

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM354113

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment of Intellectual Property Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
General Electric Capital Corporation		08/21/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Antares Capital LP		
Street Address:	500 W. Monroe Street		
Internal Address:	17th Floor		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60661		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	3079073	OUR PIZZA IS "WELL DONE"	
Registration Number:	3995391	COAL FIRED & COCKTAILS	
Registration Number:	3611855	WARNING OUR PIZZA IS "WELL DONE"	
Registration Number:	3491870	PIZZA WELL DONE	
Registration Number:	4298145	A	
Registration Number:	4298149	A	
CORRESPONDENCE DATA			
Fax Number:	3026365454		
<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:	800-927-9801 x 62348		
Email:	jean.paterson@cscglobal.com		
Correspondent Name:	Corporation Service Company		
Address Line 1:	1090 Vermont Avenue NW, Suite 430		
Address Line 4:	Washington, D.C. 20005		
ATTORNEY DOCKET NUMBER:	772438-53A		
NAME OF SUBMITTER:	Jean Paterson		
SIGNATURE:	/jep/		

CH \$165.00 3079073

DATE SIGNED:	09/04/2015
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Total Attachments: 4

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ASSIGNMENT OF INTELLECTUAL PROPERTY
SECURITY AGREEMENT

This **ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT** (this "Assignment"), dated as of August 21, 2015, is by **GENERAL ELECTRIC CAPITAL CORPORATION** (individually, "GECC"), acting in its capacity as the current and resigning administrative agent (in such capacity, the "Retiring Agent") and **ANTARES CAPITAL LP**, a Delaware limited partnership (individually, "Antares"), acting in its capacity as the successor administrative agent (in such capacity, the "Successor Agent").

RECITALS:

WHEREAS, Anthony's Pizza Holding Company, LLC, as "Grantor", and Retiring Agent are parties to those certain intellectual property security agreements identified in Exhibit A attached hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, collectively, the "Agreements") covering certain intellectual property set forth on Exhibit B attached hereto; and

WHEREAS, pursuant to that certain Omnibus Agency Transfer Agreement by and among GECC, as the Retiring Agent, and Antares, as Successor Agent, Retiring Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreements, in each instance, in its capacity as administrative agent and, if applicable, collateral agent.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Retiring Agent hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreements.

This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

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IN WITNESS WHEREOF, Retiring Agent and Successor Agent have caused this Assignment to be duly executed as of the date first above written.

RETIRING AGENT:

GENERAL ELECTRIC CAPITAL
CORPORATION

By: *[Signature]*
Name: Heidi Rinehart
Title: Duly Authorized Signatory

SUCCESSOR AGENT:

ANTARES CAPITAL LP

By: *[Signature]*
Name: Heidi Rinehart
Title: Duly Authorized Signatory

EXHIBIT A

Trademark Security Agreement dated as of December 30, 2011 and filed with the United States Patent and Trademark Office on December 30, 2011 at Reel 4689, Frame 0638.

Trademark Security Agreement dated as of September 17, 2013 and filed with the United States Patent and Trademark Office on September 18, 2013 at Reel 5113, Frame 0898.

EXHIBIT B

Serial Number	Filing Date	Registration Number	Registration Date	Word Mark
78547697	1/14/2005	3079073	4/11/06	OUR PIZZA IS "WELL DONE"
85116170	10/26/2010	3995391	7/12/11	COAL FIRED & COCKTAILS
77570073	9/15/2008	3611855	4/28/09	WARNING OUR PIZZA IS "WELL DONE"
77355025	12/18/2007	3491870	8/26/08	PIZZA WELL DONE

Mark	Serial No.	Filing Date	Registration No.	Registration Date	Status of Mark	Owner/Applicant
A	85678779	7/17/12	4298145	3/5/13	Registered	Anthony's Pizza Holding Company, Inc.
A	85678835	7/17/12	4298149	3/5/13	Registered	Anthony's Pizza Holding Company, Inc.