

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BURGER KING BRANDS, INC.		07/01/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	BURGER KING CORPORATION
Street Address:	5505 Blue Lagoon Drive
Internal Address:	8th Floor, Legal Department
City:	Miami
State/Country:	FLORIDA
Postal Code:	33126
Entity Type:	CORPORATION: FLORIDA

PROPERTY NUMBERS Total: 138

Property Type	Number	Word Mark
Registration Number:	1451533	A.M. EXPRESS
Registration Number:	1283706	AREN'T YOU HUNGRY?
Registration Number:	2356167	AS INDIVIDUAL AS YOU ARE
Registration Number:	2790924	BK
Registration Number:	3534987	BK
Registration Number:	3476576	BK
Registration Number:	1982277	BK BIG FISH
Registration Number:	1699280	BK BROILER
Registration Number:	3543615	BK BURGER SHOTS
Registration Number:	3238287	BK HOLD'EMS
Registration Number:	3063444	BK JOE
Registration Number:	3137122	BK 'N GO
Registration Number:	3359365	BK PIPE

CH \$3465.00 1451533

Registration Number:	528808	B-K ROOT BEER
Registration Number:	2702440	BK VEGGIE
Registration Number:	3543591	BK WRAPPER
Registration Number:	3107392	BONNY
Registration Number:	2189809	BURGER BUCKS
Registration Number:	869775	BURGER KING
Registration Number:	3355280	BURGER KING
Registration Number:	2947347	BURGER KING
Registration Number:	2427469	BURGER KING
Registration Number:	2428858	BURGER KING
Registration Number:	2445014	BURGER KING
Registration Number:	2445008	BURGER KING
Registration Number:	2445010	BURGER KING
Registration Number:	2445006	BURGER KING
Registration Number:	2428856	BURGER KING
Registration Number:	2445005	BURGER KING
Registration Number:	2445009	BURGER KING
Registration Number:	2449837	BURGER KING
Registration Number:	2448248	BURGER KING
Registration Number:	2449826	BURGER KING
Registration Number:	2449825	BURGER KING
Registration Number:	2428846	BURGER KING
Registration Number:	2755927	BURGER KING
Registration Number:	2262585	BURGER KING
Registration Number:	901311	BURGER KING
Registration Number:	1057250	BURGER KING
Registration Number:	1802390	BURGER KING
Registration Number:	1196182	BURGER KING
Registration Number:	1076177	BURGER KING
Registration Number:	3085315	BURGER KING/MCLAMORE FOUNDATION
Registration Number:	3085308	BURGER KING SCHOLARS
Registration Number:	2771092	BURGER LOVER
Registration Number:	1785694	CHICKEN TENDERS
Registration Number:	3465283	CHICK'N CRISP
Registration Number:	3572376	CHOICE RULES

Registration Number:	3572546	CLUB BK
Registration Number:	2891743	COOKIN' OVER AN OPEN FIRE
Registration Number:	2466398	C
Registration Number:	1550398	CROISSAN'WICH
Registration Number:	2310680	
Registration Number:	2187487	DOUBLE WHOPPER
Registration Number:	2150854	DRINK IT YOUR WAY
Registration Number:	2150855	DRINK IT YOUR WAY
Registration Number:	3109838	EEEPS
Registration Number:	2746263	EGG'WICH
Registration Number:	2889947	FIRE UP YOUR DAY
Registration Number:	2935918	FLAVOR FROM FIRE-GRILLING...NOT FROM FAT
Registration Number:	3355936	FRYPOD
Registration Number:	2183772	GET YOUR BREAKFAST'S WORTH
Registration Number:	2183773	GET YOUR BURGER'S WORTH
Registration Number:	2479698	GOT THE URGE
Registration Number:	3018245	GREAT AMERICAN BURGER
Registration Number:	2438822	GUESTRAK
Registration Number:	961016	HAVE IT YOUR WAY
Registration Number:	3206125	HAVE IT YOUR WAY
Registration Number:	3206301	HAVE IT YOUR WAY
Registration Number:	3206302	HAVE IT YOUR WAY
Registration Number:	1081348	HAVE IT YOUR WAY
Registration Number:	2283409	HOME OF FLAME BROILING
Registration Number:	782990	HOME OF THE WHOPPER
Registration Number:	3107394	HONBATZ
Registration Number:	2374319	IT JUST TASTES BETTER
Registration Number:	2374317	IT JUST TASTES BETTER
Registration Number:	1225544	IT TAKES TWO HANDS TO HANDLE A WHOPPER
Registration Number:	1370409	KING COMBO
Registration Number:	2326394	KING OF FRIES
Registration Number:	946978	KING OF THE MALL
Registration Number:	2758399	KING SUPREME
Registration Number:	3304745	KURGER BING
Registration Number:	3009139	LIVE LIFE YOUR WAY

Registration Number:	1181600	MAKE IT SPECIAL
Registration Number:	1165059	MAKE IT SPECIAL, MAKE IT BURGER KING
Registration Number:	3170154	MEAT'NORMOUS
Registration Number:	3107393	MIXMAX
Registration Number:	2641523	PANCAKE-MINIS
Registration Number:	3048385	PAY IT YOUR WAY
Registration Number:	3169178	ROUSER
Registration Number:	714249	
Registration Number:	2636676	SIZE IT YOUR WAY
Registration Number:	1267317	SPOONERS SOFT SERVE
Registration Number:	1267318	SPOONERS SOFT SERVE
Registration Number:	3401085	STAY CONNECTED YOUR WAY
Registration Number:	955425	
Registration Number:	2269249	TASTE RULES
Registration Number:	2479712	TASTE THE CHANGE
Registration Number:	3025650	TENDERCRISP
Registration Number:	3163290	TENDERCRISP
Registration Number:	3427370	TENDERCRISP
Registration Number:	3071543	TENDERGRILL
Registration Number:	3426176	TENDERGRILL
Registration Number:	2831756	THE FIRE'S READY
Registration Number:	983518	THE GREAT AMERICAN HAMBURGER
Registration Number:	3439556	THE KING OF ALL GIFTS
Registration Number:	3107391	THISORTHAT
Registration Number:	2467817	TREAT YOURSELF COOL
Registration Number:	2535870	TREAT YOURSELF COOL
Registration Number:	3242175	TRIPLE WHOPPER
Registration Number:	1095538	WE WOULDN'T HAVE IT ANY OTHER WAY
Registration Number:	872256	WHALER
Registration Number:	989152	WHERE KIDS ARE KING
Registration Number:	899775	WHOPPER
Registration Number:	1062368	WHOPPER JR.
Registration Number:	3277554	WHOPPERETTES
Registration Number:	861438	YUMBO
Registration Number:	3504914	BEAT CANCER FOR KIDS

Serial Number:	77450760	WHOPPER BAR
Serial Number:	77667582	KING KRINKZ
Serial Number:	77570231	BK
Serial Number:	77570881	BURGER KING
Serial Number:	77501897	TU CIUDAD TU MUSICA
Serial Number:	77765824	KING DEALS
Serial Number:	77758591	ANGRY WHOPPER
Serial Number:	77755456	COMO TE GUSTA
Serial Number:	77754300	KING KOLOSSALZ
Serial Number:	77694837	BK CHICKEN SHOTS
Serial Number:	77694833	BK BREAKFAST SHOTS
Serial Number:	77694818	BK SHOTS
Serial Number:	77687239	BK POSITIVE STEPS
Serial Number:	77722030	BK
Serial Number:	77748613	BK BRUNCH
Serial Number:	77721556	ALWAYS FIRED NEVER FRIED
Serial Number:	77721555	IGNITE YOUR TASTEBUDS
Serial Number:	77721553	COOL DOWN WITH THE KING
Serial Number:	77717773	KING KROWNZ
Serial Number:	77717767	KING WEDGEZ

CORRESPONDENCE DATA

Fax Number: (305)378-7868
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 305-378-7822
Email: BKCUSATM@WHOPPER.COM
Correspondent Name: Cecelia M. Dempsey
Address Line 1: 5505 Blue Lagoon Drive
Address Line 2: 8th Floor, Legal Department
Address Line 4: Miami, FLORIDA 33126

NAME OF SUBMITTER:	Cecelia M. Dempsey
Signature:	/Cecelia M. Dempsey/
Date:	07/08/2009

Total Attachments: 93
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TRADEMARK
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ASSIGNMENT OF TRADEMARK

WHEREAS, pursuant to the Merger Agreement between the parties dated and effective as of July 1, 2009, Burger King Brands, Inc., a Delaware corporation, having its principal place of business at 5505 Blue Lagoon Dr., Miami FL 33126, is the owner and titleholder of U.S. trademark applications and registrations listed on Schedule A attached (the "Marks and Registrations"), and

WHEREAS, Assignor desires to assign the entire right, title and interest in and to the Marks and the corresponding registrations to Burger King Corporation, a corporation of Florida, having its principal place of business at 5505 Blue Lagoon Dr., Miami FL 33126 ("Assignee"), and Assignee desires to acquire the entire right, title and interest in, to and under the said Marks and Registrations;

NOW, THEREFORE, for and in consideration of good and valuable consideration paid by Assignee to Assignor, the receipt and sufficiency of which are hereby acknowledged, said Assignor does hereby sell, assign, transfer and set over to said Assignee all its right, title and interest in, to and under said Marks and Registrations, together with the goodwill of the business symbolized by the Marks and all business related to these Marks, together with all rights and privileges granted and secured thereby, including the right to sue and recover for any past infringement, said rights to be held and enjoyed by said Assignee, for its own use and benefit and for the use and benefit of its successors, assigns or other legal representatives as fully and entirely as the same would have been held and enjoyed by said Assignor if this Assignment and sale had not been made.

IN TESTIMONY WHEREOF, Assignor has executed this Assignment by its proper officer thereunto duly authorized.

ASSIGNOR

BURGER KING BRANDS, INC.

By:

Name: Marlene M. Gordon

Title: Vice President, Asst. General Counsel

Date: July 1, 2009

ASSIGNEE

BURGER KING CORPORATION

By:

Name: Cecilia M. Dempsey

Title: Director, Senior Attorney

Date: July 1, 2009

TRADEMARK

REEL: 004018 FRAME: 0008

Schedule A

**Revocation of Attorney/Domestic Representative and/or Appointment of
Attorney/Domestic Representative**

Electronic Signature

**After verifying that the text information is correct, scroll down on the form to
reach the declaration/signature area.**

To the Commissioner for Trademarks:

**MARK: WHOPPER BAR
SERIAL NUMBER: 77450760**

**The original attorney
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By submission of this request, the undersigned REVOKES the power of attorney currently of record, as listed above, and hereby APPOINTS the following new attorney. In addition, any additional previously-appointed attorneys that are currently listed in the application are replaced with the new "Other Appointed Attorneys" listed below.

Newly Appointed Attorney:
CECELIA M. DEMPSEY
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Other Appointed Attorneys:

Marlene M.Gordon and Cherice Douglas

The following is to be used as the correspondence address:

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* Signature

* Date Signed

(MM/DD/YYYY)

* Signatory's Name **Cecelia Dempsey**

* Signatory's Position **Director, Senior Attorney**

NOTE: Enter the appropriate title or the relationship to the applicant, e.g., "President," "General Partner," "Manager," or "Trademark Administrator." If an individual, enter "Owner." If an attorney, enter "Attorney of record, [specify at least one state] bar member."

WARNING: After completing all fields, *above*, you **must** click on the **SIGN** button, *below*. This will automatically return the signed form to the originator of the request.
