

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM346140

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| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Release of Security Interest in Trademark Collateral | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Wells Fargo Capital Finance, LLC (formerly known as Wells Fargo Foothill, LLC), as Agent | | 06/26/2015 | LIMITED LIABILITY COMPANY: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Perkins & Marie Callender's Holding Inc. | | |
| Street Address: | 6075 Poplar Avenue | | |
| Internal Address: | Suite 800 | | |
| City: | Memphis | | |
| State/Country: | TENNESSEE | | |
| Postal Code: | 38119 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| Name: | Perkins & Marie Callender's Inc. | | |
| Street Address: | 6075 Poplar Avenue | | |
| Internal Address: | Suite 800 | | |
| City: | Memphis | | |
| State/Country: | TENNESSEE | | |
| Postal Code: | 38119 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| Name: | Perkins & Marie Callender's Realty LLC | | |
| Street Address: | 6075 Poplar Avenue | | |
| Internal Address: | Suite 800 | | |
| City: | Memphis | | |
| State/Country: | TENNESSEE | | |
| Postal Code: | 38119 | | |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE | | |
| Name: | Perkins Finance Corp. | | |
| Street Address: | 6075 Poplar Avenue | | |
| Internal Address: | Suite 800 | | |
| City: | Memphis | | |
| State/Country: | TENNESSEE | | |
| Postal Code: | 38119 | | |
| TRADEMARK | | | |

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|--------------------------|-------------------------------------|
| Entity Type: | CORPORATION: DELAWARE |
| Name: | Wilshire Restaurant Group LLC |
| Street Address: | 6075 Poplar Avenue |
| Internal Address: | Suite 800 |
| City: | Memphis |
| State/Country: | TENNESSEE |
| Postal Code: | 38119 |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE |
| Name: | Marie Callender Pie Shops, Inc. |
| Street Address: | 6075 Poplar Avenue |
| Internal Address: | Suite 800 |
| City: | Memphis |
| State/Country: | TENNESSEE |
| Postal Code: | 38119 |
| Entity Type: | CORPORATION: CALIFORNIA |
| Name: | Macal Investors, Inc. |
| Street Address: | 6075 Poplar Avenue |
| Internal Address: | Suite 800 |
| City: | Memphis |
| State/Country: | TENNESSEE |
| Postal Code: | 38119 |
| Entity Type: | CORPORATION: CALIFORNIA |
| Name: | Marie Callender Wholesalers, Inc. |
| Street Address: | 6075 Poplar Avenue |
| Internal Address: | Suite 800 |
| City: | Memphis |
| State/Country: | TENNESSEE |
| Postal Code: | 38119 |
| Entity Type: | CORPORATION: CALIFORNIA |
| Name: | FIV Corp. |
| Street Address: | 6075 Poplar Avenue |
| Internal Address: | Suite 800 |
| City: | Memphis |
| State/Country: | TENNESSEE |
| Postal Code: | 38119 |
| Entity Type: | CORPORATION: DELAWARE |
| Name: | MCID, Inc. |
| Street Address: | 6075 Poplar Avenue |
| Internal Address: | Suite 800 |

TRADEMARK

REEL: 005563 FRAME: 0629

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|--------------------------|-------------------------------------|
| City: | Memphis |
| State/Country: | TENNESSEE |
| Postal Code: | 38119 |
| Entity Type: | CORPORATION: IDAHO |
| Name: | Wilshire Beverage, Inc. |
| Street Address: | 6075 Poplar Avenue |
| Internal Address: | Suite 800 |
| City: | Memphis |
| State/Country: | TENNESSEE |
| Postal Code: | 38119 |
| Entity Type: | CORPORATION: TEXAS |
| Name: | PMCI Promotions LLC |
| Street Address: | 6075 Poplar Avenue |
| Internal Address: | Suite 800 |
| City: | Memphis |
| State/Country: | TENNESSEE |
| Postal Code: | 38119 |
| Entity Type: | LIMITED LIABILITY COMPANY: COLORADO |

PROPERTY NUMBERS Total: 20

| Property Type | Number | Word Mark |
|-----------------------------|---------------|----------------------------------|
| Registration Number: | 0809680 | PERKINS |
| Registration Number: | 1203149 | PERKINS |
| Registration Number: | 1231484 | PERKINS |
| Registration Number: | 1243032 | BOTTOMLESS POT OF COFFEE |
| Registration Number: | 1403558 | PERKINS FAMILY RESTAURANT |
| Registration Number: | 1403560 | PERKINS FAMILY RESTAURANT BAKERY |
| Registration Number: | 1464960 | PERKINS FAMILY RESTAURANT BAKERY |
| Registration Number: | 1663533 | MAGNIFICENT SEVEN |
| Registration Number: | 1679722 | PERKINS PROMISE |
| Registration Number: | 1751454 | MAMMOTH MUFFIN |
| Registration Number: | 1843806 | FOXTAIL FOODS |
| Registration Number: | 1897634 | TREMENDOUS TWELVE |
| Registration Number: | 2187924 | MORNING SUNRISE |
| Registration Number: | 2286891 | KID PERKS |
| Registration Number: | 2490366 | PERKINS RESTAURANT & BAKERY |
| Registration Number: | 2492247 | PERKINS RESTAURANT & BAKERY |
| Registration Number: | 2724058 | SIMPLY SCOOP |
| Registration Number: | 3650818 | BREAKFAST IS JUST THE BEGINNING |

| Property Type | Number | Word Mark |
|----------------------|----------|---------------|
| Registration Number: | 3756143 | CORONA BAKERY |
| Serial Number: | 85086193 | MUFFLES |

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.
Phone: 919 286-8000
Email: PTO_TMconfirmation@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: | 327000-027265 |
| NAME OF SUBMITTER: | John E. Slaughter |
| SIGNATURE: | /John E. Slaughter/ |
| DATE SIGNED: | 06/29/2015 |

Total Attachments: 7

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RELEASE OF SECURITY INTEREST IN TRADEMARK COLLATERAL

This **RELEASE OF SECURITY INTEREST IN TRADEMARK COLLATERAL** (this "Release") is made as of June 26, 2015 ("Effective Date"), by **WELLS FARGO CAPITAL FINANCE, LLC**, a Delaware limited liability company ("WFCF"), in its capacity as agent for the Lender Group and the Bank Product Providers, as such terms are defined in the below defined Credit Agreement (in such capacity, together with its successors and assigns in such capacity, "Agent"), in favor of in favor of the grantors listed on Schedule 1 hereto (each a "Grantor" and collectively, "Grantors").

WHEREAS, reference is made to that certain Senior Secured, Super-Priority Debtor-In-Possession Credit Agreement, dated as of June 14, 2011 (as amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), by and among **PERKINS & MARIE CALLENDER'S, LLC**, a Delaware limited liability company (the "Borrower"), **PERKINS & MARIE CALLENDER'S HOLDING, LLC**, a Delaware limited liability company (the "Parent"; Parent, together with Borrower, each a "Loan Party" and collectively the "Loan Parties"), the lenders party thereto ("Lenders"), and Agent (together with the Lenders, the "Lender Group").

WHEREAS, pursuant to the terms and conditions of that certain Security Agreement dated as of September 24, 2008 executed and delivered by Grantors to the Agent (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement") and that certain Trademark Security Agreement dated as of June 14, 2011, by and among the Grantors and Agent, which was recorded with the United States Patent and Trademark Office on June 14, 2011 at Reel 4561, Frame 0450 (as amended, restated, supplemented or otherwise modified from time to time, the "Trademark Security Agreement"), the Grantors granted to Agent a security interest in all of the Grantors' right, title and interest in and to the Trademark Collateral (as such term is defined in the Trademark Security Agreement); and

WHEREAS, Agent now desires to release its security interest in the Trademark Collateral, including, without limitation, the trademark registrations listed on Schedule 2 attached hereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Agent hereby covenants and agrees as follows:

1. Without representation or warranty of any kind or nature, Agent hereby terminates, releases, and discharges its security interest in the Trademark Collateral granted pursuant to the Security Agreement or Trademark Security Agreement, including the Trademark Collateral listed on Schedule 2 attached hereto, and reassigns to the Grantors all right, title and interest of Agent in the Trademark Collateral pursuant to the Security Agreement or Trademark Security Agreement.

2. Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts, in each case at the Grantors' expense, as may be reasonably necessary to effect the release of the security interest in the Trademark Collateral contemplated hereby.

[Signature Page Follows]

IN WITNESS WHEREOF, Agent has caused this Release to be executed by its duly authorized representative as of the Effective Date.

WELLS FARGO CAPITAL FINANCE, LLC
(formerly known as WELLS FARGO
FOOTHILL, LLC),
a Delaware limited liability company, as Agent

By: 

Name: Bryan Milinovich

Title: Duly Authorized Signatory

[SIGNATURE PAGE TO RELEASE OF SECURITY INTEREST IN TRADEMARK COLLATERAL]

TRADEMARK
REEL: 005563 FRAME: 0633

SCHEDULE 1

GRANTORS:

PERKINS & MARIE CALLENDER'S HOLDING INC.,
a Delaware corporation

PERKINS & MARIE CALLENDER'S INC.,
a Delaware corporation

PERKINS & MARIE CALLENDER'S REALTY LLC,
a Delaware limited liability company

PERKINS FINANCE CORP.,
a Delaware corporation

WILSHIRE RESTAURANT GROUP LLC,
a Delaware limited liability company

MARIE CALLENDER PIE SHOPS, INC.,
a California corporation

MACAL INVESTORS, INC.,
a California corporation

MARIE CALLENDER WHOLESALERS, INC.,
a California corporation

FIV CORP.,
a Delaware corporation

MCID, INC.,
an Idaho corporation

WILSHIRE BEVERAGE, INC.,
a Texas corporation

PMCI PROMOTIONS LLC,
a Colorado corporation

SCHEDULE 2

SEE ATTACHED

SCHEDULE 2
to
TRADEMARK SECURITY AGREEMENT

Trademark Registrations/Applications

| Owner of TM | Name | Registration | Registration ® or Serial/ Application Number |
|---|----------------------------------|--------------|--|
| P&MC's Holding Corp. d/b/a Perkins & Marie Callender's Inc. | MUFFLES | Federal | 85086193 |
| Perkins & Marie Callender's Inc. | PERKINS | Federal | 0809680 ® |
| Perkins & Marie Callender's Inc. | PERKINS | Federal | 1203149 ® |
| Perkins & Marie Callender's Inc. | PERKINS | Federal | 1231484 ® |
| Perkins & Marie Callender's Inc. | BOTTOMLESS POT OF COFFEE | Federal | 1243032 ® |
| Perkins & Marie Callender's Inc. | PERKINS FAMILY RESTAURANT | Federal | 1403558 ® |
| Perkins & Marie Callender's Inc. | PERKINS FAMILY RESTAURANT BAKERY | Federal | 1403560 ® |
| Perkins & Marie Callender's Inc. | PERKINS FAMILY RESTAURANT BAKERY | Federal | 1464960 ® |
| Perkins & Marie Callender's Inc. | MAGNIFICENT SEVEN | Federal | 1663533 ® |
| Perkins & Marie Callender's Inc. | PERKINS PROMISE | Federal | 1679722 ® |
| Perkins & Marie Callender's Inc. | MAMMOTH MUFFIN | Federal | 1751454 ® |
| Perkins & Marie Callender's Inc. | FOXTAIL FOODS | Federal | 1843806 ® |
| Perkins & Marie Callender's Inc. | TREMENDOUS TWELVE | Federal | 1897634 ® |
| Perkins & Marie Callender's Inc. | MORNING SUNRISE | Federal | 2187924 ® |
| Perkins & Marie Callender's Inc. | KID PERKS | Federal | 2286891 ® |
| Perkins & Marie Callender's Inc. | PERKINS RESTAURANT & BAKERY | Federal | 2490366 ® |

| Owner of TM | Name | Registration | Registration ® or Serial/ Application Number |
|----------------------------------|---|--------------|--|
| Perkins & Marie Callender's Inc. | PERKINS RESTAURANT & BAKERY | Federal | 2492247 ® |
| Perkins & Marie Callender's Inc. | SIMPLY SCOOP | Federal | 2724058 ® |
| Perkins & Marie Callender's Inc. | BREAKFAST IS JUST THE BEGINNING | Federal | 3650818 ® |
| Perkins & Marie Callender's Inc. | PERKINS | Canadian | 307738 ® |
| Perkins & Marie Callender's Inc. | BREAKFAST IS JUST THE BEGINNING | Canadian | 1481616 |
| Perkins & Marie Callender's Inc. | BOTTOMLESS POT OF COFFEE | Canadian | 350332 ® |
| Perkins & Marie Callender's Inc. | PERKINS IN OVAL DESIGN | Canadian | 352362 ® |
| Perkins & Marie Callender's Inc. | PERKINS RESTAURANTS AND DESIGN | Canadian | 353211 ® |
| Perkins & Marie Callender's Inc. | PERKINS FAMILY RESTAURANT AND OVAL DESIGN | Canadian | 366687 ® |
| Perkins & Marie Callender's Inc. | PERKINS FAMILY RESTAURANT AND MAPLE LEAF DESIGN | Canadian | 443470 ® |
| Perkins & Marie Callender's Inc. | PERKINS RESTAURANT & BAKERY IN DOUBLE OVAL | Canadian | 567528 ® |
| Perkins & Marie Callender's Inc. | PERKINS RESTAURANT & BAKERY | Canadian | 567530 ® |
| Perkins & Marie Callender's Inc. | PERKINS RESTAURANT & BAKERY AND MAPLE LEAF DESIGN | Canadian | 570276 ® |
| Marie Callender Pie Shops, Inc. | CORONA BAKERY | Federal | 3756143 ® |

Trade Names

None.

Common Law Trademarks

| Owner of TM | Name | Registration |
|----------------------------------|------------------------------|---------------------|
| Perkins & Marie Callender's Inc. | BOTTOMLESS CUP OF HOT TEA | Common Law Rights |
| Perkins & Marie Callender's Inc. | BOTTOMLESS GLASS OF ICED TEA | Common Law Rights |
| Perkins & Marie Callender's Inc. | CHOCOLATE CHIPPER SUNDAE | Common Law Rights |
| Perkins & Marie Callender's Inc. | FUDGE FLATTOP DESSERT | Common Law Rights |
| Perkins & Marie Callender's Inc. | GRANDMA'S BREAD PUDDING | Common Law Rights |
| Perkins & Marie Callender's Inc. | GRANNY'S COUNTRY OMELETTE | Common Law Rights |
| Perkins & Marie Callender's Inc. | HOMESTEAD BEEF STEW | Common Law Rights |
| Perkins & Marie Callender's Inc. | P IN SCRIPT | Common Law Rights |

Trademark Licenses

Trademark License Agreement, dated June 9, 2011 by and between ConAgra Foods RDM, Inc. and Marie Callender Pie Shops, Inc.