

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM454932

| | |
|------------------------------|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|-------------------------|----------|----------------|---------------------------------------|
| ZAXBY'S FRANCHISING LLC | | 12/30/2015 | Limited Liability Company: GEORGIA |

RECEIVING PARTY DATA

| | |
|--------------------------|---|
| Name: | WELLS FARGO BANK, NATIONAL ASSOCIATION, AS ADMINISTRATIVE AGENT |
| Street Address: | 1700 LINCOLN STREET, 3RD FLOOR |
| Internal Address: | MAIL CODE: C7300-033 |
| City: | DENVER |
| State/Country: | COLORADO |
| Postal Code: | 80203 |
| Entity Type: | National Banking Association: UNITED STATES |

PROPERTY NUMBERS Total: 13

| Property Type | Number | Word Mark |
|----------------------|----------|--------------------------|
| Registration Number: | 5336446 | FRIENDS. FAMILY. FLAVOR. |
| Registration Number: | 5249867 | INDESCRIBABLY GOOD |
| Registration Number: | 5195746 | ZAXBY'S FANZ OF FLAVOR |
| Serial Number: | 87684006 | SPICY HONEY BBQ |
| Serial Number: | 87347444 | INSANE |
| Serial Number: | 87347416 | BBQ |
| Serial Number: | 87347415 | TERIYAKI |
| Serial Number: | 87347406 | SWEET & SPICY |
| Serial Number: | 87347400 | HOT HONEY MUSTARD |
| Serial Number: | 87347365 | ORIGINAL |
| Serial Number: | 87347358 | NUCLEAR |
| Serial Number: | 87347349 | TONGUE TORCH |
| Serial Number: | 87347343 | WIMPY |

CORRESPONDENCE DATA

Fax Number: 9192868199

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.

TRADEMARK

Phone: 919 286-8000
Email: PTO_TMconfirmation@mvalaw.com, sandraday@mvalaw.com
Correspondent Name: MOORE & VAN ALLEN PLLC
Address Line 1: 3015 CARRINGTON MILL BOULEVARD
Address Line 2: SUITE 400
Address Line 4: MORRISVILLE, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER: 040324.134

NAME OF SUBMITTER: John Slaughter

SIGNATURE: /john slaughter/

DATE SIGNED: 12/18/2017

Total Attachments: 3

source=NGSI-T Zacby's Franchising LLC to Wells Fargo#page1.tif

source=NGSI-T Zacby's Franchising LLC to Wells Fargo#page2.tif

source=NGSI-T Zacby's Franchising LLC to Wells Fargo#page3.tif

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

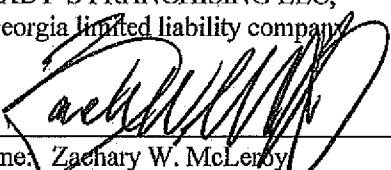
Please be advised that pursuant to the Security and Pledge Agreement dated as of December 30, 2015 (as the same may be amended, modified, restated or supplemented from time to time, the "Agreement") by and among the Obligor from time to time party thereto (each an "Obligor" and collectively, the "Obligors") and WELLS FARGO BANK, NATIONAL ASSOCIATION, as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the Trademarks and Trademark applications owned by such Obligor and set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the Trademarks and Trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Agreement, (ii) is not to be construed as an assignment of any Trademark or Trademark application, and (iii) shall not include any "intent to use" Trademark applications for which a statement of use has not been filed and accepted (but only until such statement of use is filed and accepted) (but only if the grant of security interest to such "intent to use" Trademark applications could result in the voiding, unenforceability, cancellation or invalidity of such Trademark applications pursuant to 15 U.S.C. § 1060). Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to such terms in the Agreement.

[Signature Page Follows]

Very truly yours,

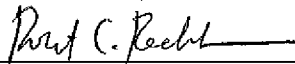
ZAXBY'S FRANCHISING LLC,
a Georgia limited liability company

By: 
Name: Zachary W. McLeroy
Title: Chief Executive Officer

By: 
Name: Tony D. Townley
Title: Chief Strategy Officer

Acknowledged and Accepted:

WELLS FARGO BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: 
Name: Robert C. Reckemmer
Title: Director

Schedule I

Zaxby's Franchising LLC
(Georgia Limited Liability Company)

U.S. Trademarks

Trademark Registrations

| Mark | Reg. No. | Reg. Date |
|--------------------------|----------|-----------|
| FRIENDS, FAMILY, FLAVOR. | 5336446 | 11/14/17 |
| INDESCRIBABLY GOOD | 5249867 | 07/27/17 |
| ZAXBY'S FANZ OF FLAVOR | 5195746 | 05/02/17 |

Trademark Applications

| Mark | Appl. No. | Filing Date |
|------------------------------|-----------|-------------|
| SPICY HONEY BBQ and Design | 87684006 | 11/14/17 |
| INSANE and Design | 87347444 | 02/23/17 |
| BBQ and Design | 87347416 | 02/23/17 |
| TERIYAKI and Design | 87347415 | 02/23/17 |
| SWEET & SPICY | 87347406 | 02/23/17 |
| HOT HONEY MUSTARD and Design | 87347400 | 02/23/17 |
| ORIGINAL and Design | 87347365 | 02/23/17 |
| NUCLEAR and Design | 87347358 | 02/23/17 |
| TONGUE TORCH and Design | 87347349 | 02/23/17 |
| WIMPY and Design | 87347343 | 02/23/17 |