizza prepared for off-premises baking and consumption (IC 030)
deLITE		2,186,254	9/1/98	Unbaked pizza prepared for off-premises baking and consumption (IC 030)
DELITE	Words	3,339,186	11/20/07	Unbaked pizza prepared for off-premises baking and consumption (IC 030)
HAND MADE HOME BAKED	Words	2,815,887 Supp Reg	2/17/04	Unbaked pizza prepared for off-premises baking and consumption (IC 030)
HANDMADE HOME BAKED	Words	4,137,870	5/8/2012	Unbaked pizza prepared for off-premises baking and consumption (IC 030)
MAKE IT A MEAL	Words	3,676,208	9/1/09	Retail Store services featuring pizza (IC 035)
OPEN OVEN DESIGN		3,211,275	2/20/07	Retail Store services featuring pizza (IC035)
OPEN OVEN DESIGN B&W		3,405,204	4/1/08	Food products, specifically unbaked pizza and calzone, prepared for off- premises baking and consumption (IC030)
PAPA ALDO'S	Words	1,837,441	5/24/94	Uncooked pizza, pastas, sauces, spices, lasagna

PAPA GUY LOGO		2,607,594	8/13/02	and cookie dough (IC 030) Unbaked pizza prepared for off-premises baking and consumption (IC 030)
PAPA MURPHY'S	Words	1,983,341	7/2/96	Unbaked pizza prepared for off-premises baking and consumption (IC 030)
PAPA MURPHY'S PIZZA (black & white with design)		3,961,116	5/17/2011	Retail store services featuring pizza. (IC 035)
PAPA MURPHY'S PIZZA (color with design)		4,131,041	4/24/2012	Retail store services featuring pizza. (IC 035)
PAPA MURPHY'S TAKE 'N' BAKE PIZZA (standard characters)	Words	3,148,464	9/26/06	Retail store services featuring pizza. (IC 035)
PAPA MURPHY'S TAKE 'N' BAKE PIZZA (stylized and/or with design)		3,148,456	9/26/06	Food products, specifically, unbaked pizza, calzones, dessert pizza, cinnamon rolls, and cookies, prepared for off-premises baking and consumption. (IC 030)
PAPA MURPHY'S TAKE 'N' BAKE PIZZA (with design)		3,148,457	9/26/06	Retail store services featuring pizza. (IC 035)
PAPA MURPHY'S TAKE 'N' BAKE PIZZA (stylized and/or with design)		3,148,460	9/26/06	Food products, specifically, unbaked pizza, calzones, dessert pizza, cinnamon rolls, and cookies, prepared for off-premises baking and consumption. (IC 030)
PAPA MURPHY'S TAKE 'N' BAKE PIZZA (stylized and/or with design)		3,148,461	9/26/06	Retail store services featuring pizza. (IC 035)

design) PAPA MURPHY'S TAKE 'N' BAKE PIZZA (stylized and/or with design)	Words	3,192,303	1/2/07	Precut vegetable salads, namely garden salads, club salads, Caesar salads and Italian salads (IC 029)
				Food products, specifically, unbaked pizza, calzones, dessert pizza, cinnamon rolls, and cookies, prepared for off-premises baking and consumption. (IC 030)
PAPA'S FAVORITE	Words	1,447,787	7/14/87	Pizza for consumption off the premises.
PAPA-RONI	Words	2,924,995	2/8/05	Unbaked pizza prepared for off-premises cooking and consumption (IC 030)
WE CAN DO THAT	Words	3,518,907	10/21/08	Retail store services featuring pizza (IC 35)

2. Trademark Applications

Mark	Example	Registration/ Application No.	Registration /Application Date	For
HANDMADE HOME BAKED HEARTBAKER	Words	85,292,262	4/11/2011	Retail Store services featuring pizza (IC 035)
	Words	85,380,454	7/25/2011	Unbaked pizza prepared for off-premises baking and consumption (IC 030)
JOIN THE TAKE 'N' BAKE REVOLUTION	Words	85,451,472	10/19/2011	Unbaked pizza prepared for off-premises baking and consumption (IC 030)
MINI MURPH	Words	85,451,478	10/19/2011	Unbaked pizza prepared for off-premises baking and consumption (IC 030)
PIZZA CUTTER (Stylized)		85,451,459	10/19/2011	Unbaked pizza prepared for off-premises cooking and consumption (IC 030)

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