

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM550751

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	GRANT OF SECURITY INTEREST TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
FM RESTAURANTS HQ, LLC		11/22/2019	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	TCW ASSET MANAGEMENT COMPANY LLC		
Street Address:	200 Clarendon Street, 51st Floor		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02116		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	4847469	GUACTOBERFEST	
Registration Number:	4864216	GUACTOBER	
Registration Number:	3166954	REAL MEX RESTAURANTS	
CORRESPONDENCE DATA			
Fax Number:	2125935955		
<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:	(212) 756-2132		
Email:	scott.kareff@srz.com		
Correspondent Name:	Scott Kareff		
Address Line 1:	Schulte Roth & Zabel, 919 Third Avenue		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	059182.0091		
NAME OF SUBMITTER:	Scott Kareff		
SIGNATURE:	/RS for SK/		
DATE SIGNED:	11/22/2019		
Total Attachments: 3			
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**GRANT OF SECURITY INTEREST
TRADEMARKS¹**

WHEREAS, FM RESTAURANTS HQ, LLC, a Delaware limited liability company (the “Grantor”) holds all right, title and interest in and to, the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the “Trademarks”);

WHEREAS, the Grantor, has entered into a Security Agreement, dated as of November 22, 2019 (such agreement, as amended, restated, amended and restated, supplemented or otherwise modified from time to time, being hereinafter referred to as the “Security Agreement”), in favor of TCW ASSET MANAGEMENT COMPANY LLC, in its capacity as Administrative Agent for the benefit of the Secured Parties (as defined in the Security Agreement) (the “Agent”); and

WHEREAS, pursuant to the Security Agreement, the Grantor has granted to the Agent for the benefit of the Secured Parties a continuing security interest in all right, title and interest of the Grantor in, to and under the Trademarks, together with, among other things, the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including each item set forth on Schedule 1A attached hereto, any and all causes of action arising prior to or after the date hereof for infringement thereof and any and all damages arising from past, present and future violations thereof (the “Collateral”), to secure the payment, performance and observance of the Secured Obligations and in the event any provisions in this Grant of Security Interest are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor grants to the Agent for the benefit of the Secured Parties a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Agent with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

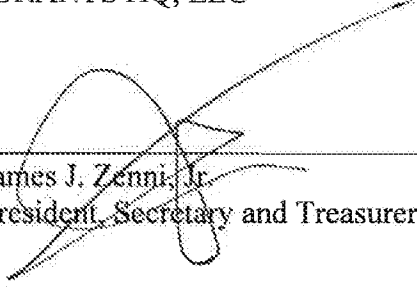
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¹ All capitalized terms not defined herein shall have the respective meaning given to them in the Security Agreement (as defined herein).

IN WITNESS WHEREOF, the Grantor has caused this Grant of Security Interest to be duly executed by its officer thereunto duly authorized as of November 22, 2019.

FM RESTAURANTS HQ, LLC

By: _____
Name: James J. Zenni, Jr.
Title: President, Secretary and Treasurer



SCHEDULE 1A TO GRANT OF SECURITY INTEREST

Mark	App. No./ App. Date	Reg. No./ Reg. Date	Current Owner	Status
GUACTOBERFEST	86399108 18-SEP-2014	4847469 03-NOV-2015	FM RESTAURANTS HQ, LLC	Registered
GUACTOBER	86399114 18-SEP-2014	4864216 01-DEC-2015	FM RESTAURANTS HQ, LLC	Registered
REAL MEX RESTAURANTS	78695277 18-AUG-2005	3166954 31-OCT-2006	FM RESTAURANTS HQ, LLC	Registered