

03-14-2002



Form PTO-1594  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 2-14-02  
SunTrust Bank, f/k/a SunTrust Bank  
Atlanta, a Georgia banking corporation

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other banking corporation

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies)  
Name: The Krystal Company

Internal Address: \_\_\_\_\_

Street Address: One Union Square

City: Chattanooga State: TN Zip: 37402

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)  
Additional name(s) & address(es) attached?  Yes  No

OFFICE OF PUBLIC RECORDS  
2002 FEB 14 AM 11:25  
FINANCE SECTION

3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other Release of Security Interest

Execution Date: January 24, 2002

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

74/484,253

B. Trademark Registration No.(s)

2,013,581; 1,981,558 2,033,261

Additional number(s) attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: J. Craig Lee

Internal Address: \_\_\_\_\_

Paul, Hastings, Janofsky & Walker LLP

Street Address: 600 Peachtree Street, NE

Suite 2400

City: Atlanta State: GA Zip: 30308

6. Total number of applications and registrations involved: 20

7. Total fee (37 CFR 3.41).....\$ 515.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

16-0752

(Attach duplicate copy of this page)

Record First

**DO NOT USE THIS SPACE**

9. Statement and signature.

*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*

J. Craig Lee  
Name of Person Signing

Signature

2/14/02  
Date

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patent & Trademarks, Box Assignments  
Washington, D.C. 20231

03/13/2002 TDIAZ1 00000151 74484253

01 FC:481 40.00 OP  
02 FC:482 475.00 OP

**TRADEMARK**  
**REEL: 002461 FRAME: 0190**

**Exhibit A**  
to  
**TRADEMARK RECORDATION FORM**

**The Krystal Company/Bank of America, N.A.**

<b>4. B TRADEMARK REGISTRATION NUMBERS</b>		
1,943,491	1,876,821	1,787,005
1,809,407	1,667,082	1,682,140
1,643,778	1,643,777	1,652,807
1,601,602	1,330,262	1,330,251
1,331,146	1,330,234	567,919
343,677		

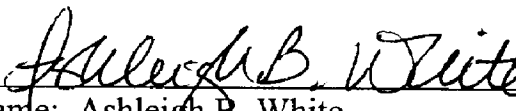
RELEASE OF TRADEMARK SECURITY AGREEMENT

FOR VALUE RECEIVED, the undersigned, SUNTRUST BANK, formerly known as SunTrust Bank, Atlanta, a Georgia banking corporation (the "Secured Party"), in its capacity as Agent for the lenders from time to time party to that certain Credit Agreement dated as of September 26, 1997, among THE KRYSTAL COMPANY, a Tennessee corporation (the "Grantor"), the Secured Party and the other parties signatory thereto, does hereby grant, assign and convey absolutely, and release any security interest or collateral assignment in, unto the Grantor, WITHOUT ANY REPRESENTATION OR WARRANTY OF TITLE AND WITHOUT RECOURSE, all of its right, title and interest, in, to and under (i) the trademarks, tradenames and service marks listed on Schedule I hereto, (ii) all renewals thereof, (iii) all income, royalties, damages and payments now and hereafter due and/or payable under and with respect thereto, including without limitation, damages and payments for past or future infringements thereof, (iv) the right to sue for past, present and future infringements thereof, (v) all rights corresponding thereto throughout the world, and (vi) all goodwill of the Assignor's business connected with and symbolized by such trademarks, tradenames and service marks (collectively, the "Trademarks") to the extent any of the foregoing was transferred to the Assignee and filed in the United States Patent and Trademark Office on October 2, 1997 on Reel 1629, Frame 0679.

IN WITNESS WHEREOF, the Secured Party has caused this Release of Trademark Security Agreement to be executed under seal by one of its duly authorized officers on this 24th day of January, 2002.

SECURED PARTY:

SUNTRUST BANK

By:   
Name: Ashleigh B. White  
Title: Vice President

STATE OF GEORGIA                    )  
  ) ss.:  
COUNTY OF FULTON                )

The foregoing Release of Trademark Security Agreement was executed and acknowledged before me this 24 day of January, 2002 by Ashleigh B. White, personally known to me to be the Vice President of SUNTRUST BANK.

Ramona E. Childress  
Notary Public

My commission expires:

Notary Public, Butts County, Georgia  
My Commission Expires July 31, 2004

**SCHEDULE 1****REGISTERED U.S. TRADEMARKS**

<b><u>MARK</u></b>	<b><u>REGISTRATION NO.</u></b>	<b><u>REGISTRATION DATE</u></b>
Krystal Sunriser	2,013,581	November 5, 1996
Krystal's XL	1,981,558	June 18, 1996
Krystal	2,033,261	January 28, 1997
Krystal	1,943,491	December 26, 1995
Krystal	1,876,821	January 31, 1995
Krystal	1,787,005	August 10, 1993
Corn Pups	1,809,407	December 7, 1993
Rainbow Kids Meal	1,667,082	December 3, 1991
Krys-Kross	1,682,140	April 7, 1992
Chili Cheese Pups	1,643,778	May 7, 1991
Plain Pups	1,643,777	May 7, 1991
Chili Pups	1,652,807	July 30, 1991
Definitely Different	1,601,602	June 12, 1990
Krystal Kwik	1,330,262	April 9, 1985
Krystal & Circle Design (sm)	1,330,251	April 9, 1985
Krystal & Circle Design (tm)	1,331,146	April 16, 1985
Krystal (sm)	1,330,234	April 9, 1985
The Krystal & Building Design	567,919	December 16, 1952
The Krystal & Building Design	343,677	March 2, 1937