

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|------------------------------|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|----------------------------|----------|----------------|-----------------------|
| Merlin's Franchising, Inc. | | 02/18/2014 | CORPORATION: ILLINOIS |

RECEIVING PARTY DATA

| | |
|--------------------------|---|
| Name: | SBA-TLC, LLC |
| Street Address: | 440 S. Church Street |
| Internal Address: | Suite 700 |
| City: | Charlotte |
| State/Country: | NORTH CAROLINA |
| Postal Code: | 28202 |
| Entity Type: | LIMITED LIABILITY COMPANY: NORTH CAROLINA |

PROPERTY NUMBERS Total: 10

| Property Type | Number | Word Mark |
|----------------------|----------|----------------------------------|
| Registration Number: | 1025371 | MERLIN |
| Registration Number: | 1340568 | MERLIN'S |
| Registration Number: | 1390713 | |
| Registration Number: | 2578539 | |
| Registration Number: | 2558722 | SNUG HUGS FOR KIDS |
| Registration Number: | 2751877 | WE CARE ABOUT YOU. AND YOUR CAR. |
| Registration Number: | 2552645 | HAVE YOU MET MERLIN YET? |
| Registration Number: | 3211368 | THE DRIVE FOR 200000 |
| Registration Number: | 3376521 | 200,000 MILES SHOP |
| Serial Number: | 85218269 | 200,000 MILES |

CORRESPONDENCE DATA

Fax Number:

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent

900281559

**TRADEMARK
 REEL: 005226 FRAME: 0811**

OP \$265.00 1025371

via US Mail.

Phone: 704-644-8113
Email: sarah.workman@drivenbrands.com
Correspondent Name: Sarah Workman
Address Line 1: 440 S. Church Street
Address Line 2: Suite 700
Address Line 4: Charlotte, NORTH CAROLINA 28202

| | |
|-------------------------|----------------------|
| ATTORNEY DOCKET NUMBER: | MERLIN'S ACQUISITION |
| NAME OF SUBMITTER: | Sarah Workman |
| Signature: | //Sarah Workman// |
| Date: | 02/28/2014 |

Total Attachments: 3

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ASSIGNMENT OF SERVICEMARKS AND TRADEMARKS

THIS ASSIGNMENT OF SERVICEMARKS AND TRADEMARKS is entered into as of February 18, 2014 (the "Effective Date"), by and between Merlin Corporation, an Illinois corporation, and Merlin's Franchising, Inc., an Illinois corporation, collectively as "Assignor", and with SBA-TLC, LLC, a North Carolina limited liability company (the "Assignee").

Assignor and Assignee are parties to an Asset Purchase Agreement dated as of February 18, 2014 (the "Agreement"), pursuant to which Assignor has agreed to sell to Assignee and Assignee has agreed to buy from Assignor the Purchased Assets (as defined in the Agreement), including without limitation the servicemarks, trademarks, and tradenames of Assignor. Pursuant to the Agreement, Assignor has agreed to execute such instruments as the Assignee may reasonably request in order to more effectively assign, transfer, grant, convey, assure, and confirm to Assignee and its successors and assigns, or to aid and assist in the collection of or reducing to possession by the Assignee of, all of such assets.

In accordance herewith, Assignor desires to transfer and assign to Assignee, and Assignee desires to accept the transfer and assignment of, all of Assignor's worldwide right, title and interests in, to and under Assignor's registered and unregistered domestic and foreign servicemarks, trademarks, trademark applications, and tradenames, including without limitation the servicemarks, trademarks, servicemark and trademark applications and tradenames listed on Exhibit A annexed hereto and incorporated herein by reference (all of the foregoing referred to herein as the "Marks").

NOW THEREFORE, Assignor, for and in exchange for the payment of the purchase price set forth in the agreement, the receipt of which is hereby acknowledged, does hereby transfer and assign to Assignee, and Assignee hereby accepts the transfer and assignment of, all of Assignor's worldwide right, title, and interest in, to and under the Marks, together with the goodwill of the business associate therewith and which is symbolized thereby, all rights to sue for infringement of any Mark, whether arising prior to or subsequent to the date of this Assignment of Servicemarks and Trademarks, and any and all renewals and extensions thereof that may hereafter be secured under the laws now or hereafter in effect in the United State, Canada and in any other jurisdiction, the same to be held and enjoyed by the said Assignee, its successors and assigns from and after the date hereof as fully and entirely as the same would have been held and enjoyed by the said Assignor had this Assignment of Servicemarks and Trademarks not been made,

Except to the extent that federal law preempts state law with respect to the matters covered hereby, this Assignment of Servicemarks and Trademarks shall be governed by and construed in accordance with the

- Signature page appears next -

IN WITNESS WHEREOF, the parties hereto, intending to be legally bound hereby, have executed this Assignment as of the Effective Date.

MERLIN:

Merlin's Franchising, Inc.

DocuSigned by:
By: Frank Smola
0BA1A84678044F7...
Frank Smola, President & CEO

Merlin Corporation

DocuSigned by:
By: Frank Smola
0BA1A84678044F7...
Frank Smola, President & CEO

SBA-TLC, LLC.

DocuSigned by:
By: Noah Pollack
E9CB79BAC55C445...
Noah Pollack, Manager

Exhibit A
“Marks”

REGISTERED TRADEMARKS

| Trademark | Application No. | Application Date | Registration No. | Registration Date |
|---------------------------------|------------------------|-------------------------|-------------------------|--------------------------|
| THE DRIVE FOR 200000 | 78875501 | 5/3/06 | 3211368 | 2/20/07 |
| 200,000 MILES SHOP | 78781958 | 12/28/05 | 3376521 | 1/29/08 |
| Design Only | 76311040 | 9/10/01 | 2578539 | 6/11/02 |
| WE CARE ABOUT YOU. AND YOUR CAR | 76298527 | 8/14/01 | 2751877 | 8/19/03 |
| HAVE YOU MET MERLIN YET? | 76298528 | 8/14/01 | 2552645 | 3/26/02 |
| SNUG HUGS FOR KIDS | 76275542 | 6/21/01 | 2558722 | 4/9/02 |
| Design Only | 73560112 | 9/25/85 | 1390713 | 4/22/86 |
| MERLIN'S | 73500728 | 9/24/84 | 1340568 | 6/11/85 |
| MERLIN | 73047135 | 3/19/75 | 1025371 | 11/18/75 |

TRADEMARK APPLICATIONS

| Trademark | Application No. | Application Date |
|------------------|------------------------|-------------------------|
| 200,000 MILES | 85218269 | 1/14/11 |