

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Bank of New York Mellon, as Agent		11/30/2011	Association: New York: NEW YORK

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: 30

Property Type	Number	Word Mark
Registration Number:	1475417	PERKINS FAMILY RESTAURANT
Registration Number:	1243032	BOTTOMLESS POT OF COFFEE
Registration Number:	1843806	FOXTAIL FOODS
Registration Number:	2286891	KID PERKS
Registration Number:	1663533	MAGNIFICENT SEVEN
Registration Number:	1751454	MAMMOTH MUFFIN
Registration Number:	2187924	MORNING SUNRISE
Registration Number:	0809680	PERKINS

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Registration Number:	1464960	PERKINS FAMILY RESTAURANT BAKERY
Registration Number:	1403560	PERKINS FAMILY RESTAURANT BAKERY
Registration Number:	1403558	PERKINS FAMILY RESTAURANT
Registration Number:	1203149	PERKINS
Registration Number:	1231484	PERKINS
Registration Number:	1679722	PERKINS PROMISE
Registration Number:	2490366	PERKINS RESTAURANT & BAKERY
Registration Number:	2492247	PERKINS RESTAURANT & BAKERY
Registration Number:	2755671	SCOOP. BAKE. SELL. REPEAT.
Registration Number:	2724058	SIMPLY SCOOP
Registration Number:	1897634	TREMENDOUS TWELVE
Serial Number:	77136291	MARIE'S HOUSE BLEND
Registration Number:	1771650	MARIE CALLENDER'S
Registration Number:	3190897	RAZZLEBERRY
Registration Number:	2592059	MARIE CALLENDER'S RESTAURANT & BAKERY
Registration Number:	3107917	MARIE CALLENDER'S GRILL
Registration Number:	2065709	THE BEST OF MARIE CALLENDER'S
Registration Number:	2851850	MADE WITH THE CARE OF MARIE
Registration Number:	1480957	MARIE CALLENDER'S
Registration Number:	1024794	MARIE CALLENDER'S
Registration Number:	1719136	CALLENDER'S
Serial Number:	77202425	ALTOGETHER GOOD

CORRESPONDENCE DATA

Fax Number: (212)872-1002

Phone: 2128362264

Email: pgunn@akingump.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Patricia Gunn, c/o Akin Gump

Address Line 1: One Bryant Park

Address Line 4: New York, NEW YORK 10036-6745

NAME OF SUBMITTER:	Eunice Chang
Signature:	/s/ Eunice Chang
Date:	12/02/2011

Total Attachments: 4

TRADEMARK
REEL: 004671 FRAME: 0714

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TERMINATION OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION OF SECURITY INTEREST IN TRADEMARKS**, dated as of November 30, 2011, is made by The Bank of New York Mellon, in its capacity as agent (the "Secured Party").

WHEREAS, Perkins & Marie Callender's Holding, LLC, a Delaware limited liability company (formerly known as Perkins & Marie Callender's Holding Inc.) ("Parent"), Perkins & Marie Callender's, LLC, a Delaware limited liability company (formerly known as Perkins & Marie Callender's Inc.) ("Borrower"), and certain subsidiaries of Parent (each a "Guarantor", and collectively, "Guarantors"; and, together with Parent and Borrower, collectively, "Grantors", and each, individually, "Grantor") have granted a security interest in certain personal property to the Secured Party, including without limitation a security interest in certain trademarks, trademark applications, and/or trademark licenses ("Trademarks");

WHEREAS, the security interest granted to the Secured Party was recorded at the United States Patent and Trademark Office on September 28, 2010 at Reel 004285 and Frame 0019; and

WHEREAS, the Secured Party has agreed to terminate and release its security interest in all of such Trademarks, including, without limitation, the Trademarks identified on Schedule A attached hereto.

NOW, THEREFORE, for valuable consideration, the Secured Party hereby terminates and releases all mortgages, liens, and security interests granted to the Secured Party in the following Trademarks:

1. all of each Grantor's Trademarks to which such Grantor is a party including those referred to on Schedule A attached hereto;
2. all goodwill of the business connected with the use of, and symbolized by, each Trademark; and
3. all products and proceeds of the foregoing, including, without limitation, any claim by any Grantor against third parties for past, present or future (i) infringement or dilution of any Trademark or (ii) injury to the goodwill associated with any Trademark.

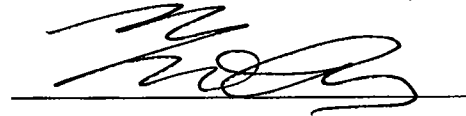
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IN WITNESS WHEREOF, the Secured Party has caused this Termination of Security Interest in Trademarks to be duly executed as of the date first set forth above.

SECURED PARTY:

THE BANK OF NEW YORK MELLON, as Agent

By:
Name:
Title:

A handwritten signature in black ink, appearing to read 'M. Feig', is written over a horizontal line.

**MARTIN FEIG
VICE PRESIDENT**

Schedule A

Trademarks

Owner of TM	Name	Registration	Registration ® Serial (s) or Application (a) Number	Type of Mark
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Perkins Family Restaurant	Federal	1475417 ®	TM
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Bottomless Pot of Coffee	Federal	1243032 ®	TM
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Foxtail Foods	Federal	1843806 ®	TM
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Kid Perks	Federal	2286891 ®	SM
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Magnificent Seven	Federal	1663533 ®	TM
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Mammoth Muffin	Federal	1751454 ®	TM
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Morning Sunrise	Federal	2187924 ®	TM
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Perkins	Federal	809680 ®	SM
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Perkins Family Restaurant Bakery	Federal	1464960 ®	SM
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Perkins Family Restaurant & Bakery	Federal	1403560 ®	SM
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Perkins Family Restaurant and design	Federal	1403558 ®	SM
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Perkins	Federal	1203149 ®	SM
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Perkins	Federal	1231484 ®	SM
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Perkins Promise	Federal	1679722 ®	SM
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Perkins Restaurant & Bakery	Federal	2490366 ®	SM

Owner of TM	Name	Registration	Registration ® Serial (s) or Application (a) Number	Type of Mark
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Perkins Restaurant & Bakery	Federal	2492247 ®	SM
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Scoop. Bake. Sell. Repeat.	Federal	2755671 ®	TM
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Simply Scoop	Federal	2724058 ®	TM
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Tremendous Twelve	Federal	1897634 ®	TM
Perkins & Marie Callender's Inc. (n/k/a Perkins & Marie Callender's, LLC)	Marie's House Blend	Federal	Application # SN 77/136291 App Date 3/21/07	SM
Marie Callender Pie Shops, Inc. (n/k/a Marie Callender Pie Shops, LLC)	Marie Callender's	Federal	1771650 ®	TM
Marie Callender Pie Shops, Inc. (n/k/a Marie Callender Pie Shops, LLC)	Razzleberry	Federal	3190897 ®	TM
Marie Callender Pie Shops, Inc. (n/k/a Marie Callender Pie Shops, LLC)	Marie Callender's Restaurant & Bakery	Federal	2592059 ®	SM
Marie Callender Pie Shops, Inc. (n/k/a Marie Callender Pie Shops, LLC)	Marie Callender's Grill	Federal	3107917 ®	SM
Marie Callender Pie Shops, Inc. (n/k/a Marie Callender Pie Shops, LLC)	The Best of Marie Callender's	Federal	2065709 ®	SM
Marie Callender Pie Shops, Inc. (n/k/a Marie Callender Pie Shops, LLC)	Made With The Care of Marie	Federal	2851850 ®	TM
Marie Callender Pie Shops, Inc. (n/k/a Marie Callender Pie Shops, LLC)	Marie Callender's	Federal	1480957 ®	TM/SM
Marie Callender Pie Shops, Inc. (n/k/a Marie Callender Pie Shops, LLC)	Marie Callender's	Federal	1024794 ®	TM
Marie Callender Pie Shops, Inc. (n/k/a Marie Callender Pie Shops, LLC)	Callender's	Federal	1719136 ®	SM
Marie Callender Pie Shops, Inc. (n/k/a Marie Callender Pie Shops, LLC)	ALTOGETHER GOOD	Federal	Application # SN 77/202,425 App Date 6/11/07	TM