

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM374221

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
WILMINGTON TRUST, NATIONAL ASSOCIATION		02/19/2016	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Perkins & Marie Callender's, LLC		
Street Address:	6075 Poplar Avenue, Suite 800		
City:	Memphis		
State/Country:	TENNESSEE		
Postal Code:	38119-4709		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
Name:	Marie Callender Pie Shops, LLC		
Street Address:	6075 Poplar Avenue, Suite 800		
City:	Memphis		
State/Country:	TENNESSEE		
Postal Code:	38119-4709		
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA		
PROPERTY NUMBERS Total: 19			
Property Type	Number	Word Mark	
Registration Number:	0809680	PERKINS	
Registration Number:	1203149	PERKINS	
Registration Number:	1231484	PERKINS	
Registration Number:	1243032	BOTTOMLESS POT OF COFFEE	
Registration Number:	1403558	PERKINS FAMILY RESTAURANT	
Registration Number:	1403560	PERKINS FAMILY RESTAURANT BAKERY	
Registration Number:	1464960	PERKINS FAMILY RESTAURANT BAKERY	
Registration Number:	1663533	MAGNIFICENT SEVEN	
Registration Number:	1679722	PERKINS PROMISE	
Registration Number:	1751454	MAMMOTH MUFFIN	
Registration Number:	1843806	FOXTAIL FOODS	
Registration Number:	1897634	TREMENDOUS TWELVE	
Registration Number:	2187924	MORNING SUNRISE	
TRADEMARK			

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Property Type	Number	Word Mark
Registration Number:	2286891	KID PERKS
Registration Number:	2490366	PERKINS RESTAURANT & BAKERY
Registration Number:	2492247	PERKINS RESTAURANT & BAKERY
Registration Number:	2724058	SIMPLY SCOOP
Registration Number:	3650818	BREAKFAST IS JUST THE BEGINNING
Registration Number:	3756143	CORONA BAKERY

CORRESPONDENCE DATA

Fax Number: 4045725100
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.
Phone: 4045723408
Email: mramic@kslaw.com
Correspondent Name: Mia Ramic King and Spalding
Address Line 1: 1180 Peachtree Street NE
Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER:	23474.233001
NAME OF SUBMITTER:	Mia Ramic
SIGNATURE:	/Mia Ramic/
DATE SIGNED:	02/23/2016

Total Attachments: 5
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**TERMINATION AND RELEASE OF SECOND LIEN TRADEMARK SECURITY
AGREEMENT**

This TERMINATION AND RELEASE OF SECOND LIEN TRADEMARK SECURITY AGREEMENT (the "Termination") is dated as of February 19, 2016, and made by WILMINGTON TRUST, NATIONAL ASSOCIATION, in its capacity as Agent for the Lenders and the Lender Group (each as defined in the Security Agreement (as hereinafter defined)) (the "Grantee"), to each of Perkins & Marie Callender's, LLC, a Delaware limited liability company ("PMC"), Perkins & Marie Callender's Holding, LLC, a Delaware limited liability company, Marie Callender Pie Shops, LLC, a California limited liability company, MC Wholesalers, LLC (f/k/a Marie Callender Wholesalers, LLC), a California limited liability company, FIV, LLC, a Delaware limited liability company, MCID, Inc., an Idaho corporation, Wilshire Beverage, Inc., a Texas corporation and PMCI Promotions LLC, a Colorado limited liability company (each a "Grantor", and collectively, the "Grantors"). Capitalized terms used and not otherwise defined herein shall have the meanings given to them in the Security Agreement.

WHEREAS, pursuant to that certain Guaranty Security Agreement dated as of November 31, 2011 (including annexes, exhibits or schedules thereto, as from time to time, amended, restated, supplemented or otherwise modified, the "Security Agreement") and Second Lien Trademark Security Agreement, dated as of November 30, 2011 and recorded with the United States Patent & Trademark Office at Reel 004672, Frame 0299 on December 5, 2011 (as heretofore amended, supplemented or otherwise modified, the "Trademark Security Agreement"), each made by the Grantors in favor of the Grantee, the Grantors granted, assigned and pledged to the Grantee for the benefit of each member of the Lender Group, a continuing security interest in all of such Grantors' right, title and interest in and to the Trademark Collateral, including those Trademarks set forth on Schedule A hereto.


WHEREAS, on December 11, 2015, pursuant to that certain payoff letter, dated as of December 11, 2015, issued by Grantee and acknowledged by PMC, Grantee terminated and released the Security Agreement and the security interest granted therein;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination, Grantee hereby agrees as follows:

Release of Security Interest. Grantee, on its own behalf and on behalf of the Lenders and the Lender Group, hereby (i) terminates, releases and discharges of record the Trademark Security Agreement and the security interest in the Trademark Collateral granted therein and pursuant to the Security Agreement and (ii) reassigns to the person or persons legally entitled thereto all right, title and interest in the Trademark Collateral.

IN WITNESS WHEREOF, the Grantee has caused this Termination to be executed by its duly authorized officer as of the date first written above.

**WILMINGTON TRUST, NATIONAL
ASSOCIATION, as Agent**

By: 
Name: Meghan H. McCauley
Title: Assistant Vice President

SCHEDULE A
Trademark Registrations/Applications

Grantor	Country	Mark	Application/ Registration No.
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	PERKINS	0809680 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	PERKINS	1203149 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	PERKINS	1231484 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	BOTTOMLESS POT OF COFFEE	1243032 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	PERKINS FAMILY RESTAURANT	1403558 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	PERKINS FAMILY RESTAURANT BAKERY	1403560 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	PERKINS FAMILY RESTAURANT BAKERY	1464960 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	MAGNIFICENT SEVEN	1663533 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	PERKINS PROMISE	1679722 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	MAMMOTH MUFFIN	1751454 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	FOXTAIL FOODS	1843806 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	TREMENDOUS TWELVE	1897634 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	MORNING SUNRISE	2187924 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	KID PERKS	2286891 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	PERKINS RESTAURANT & BAKERY	2490366 ®
Perkins & Marie Callender's, LLC	United States	PERKINS RESTAURANT &	2492247 ®

Grantor	Country	Mark	Application/ Registration No.
(f/k/a Perkins & Marie Callender's Inc.)		BAKERY	
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	SIMPLY SCOOP	2724058 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	BREAKFAST IS JUST THE BEGINNING	3650818 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	BOTTOMLESS CUP OF HOT TEA	Common Law Rights
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	BOTTOMLESS GLASS OF ICED TEA	Common Law Rights
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	CHOCOLATE CHIPPER SUNDAE	Common Law Rights
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	FUDGE FLATTOP DESSERT	Common Law Rights
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	GRANDMA'S BREAD PUDDING	Common Law Rights
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	GRANNY'S COUNTRY OMELETTE	Common Law Rights
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	HOMESTEAD BEEF STEW	Common Law Rights
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	United States	P IN SCRIPT	Common Law Rights
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	Canada	BREAKFAST IS JUST THE BEGINNING	1481616
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	Canada	PERKINS	307738 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	Canada	BOTTOMLESS POT OF COFFEE	350332 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	Canada	PERKINS IN OVAL DESIGN	352362 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	Canada	PERKINS RESTAURANTS AND DESIGN	353211 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	Canada	PERKINS FAMILY RESTAURANT AND OVAL DESIGN	366687 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	Canada	PERKINS FAMILY RESTAURANT AND MAPLE LEAF DESIGN	443470 ®

Grantor	Country	Mark	Application/ Registration No.
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	Canada	PERKINS RESTAURANT & BAKERY IN DOUBLE OVAL	567528 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	Canada	PERKINS RESTAURANT & BAKERY	567530 ®
Perkins & Marie Callender's, LLC (f/k/a Perkins & Marie Callender's Inc.)	Canada	PERKINS RESTAURANT & BAKERY AND MAPLE LEAF DESIGN	570276 ®
Marie Callender Pie Shops, LLC (f/k/a Marie Callender Pie Shops, Inc.)	Federal	CORONA BAKERY	3756143 ®