

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM428197

|                              |                               |
|------------------------------|-------------------------------|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT                |
| <b>NATURE OF CONVEYANCE:</b> | First Lien Security Agreement |

## CONVEYING PARTY DATA

| Name                            | Formerly | Execution Date | Entity Type           |
|---------------------------------|----------|----------------|-----------------------|
| Burger King Corporation         |          | 05/17/2017     | Corporation: FLORIDA  |
| Tim Hortons USA Inc.            |          | 05/17/2017     | Corporation: DELAWARE |
| Popeyes Louisiana Kitchen, Inc. |          | 05/17/2017     | Corporation: DELAWARE |

## RECEIVING PARTY DATA

|                        |   |
|------------------------|---|
| <b>Name:</b>           | Wilmington Trust, National Association, as Collateral Agent |
| <b>Street Address:</b> | 246 Goose Lane, Suite 105                                   |
| <b>City:</b>           | Guilford  |
| <b>State/Country:</b>  | CONNECTICUT   |
| <b>Postal Code:</b>    | 06437   |
| <b>Entity Type:</b>    | Association: UNITED STATES                                  |

## PROPERTY NUMBERS Total: 159

| Property Type        | Number  | Word Mark                                |
|----------------------|---------|--|
| Registration Number: | 2457618 | ALWAYS FRESH TIM HORTONS                 |
| Registration Number: | 5172381 | ALWAYS FRESH TIM HORTONS CAFE & BAKE SHO |
| Registration Number: | 3790700 | BAGEL B.E.L.T.                           |
| Registration Number: | 4949055 | ICED CAPP                                |
| Registration Number: | 2314620 | GREAT COFFEE EVERY TIME                  |
| Registration Number: | 4135752 | IT'S WHO YOU ARE THAT MAKES US WHO WE AR |
| Registration Number: | 2145676 | ROLL UP THE RIM TO WIN                   |
| Registration Number: | 3638972 | RRROLL IT! OWN IT!                       |
| Registration Number: | 4799781 | RRROLL UP REPLAY!                        |
| Registration Number: | 3701071 | RRROLL UP THE RIM TO WIN                 |
| Registration Number: | 4984403 | TAKE TWELVE                              |
| Registration Number: | 2863213 | TEAM TIM HORTONS                         |
| Registration Number: | 3441669 | TIM CARD                                 |
| Registration Number: | 2025251 | TIM HORTONS                              |
| Registration Number: | 2433796 | TIM HORTONS ALWAYS FRESH                 |
| Registration Number: | 4069662 | TIM HORTONS ALWAYS FRESH CAFE & BAKE SHO |
| Registration Number: | 4065879 | TIM HORTONS ALWAYS FRESH COFFEE & BAKE S |

TRADEMARK

| Property Type        | Number  | Word Mark                    |
|----------------------|---------|------------------------------|
| Registration Number: | 4415127 | TIM HORTONS CAFE & BAKE SHOP |
| Registration Number: | 1690691 | TIM HORTONS                  |
| Registration Number: | 2026723 | TIMBITS                      |
| Registration Number: | 2527878 | TIM'S OWN                    |
| Registration Number: | 3711275 | TIM'S TAKE TEN               |
| Registration Number: | 3911585 | TIM SHOP                     |
| Registration Number: | 4455613 | WHERE QUALITY MEETS VALUE    |
| Registration Number: | 4297259 | WHERE QUALITY MEETS VALUE    |
| Registration Number: | 1451533 | A.M. EXPRESS                 |
| Registration Number: | 4420052 | AMERICA'S FAVORITE BURGER    |
| Registration Number: | 3804598 | ANGRY WHOPPER                |
| Registration Number: | 3476576 | BK                           |
| Registration Number: | 2790924 | BK                           |
| Registration Number: | 3534987 | BK                           |
| Registration Number: | 3708652 | BK                           |
| Registration Number: | 1982277 | BK BIG FISH                  |
| Registration Number: | 4133232 | BK CROWN                     |
| Registration Number: | 4126985 | BK CROWN                     |
| Registration Number: | 4535453 | BK FUSION                    |
| Registration Number: | 4018300 | BK POSITIVE STEPS            |
| Registration Number: | 2189809 | BURGER BUCKS                 |
| Registration Number: | 0869775 | BURGER KING                  |
| Registration Number: | 3355280 | BURGER KING                  |
| Registration Number: | 2428846 | BURGER KING                  |
| Registration Number: | 2449825 | BURGER KING                  |
| Registration Number: | 2449826 | BURGER KING                  |
| Registration Number: | 2448248 | BURGER KING                  |
| Registration Number: | 2445008 | BURGER KING                  |
| Registration Number: | 2445009 | BURGER KING                  |
| Registration Number: | 2449837 | BURGER KING                  |
| Registration Number: | 2445014 | BURGER KING                  |
| Registration Number: | 3611863 | BURGER KING                  |
| Registration Number: | 3802779 | BURGER KING                  |
| Registration Number: | 2445005 | BURGER KING                  |
| Registration Number: | 2428856 | BURGER KING                  |
| Registration Number: | 2755927 | BURGER KING                  |
| Registration Number: | 4790186 | BURGER KING YOUR WAY         |
| Registration Number: | 2262585 | BURGER KING                  |

| Property Type        | Number  | Word Mark                        |
|----------------------|---------|----------------------------------|
| Registration Number: | 0901311 | BURGER KING                      |
| Registration Number: | 1057250 | BURGER KING                      |
| Registration Number: | 1076177 | BURGER KING                      |
| Registration Number: | 3815519 | COOL DOWN WITH THE KING          |
| 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: | 4653780 | EL SABOR ES EL REY               |
| Registration Number: | 4828294 | FLAME GRILLED                    |
| Registration Number: | 3355936 | FRYPOD                           |
| Registration Number: | 2183772 | GET YOUR BREAKFAST'S WORTH       |
| Registration Number: | 2183773 | GET YOUR BURGER'S WORTH          |
| Registration Number: | 3955507 | GO PLAY YOUR WAY AT BK           |
| Registration Number: | 3853010 | GUEST TRAC                       |
| Registration Number: | 0961016 | HAVE IT YOUR WAY                 |
| Registration Number: | 1081348 | HAVE IT YOUR WAY                 |
| Registration Number: | 2283409 | HOME OF FLAME BROILING           |
| Registration Number: | 0782990 | HOME OF THE WHOPPER              |
| Registration Number: | 3791312 | IGNITE YOUR TASTEBUDS            |
| Registration Number: | 2374317 | IT JUST TASTES BETTER            |
| Registration Number: | 1370409 | KING COMBO                       |
| Registration Number: | 3808360 | KING DEALS                       |
| Registration Number: | 4947278 | KING DEALS                       |
| Registration Number: | 2326394 | KING OF FRIES                    |
| Registration Number: | 3304745 | KURGER BING                      |
| Registration Number: | 3836230 | MAN DISCOVERED FIRE FOR A REASON |
| Registration Number: | 3853145 | NEVER FRIED ALWAYS FIRED         |
| Registration Number: | 5115493 | PEACE DAY BURGER                 |
| Registration Number: | 5001176 | RODEO                            |
| Registration Number: | 4525623 | SATISFRIES                       |
| Registration Number: | 0714249 |                                  |
| Registration Number: | 0955425 |                                  |
| Registration Number: | 4653783 | TASTE IS KING                    |
| Registration Number: | 2269249 | TASTE RULES                      |
| Registration Number: | 3427370 | TENDERCRISP                      |
| Registration Number: | 3025650 | TENDERCRISP                      |

| Property Type        | Number  | Word Mark                                |
|----------------------|---------|--|
| Registration Number: | 3071543 | TENDERGRILL                              |
| Registration Number: | 3426176 | TENDERGRILL                              |
| Registration Number: | 3767410 | THE KING GRILLS HERE                     |
| Registration Number: | 3992630 | BURGER KING BURGER KING                  |
| Registration Number: | 2467817 | TREAT YOURSELF COOL                      |
| Registration Number: | 1095538 | WE WOULDN'T HAVE IT ANY OTHER WAY        |
| Registration Number: | 0872256 | WHALER                                   |
| Registration Number: | 0989152 | WHERE KIDS ARE KING                      |
| Registration Number: | 4046784 | WHOPPER                                  |
| Registration Number: | 3736954 | WHOPPER                                  |
| Registration Number: | 3736973 | WHOPPER                                  |
| Registration Number: | 0899775 | WHOPPER                                  |
| Registration Number: | 3659042 | WHOPPER BAR                              |
| Registration Number: | 4745161 | WHOPPER JR.                              |
| Registration Number: | 4745160 | WHOPPER                                  |
| Registration Number: | 0861438 | YUMBO                                    |
| Registration Number: | 5141775 | WHOPPERRITO                              |
| Registration Number: | 4167203 | BURGER KING BKS BURGER KING SCHOLARS HON |
| Registration Number: | 1021254 | POPEYES                                  |
| Registration Number: | 1030944 | POPEYES                                  |
| Registration Number: | 1121096 | POPEYES                                  |
| Registration Number: | 1121699 | POPEYES                                  |
| Registration Number: | 1552225 | POPEYES                                  |
| Registration Number: | 1551239 | POPEYES                                  |
| Registration Number: | 1267567 | POPEYES                                  |
| Registration Number: | 2000593 | POPEYES CHICKEN & BISCUITS               |
| Registration Number: | 2095493 | POPEYES CHICKEN & BISCUITS               |
| Registration Number: | 3681087 | P LOUISIANA KITCHEN                      |
| Registration Number: | 3681086 | POPEYES LOUISIANA KITCHEN                |
| Registration Number: | 4232451 | POPEYES LOUISIANA KITCHEN                |
| Registration Number: | 3681089 | P POPEYES LOUISIANA KITCHEN              |
| Registration Number: | 3681088 | P  |
| Registration Number: | 2215059 | AFC ENTERPRISES                          |
| Registration Number: | 2215069 | AFC ENTERPRISES                          |
| Registration Number: | 3592400 | BONAFIDE                                 |
| Registration Number: | 4800287 | BRING IT ALL TO THE TABLE                |
| Registration Number: | 3124168 | CAJUN CRAVERS                            |
| Registration Number: | 2787618 | CAJUN OUR WAY                            |

| Property Type        | Number  | Word Mark                               |
|----------------------|---------|---|
| Registration Number: | 1371596 | CAJUN SPARKLE                           |
| Registration Number: | 3506014 | CATER THE FLAVOR                        |
| Registration Number: | 4581965 | CHICKEN WAFFLE TENDERS                  |
| Registration Number: | 4226301 | FLAVORIETY                              |
| Registration Number: | 4317643 | FLAVORIETY ONLY AT POPEYES              |
| Registration Number: | 4045548 | FOOD WITH ATTITUDE                      |
| Registration Number: | 2091908 | FRANCHISOR OF CHOICE                    |
| Registration Number: | 3142938 | GARDEN DISTRICT SALADS                  |
| Registration Number: | 4238396 | GET UP & GEAUX!                         |
| Registration Number: | 4155285 | GET UP & GEAUX! KIDS MEAL               |
| Registration Number: | 4155287 | LOUISIANA LEAUX                         |
| Registration Number: | 4155288 | LOUISIANA LEAUX GET UP & GEAUX!         |
| Registration Number: | 4926268 | LOUISIANA LEGENDS                       |
| Registration Number: | 4045549 | LOUISIANA FAST                          |
| Registration Number: | 1257959 | LOVE THAT CHICKEN FROM POPEYES          |
| Registration Number: | 1116753 | LOVE THAT CHICKEN!                      |
| Registration Number: | 3546452 | POPEYES BONAFIDE CHICKEN                |
| Registration Number: | 3068867 | POPEYES CAJUN CRAVERS                   |
| Registration Number: | 3272168 | EST. 1972 POPEYES CHICKEN & BISCUITS    |
| Registration Number: | 1378568 | POPEYES FAMOUS FRIED CHICKEN & BISCUITS |
| Registration Number: | 1257958 | POPEYES FAMOUS FRIED CHICKEN            |
| Registration Number: | 2398299 | POPEYES FOOD WITH ATTITUDE              |
| Registration Number: | 1563625 | SWEET HEAT                              |
| Registration Number: | 4170198 | SWEET HEAT                              |
| Registration Number: | 2681443 | WE DO GOOD BA-YOU                       |
| Registration Number: | 2010357 | AFC                                     |
| Registration Number: | 2000592 | POPEYES CHICKEN & BISCUITS              |
| Registration Number: | 2017585 | THE NEW AGE OF OPPORTUNITY              |

**CORRESPONDENCE DATA**

**Fax Number:** 8009144240

*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:** 800-713-0755

**Email:** Michael.Violet@wolterskluwer.com

**Correspondent Name:** Michael Violet

**Address Line 1:** 4400 Easton Commons Way

**Address Line 2:** Suite 125

**Address Line 4:** Columbus, OHIO 43219

|                           |                  |
|---------------------------|------------------|
| <b>NAME OF SUBMITTER:</b> | Elaine Carrera   |
| <b>SIGNATURE:</b>         | /Elaine Carrera/ |
| <b>DATE SIGNED:</b>       | 05/19/2017       |

**Total Attachments: 17**

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## FIRST LIEN INTELLECTUAL PROPERTY SECURITY AGREEMENT (TRADEMARKS)

This FIRST LIEN INTELLECTUAL PROPERTY SECURITY AGREEMENT (TRADEMARKS) (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “IP Security Agreement”) dated May 17, 2017, is made by the Persons listed on the signature pages hereof (collectively, the “Grantors”) in favor of WILMINGTON TRUST, NATIONAL ASSOCIATION, solely in its capacity as Collateral Agent (the “Collateral Agent”) for the Secured Parties. Capitalized terms used herein and not otherwise defined herein shall have the meanings assigned to such terms in the Indenture and the Security Agreement referred to therein.

WHEREAS, 1011778 B.C. Unlimited Liability Company, an unlimited liability company organized under the laws of British Columbia (the “Issuer”), New Red Finance, Inc., a Delaware corporation (the “Co-Issuer” and together with the Issuer, the “Issuers”), the Guarantors from time to time party thereto and Wilmington Trust, National Association, as the trustee (the “Trustee”) and the Collateral Agent have entered into the Indenture dated as of May 17, 2017 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Indenture”).

WHEREAS, in connection with the Indenture, the Grantors and the Collateral Agent have entered into the First Lien Security Agreement dated as of the date hereof (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Security Agreement”).

WHEREAS, under the terms of the Security Agreement, the Grantors have granted to the Collateral Agent, for the benefit of the Secured Parties, a security interest in, among other property, certain intellectual property of the Grantors, and have agreed as a condition thereof to execute this IP Security Agreement for recording with the United States Patent and Trademark Office.

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

SECTION 1. Grant of Security. Each Grantor hereby grants to the Collateral Agent for the benefit of the Secured Parties a security interest in all of such Grantor’s right, title and interest in and to the following (the “Collateral”):

- (a) the registered Trademarks (as defined in the Security Agreement) and Trademarks for which applications are pending in the United States Patent and Trademark Office set forth in Schedule A hereto (excluding any Excluded Property).

SECTION 2. Security for Obligations. The grant of a security interest in the Collateral by each Grantor under this IP Security Agreement secures the payment of all Secured Obligations of such Grantor now or hereafter existing under or in respect of the Notes Documents, whether direct or indirect, absolute or contingent, and whether for principal, reimbursement obligations, interest, premiums, penalties, fees, indemnifications, contract causes of action, costs, expenses or otherwise. Without limiting the generality of the foregoing, this IP Security Agreement secures, as to each Grantor, the payment of all amounts that constitute part of the Secured Obligations and that would be owed by such Grantor to any Secured Party under the Notes Documents but for the fact that such Secured Obligations are unenforceable or not allowable due to the existence of a bankruptcy, reorganization or similar proceeding involving a Guarantor.

SECTION 3. Recordation. This IP Security Agreement has been executed and delivered by the Grantors for the purpose of recording the grant of security interest herein with the United States

Patent and Trademark Office. Each Grantor authorizes and requests that the Commissioner for Trademarks record this IP Security Agreement.

SECTION 4. Execution in Counterparts. This IP Security Agreement may be executed in any number of counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Delivery of an executed signature page to this IP Security Agreement by facsimile transmission or other electronic communication (including “.pdf” or “.tif” files) shall be as effective as delivery of a manually signed counterpart of this IP Security Agreement.

SECTION 5. Grants, Rights and Remedies; Intercreditor Agreements. This IP Security Agreement has been entered into in conjunction with the provisions of the Security Agreement. Each Grantor does hereby acknowledge and confirm that the grant of the security interest hereunder to, and the rights and remedies of, the Collateral Agent with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this IP Security Agreement and the terms of the Security Agreement, the terms of the Security Agreement shall govern. Notwithstanding anything herein to the contrary, the exercise of any right or remedy by the Collateral Agent hereunder is subject to the limitations and provisions of the Intercreditor Agreements (or any other intercreditor agreement to which the Collateral Agent is party in respect of the Secured Obligations). In the event of any conflict between the terms of any Intercreditor Agreement (or such other intercreditor agreement) and the terms of this IP Security Agreement, the terms of such Intercreditor Agreement (or such other intercreditor agreement) shall govern and control.

SECTION 6. Governing Law. This IP Security Agreement shall be governed by, and construed in accordance with, the laws of the State of New York.

SECTION 7. Severability. In case any one or more of the provisions contained in this IP Security Agreement should be held invalid, illegal or unenforceable in any respect, the validity, legality and enforceability of the remaining provisions contained herein and in the Security Agreement shall not in any way be affected or impaired thereby (it being understood that the invalidity of a particular provision in a particular jurisdiction shall not in and of itself affect the validity of such provision in any other jurisdiction). The parties hereto shall endeavor in good-faith negotiations to replace the invalid, illegal or unenforceable provisions with valid provisions the economic effect of which comes as close as possible to that of the invalid, illegal or unenforceable provisions.

SECTION 8. Collateral Agent Makes No Representation. The Collateral Agent makes no representation as to the validity or sufficiency of this IP Security Agreement.

[Signature Pages Follow]



IN WITNESS WHEREOF, each Grantor has caused this IP Security Agreement to be duly executed and delivered by its officer thereunto duly authorized as of the date first above written.

**BURGER KING CORPORATION,**  
as Initial Grantor

By: 

Name: Jill Granat

Title: Assistant Secretary

Jurisdiction of Formation/Incorporation: Florida  
Address Of Chief Executive Office:  
5505 Blue Lagoon Drive  
Miami, FL 33126

**TIM HORTONS USA INC.,**  
as Initial Grantor

By: 

Name: Jill Granat

Title: Secretary

Jurisdiction of Formation/Incorporation: Delaware  
Address Of Chief Executive Office:  
5505 Blue Lagoon Drive  
Miami, FL 33126

**POPEYES LOUISIANA KITCHEN, INC.,**  
as Initial Grantor

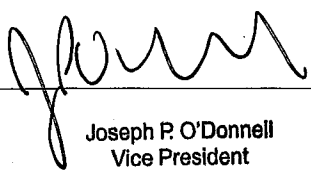
By: 

Name: Jill Granat

Title: Assistant Secretary

Jurisdiction of Formation/Incorporation: Minnesota  
Address Of Chief Executive Office:  
400 Perimeter Center Terraces, Suite 1000  
Atlanta, GA 30346

WILMINGTON TRUST, NATIONAL ASSOCIATION,  
solely in its capacity as Collateral Agent

By: \_\_\_\_\_  
Name:   
Title: Joseph P. O'Donnell  
Vice President

SCHEDULE A

United States Trademark Registrations and Trademark Applications

| OWNER/GRANTOR        | Trademark   | Country | Status     | Application No. | Registration No. | Registration Date/Filing Date |
|----------------------|---|---------|------------|-----------------|------------------|-------------------------------|
| TIM HORTONS USA INC. | ALWAYS FRESH TIM HORTONS And Design                                 | US      | REGISTERED | 75/366102       | 2457618          | 06/05/2001                    |
| TIM HORTONS USA INC. | ALWAYS FRESH TIM HORTONS CAFE & BAKE SHOP RRRROLL UP THE RIM TO WIN | US      | REGISTERED | 86/784364       | 5172381          | 03/28/2017                    |
| TIM HORTONS USA INC. | BAGEL B.E.L.T.  | US      | REGISTERED | 77/418489       | 3790700          | 05/18/2010                    |
| TIM HORTONS USA INC. | ICED CAPP   | US      | REGISTERED | 86/472,224      | 4949055          | 05/03/2016                    |
| TIM HORTONS USA INC. | GREAT COFFEE EVERY TIME   | US      | REGISTERED | 75/644195       | 2314620          | 02/01/2000                    |
| TIM HORTONS USA INC. | IT'S WHO YOU ARE THAT MAKES US WHO WE ARE                           | US      | REGISTERED | 77/499041       | 4135752          | 05/01/2012                    |
| TIM HORTONS USA INC. | ROLL UP THE RIM TO WIN  | US      | REGISTERED | 75/078516       | 2145676          | 03/24/1998                    |
| TIM HORTONS USA INC. | RRROLL IT! OWN IT!  | US      | REGISTERED | 77/614383       | 3638972          | 06/16/2009                    |
| TIM HORTONS USA INC. | RRROLL UP REPLAY!   | US      | REGISTERED | 86/537,006      | 4799781          | 08/25/2015                    |
| TIM HORTONS USA INC. | RRROLL UP THE RIM TO WIN  | US      | REGISTERED | 77/639328       | 3701071          | 10/27/2009                    |
| TIM HORTONS USA INC. | TAKE TWELVE   | US      | REGISTERED | 86/529,393      | 4984403          | 06/21/2016                    |
| TIM HORTONS USA INC. | TEAM TIM HORTONS And Design   | US      | REGISTERED | 76/333363       | 2863213          | 07/13/2004                    |
| TIM HORTONS USA INC. | TIM CARD  | US      | REGISTERED | 77/096782       | 3441669          | 06/03/2008                    |

| OWNER/GRANTOR           | Trademark   | Country | Status     | Application No. | Registration No. | Registration Date/Filing Date |
|-------------------------|---|---------|------------|-----------------|------------------|-------------------------------|
| TIM HORTONS USA INC.    | TIM HORTONS   | US      | REGISTERED | 75/008873       | 2025251          | 12/24/1996                    |
| TIM HORTONS USA INC.    | TIM HORTONS ALWAYS FRESH And Design                   | US      | REGISTERED | 75/366315       | 2433796          | 03/06/2001                    |
| TIM HORTONS USA INC.    | TIM HORTONS ALWAYS FRESH CAFE & BAKE SHOP EST. 1964   | US      | REGISTERED | 85/167598       | 4069662          | 12/13/2011                    |
| TIM HORTONS USA INC.    | TIM HORTONS ALWAYS FRESH COFFEE & BAKE SHOP EST. 1964 | US      | REGISTERED | 85/167609       | 4065879          | 12/6/2011                     |
| TIM HORTONS USA INC.    | TIM HORTONS CAFE & BAKE SHOP                          | US      | REGISTERED | 85/018795       | 4415127          | 10/8/2013                     |
| TIM HORTONS USA INC.    | TIM HORTONS DESIGN                                    | US      | REGISTERED | 74/025793       | 1690691          | 06/02/1992                    |
| TIM HORTONS USA INC.    | TIMBITS   | US      | REGISTERED | 75/008874       | 2026723          | 12/31/1996                    |
| TIM HORTONS USA INC.    | TIM'S OWN   | US      | REGISTERED | 75/552338       | 2527878          | 01/08/2002                    |
| TIM HORTONS USA INC.    | TIM'S TAKE TEN  | US      | REGISTERED | 77/614422       | 3711275          | 11/17/2009                    |
| TIM HORTONS USA INC.    | TIM SHOP  | US      | REGISTERED | 77/632116       | 3911585          | 1/25/2011                     |
| TIM HORTONS USA INC.    | WHERE QUALITY MEETS VALUE                             | US      | REGISTERED | 85/514375       | 4455613          | 12/24/2013                    |
| TIM HORTONS USA INC.    | WHERE QUALITY MEETS VALUE                             | US      | REGISTERED | 85/514363       | 4297259          | 3/5/2013                      |
| BURGER KING CORPORATION | A.M. EXPRESS  | US      | REGISTERED | 73/636311       | 1451533          | 08/04/1987                    |
| BURGER KING CORPORATION | AMERICA'S FAVORITE BURGER                             | US      | REGISTERED | 85/763884       | 4420052          | 10/15/2013                    |
| BURGER KING CORPORATION | ANGRY WHOPPER   | US      | REGISTERED | 77/758591       | 3804598          | 06/15/2010                    |

| OWNER/GRANTOR           | Trademark                     | Country | Status     | Application No. | Registration No. | Registration Date/Filing Date |
|-------------------------|-------------------------------|---------|------------|-----------------|------------------|-------------------------------|
| BURGER KING CORPORATION | BK                            | US      | REGISTERED | 77/975676       | 3476576          | 07/29/2008                    |
| BURGER KING CORPORATION | BK                            | US      | REGISTERED | 76/484750       | 2790924          | 12/09/2003                    |
| BURGER KING CORPORATION | BK                            | US      | REGISTERED | 77/252106       | 3534987          | 11/18/2008                    |
| BURGER KING CORPORATION | BK & Flaming Crescent Design  | US      | REGISTERED | 77/722030       | 3708652          | 11/10/2009                    |
| BURGER KING CORPORATION | BK BIG FISH                   | US      | REGISTERED | 74/663958       | 1982277          | 06/25/1996                    |
| BURGER KING CORPORATION | BK CROWN                      | US      | REGISTERED | 85/384485       | 4133232          | 04/24/2012                    |
| BURGER KING CORPORATION | BK CROWN                      | US      | REGISTERED | 85/400880       | 4126985          | 04/10/2012                    |
| BURGER KING CORPORATION | BK FUSION                     | US      | REGISTERED | 85/173607       | 4535453          | 05/27/2014                    |
| BURGER KING CORPORATION | BK POSITIVE STEPS             | US      | REGISTERED | 85/109311       | 4018300          | 08/30/2011                    |
| BURGER KING CORPORATION | BURGER BUCKS                  | US      | REGISTERED | 75172757        | 2189809          | 09/15/1998                    |
| BURGER KING CORPORATION | BURGER KING                   | US      | REGISTERED | 72306090        | 0869775          | 05/20/1969                    |
| BURGER KING CORPORATION | BURGER KING                   | US      | REGISTERED | 77/128236       | 3355280          | 12/18/2007                    |
| BURGER KING CORPORATION | BURGER KING & Crescent Design | US      | REGISTERED | 75655962        | 2428846          | 02/13/2001                    |
| BURGER KING CORPORATION | BURGER KING & Crescent Design | US      | REGISTERED | 75656416        | 2449825          | 05/08/2001                    |
| BURGER KING CORPORATION | BURGER KING & Crescent Design | US      | REGISTERED | 75656417        | 2449826          | 05/08/2001                    |
| BURGER KING CORPORATION | BURGER KING & Crescent Design | US      | REGISTERED | 75656619        | 2448248          | 05/01/2001                    |
| BURGER KING CORPORATION | BURGER KING & Crescent Design | US      | REGISTERED | 75662399        | 2445008          | 04/17/2001                    |

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| BURGER KING CORPORATION | BURGER KING & Crescent Design                        | US      | REGISTERED | 75662803        | 2445009          | 04/17/2001                    |
| BURGER KING CORPORATION | BURGER KING & Crescent Design                        | US      | REGISTERED | 75662809        | 2449837          | 05/08/2001                    |
| BURGER KING CORPORATION | BURGER KING & Crescent Design                        | US      | REGISTERED | 75664301        | 2445014          | 04/17/2001                    |
| BURGER KING CORPORATION | BURGER KING & Crescent Design                        | US      | REGISTERED | 77/570881       | 3611863          | 04/28/2009                    |
| BURGER KING CORPORATION | BURGER KING & Crescent Design                        | US      | REGISTERED | 77853595        | 3802779          | 06/15/2010                    |
| BURGER KING CORPORATION | BURGER KING & Crescent Design                        | US      | REGISTERED | 75662109        | 2445005          | 04/17/2001                    |
| BURGER KING CORPORATION | BURGER KING & Crescent Design                        | US      | REGISTERED | 75662110        | 2428856          | 02/13/2001                    |
| BURGER KING CORPORATION | BURGER KING & Crescent Design (Color)                | US      | REGISTERED | 76/468010       | 2755927          | 08/26/2003                    |
| BURGER KING CORPORATION | BURGER KING & Crescent Design YOUR WAY               | US      | REGISTERED | 86/488726       | 4790186          | 08/11/2015                    |
| BURGER KING CORPORATION | BURGER KING & Hamburger Design                       | US      | REGISTERED | 75437867        | 2262585          | 07/20/1999                    |
| BURGER KING CORPORATION | BURGER KING & Hamburger Design                       | US      | REGISTERED | 72328416        | 0901311          | 10/20/1970                    |
| BURGER KING CORPORATION | BURGER KING & Hamburger Design (Color, Red & Orange) | US      | REGISTERED | 73076655        | 1057250          | 01/25/1977                    |
| BURGER KING CORPORATION | BURGER KING (Stylized)                               | US      | REGISTERED | 73114231        | 1076177          | 10/25/1977                    |
| BURGER KING CORPORATION | COOL DOWN WITH THE KING                              | US      | REGISTERED | 77721553        | 3815519          | 07/06/2010                    |
| BURGER KING CORPORATION | CROISSAN'WICH  | US      | REGISTERED | 73761031        | 1550398          | 08/01/1989                    |
| BURGER KING CORPORATION | Crown Design   | US      | REGISTERED | 75481274        | 2310680          | 01/25/2000                    |







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| BURGER KING CORPORATION | DOUBLE WHOPPER                  | US      | REGISTERED | 75301603        | 2187487          | 09/08/1998                    |
| BURGER KING CORPORATION | DRINK IT YOUR WAY               | US      | REGISTERED | 75274944        | 2150854          | 04/14/1998                    |
| BURGER KING CORPORATION | DRINK IT YOUR WAY               | US      | REGISTERED | 75274945        | 2150855          | 04/14/1998                    |
| BURGER KING CORPORATION | EL SABOR ES EL REY <sup>1</sup> | US      | REGISTERED | 85/982620       | 4653780          | 12/09/2014                    |
| BURGER KING CORPORATION | FLAME GRILLED & Design          | US      | REGISTERED | 86/339359       | 4828294          | 10/06/2015                    |
| BURGER KING CORPORATION | FRYPOD                          | US      | REGISTERED | 77/165005       | 3355936          | 12/18/2007                    |
| BURGER KING CORPORATION | GET YOUR BREAKFAST'S WORTH      | US      | REGISTERED | 75301604        | 2183772          | 08/25/1998                    |
| BURGER KING CORPORATION | GET YOUR BURGER'S WORTH         | US      | REGISTERED | 75301605        | 2183773          | 08/25/1998                    |
| BURGER KING CORPORATION | GO PLAY YOUR WAY AT BK          | US      | REGISTERED | 77867948        | 3955507          | 05/03/2011                    |
| BURGER KING CORPORATION | GUEST TRAC                      | US      | REGISTERED | 77934725        | 3853010          | 09/28/2010                    |
| BURGER KING CORPORATION | HAVE IT YOUR WAY                | US      | REGISTERED | 72/413798       | 0961016          | 06/12/1973                    |
| BURGER KING CORPORATION | HAVE IT YOUR WAY (Stylized)     | US      | REGISTERED | 73070797        | 1081348          | 01/03/1978                    |
| BURGER KING CORPORATION | HOME OF FLAME BROILING          | US      | REGISTERED | 75590041        | 2283409          | 10/05/1999                    |
| BURGER KING CORPORATION | HOME OF THE WHOPPER             | US      | REGISTERED | 72098429        | 782990           | 01/05/1965                    |
| BURGER KING CORPORATION | IGNITE YOUR TASTEBUDS           | US      | REGISTERED | 77721555        | 3791312          | 05/18/2010                    |
| BURGER KING CORPORATION | IT JUST TASTES BETTER           | US      | REGISTERED | 75528190        | 2374317          | 08/08/2000                    |

<sup>1</sup> Will not be maintained or renewed.


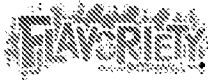
| OWNER/GRANTOR           | Trademark  | Country | Status     | Application No. | Registration No. | Registration Date/Filing Date |
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| BURGER KING CORPORATION | KING COMBO   | US      | REGISTERED | 73491923        | 1370409          | 11/12/1985                    |
| BURGER KING CORPORATION | KING DEALS   | US      | REGISTERED | 77765824        | 3808360          | 06/22/2010                    |
| BURGER KING CORPORATION | KING DEALS   | US      | REGISTERED | 86/482537       | 4947278          | 04/26/2016                    |
| BURGER KING CORPORATION | KING OF FRIES  | US      | REGISTERED | 75668316        | 2326394          | 03/07/2000                    |
| BURGER KING CORPORATION | KURGER BING  | US      | REGISTERED | 78/927908       | 3304745          | 10/02/2007                    |
| BURGER KING CORPORATION | Man Discovered Fire for a Reason                                     | US      | REGISTERED | 77881923        | 3836230          | 08/17/2010                    |
| BURGER KING CORPORATION | NEVER FRIED ALWAYS FIRED   | US      | REGISTERED | 77937383        | 3853145          | 09/28/2010                    |
| BURGER KING CORPORATION | PEACE DAY BURGER   | US      | REGISTERED | 86/744040       | 5115493          | 01/03/2017                    |
| BURGER KING CORPORATION | RODEO  | US      | REGISTERED | 86/633446       | 5001176          | 07/19/2016                    |
| BURGER KING CORPORATION | SATISFRIES   | US      | REGISTERED | 86/074815       | 4525623          | 05/06/2014                    |
| BURGER KING CORPORATION | Sitting Burger King Character (right hand shake) on Hamburger Design | US      | REGISTERED | 72/098428       | 0714249          | 04/18/1961                    |
| BURGER KING CORPORATION | Stout Character Burger King Design (Color)                           | US      | REGISTERED | 72/431828       | 0955425          | 03/13/1973                    |
| BURGER KING CORPORATION | TASTE IS KING  | US      | REGISTERED | 85/982752       | 4653783          | 12/09/2014                    |
| BURGER KING CORPORATION | TASTE RULES  | US      | REGISTERED | 75566290        | 2269249          | 08/10/1999                    |
| BURGER KING CORPORATION | TENDERCRISP  | US      | REGISTERED | 76978797        | 3427370          | 05/13/2008                    |
| BURGER KING CORPORATION | TENDERCRISP  | US      | REGISTERED | 76600533        | 3025650          | 12/13/2005                    |






| OWNER/GRANTOR           | Trademark                            | Country | Status     | Application No. | Registration No. | Registration Date/Filing Date |
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| BURGER KING CORPORATION | TENDERGRILL                          | US      | REGISTERED | 76583688        | 3071543          | 03/21/2006                    |
| BURGER KING CORPORATION | TENDERGRILL                          | US      | REGISTERED | 77/265714       | 3426176          | 05/13/2008                    |
| BURGER KING CORPORATION | THE KING GRILLS HERE                 | US      | REGISTERED | 77826470        | 3767410          | 03/30/2010                    |
| BURGER KING CORPORATION | BURGER KING BURGER KING & King Image | US      | REGISTERED | 85137937        | 3992630          | 07/12/2011                    |
| BURGER KING CORPORATION | TREAT YOURSELF COOL                  | US      | REGISTERED | 76073647        | 2467817          | 07/10/2001                    |
| BURGER KING CORPORATION | WE WOULDN'T HAVE IT ANY OTHER WAY    | US      | REGISTERED | 73134826        | 1095538          | 07/04/1978                    |
| BURGER KING CORPORATION | WHALER                               | US      | REGISTERED | 72284291        | 872256           | 07/01/1969                    |
| BURGER KING CORPORATION | WHERE KIDS ARE KING                  | US      | REGISTERED | 72432193        | 989152           | 07/23/1974                    |
| BURGER KING CORPORATION | WHOPPER                              | US      | REGISTERED | 85156013        | 4046784          | 10/25/2011                    |
| BURGER KING CORPORATION | WHOPPER                              | US      | REGISTERED | 77792219        | 3736954          | 01/12/2010                    |
| BURGER KING CORPORATION | WHOPPER                              | US      | REGISTERED | 77819630        | 3736973          | 01/12/2010                    |
| BURGER KING CORPORATION | WHOPPER                              | US      | REGISTERED | 72/306089       | 899775           | 09/29/1970                    |
| BURGER KING CORPORATION | WHOPPER BAR                          | US      | REGISTERED | 77450760        | 3659042          | 07/21/2009                    |
| BURGER KING CORPORATION | WHOPPER JR. Logo                     | US      | REGISTERED | 86/339385       | 4745161          | 05/26/2015                    |
| BURGER KING CORPORATION | WHOPPER Logo                         | US      | REGISTERED | 86/339378       | 4745160          | 05/26/2015                    |
| BURGER KING CORPORATION | YUMBO                                | US      | REGISTERED | 72272574        | 861438           | 12/03/1968                    |
| BURGER KING CORPORATION | WHOPPERRITO                          | US      | REGISTERED | 87/101264       | 5141775          | 02/14/2017                    |

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| BURGER KING CORPORATION         | BURGER KING BKS BURGER KING SCHOLARS HONORING JIM MCLAMORE <sup>2</sup>   | US      | REGISTERED | 85457513   | 4167203   | 07/03/2012   |
| Popeyes Louisiana Kitchen, Inc. | POPEYES   | US      | REGISTERED | 73029940<br>73052658<br>73162707<br>73162627<br>73766279 | 1,021,254<br>1,030,944<br>1,121,096<br>1,121,699<br>1,552,225 | 09/23/1975<br>01/20/1976<br>06/26/1979<br>07/10/1979<br>08/15/1989 |
| Popeyes Louisiana Kitchen, Inc. |    | US      | REGISTERED | 73766330<br>73361550                                     | 1,551,239<br>1,267,567  | 08/08/1989<br>02/21/1984   |
| Popeyes Louisiana Kitchen, Inc. | POPEYES CHICKEN & BISCUITS & Banner Design<br> | US      | REGISTERED | 74551046<br>74551044                                     | 2,000,593<br>2,095,493  | 09/17/1996<br>09/09/1997   |
| Popeyes Louisiana Kitchen, Inc. |    | US      | REGISTERED | 77506282   | 3,681,087   | 06/24/2008   |
| Popeyes Louisiana Kitchen, Inc. |    | US      | REGISTERED | 77506242<br>85407037                                     | 3,681,086<br>4,232,451  | 09/08/2009<br>10/30/2012   |
| Popeyes Louisiana Kitchen, Inc. |    | US      | REGISTERED | 77506307   | 3,681,089   | 09/08/2009   |
| Popeyes Louisiana Kitchen, Inc. |    | US      | REGISTERED | 77506289   | 3,681,088   | 09/08/2009   |

<sup>2</sup> Will not be maintained or renewed.

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|---------------------------------|--|---------|------------|-----------------|------------------|-------------------------------|
| Popeyes Louisiana Kitchen, Inc. | AFC ENTERPRISES  | US      | REGISTERED | 75160522        | 2,215,059        | 12/29/1998                    |
| Popeyes Louisiana Kitchen, Inc. | AFC ENTERPRISES and Star Design<br> | US      | REGISTERED | 75167398        | 2,215,069        | 12/29/1998                    |
| Popeyes Louisiana Kitchen, Inc. | BONAFIDE<br><b>BONAFIDE</b>  | US      | REGISTERED | 77323613        | 3,592,400        | 03/17/2009                    |
| Popeyes Louisiana Kitchen, Inc. | BRING IT ALL TO THE TABLE<br><small>BRING IT ALL TO THE TABLE</small>  | US      | REGISTERED | 86073118        | 4,800,287        | 08/25/2015                    |
| Popeyes Louisiana Kitchen, Inc. | CAJUN CRAVERS  | US      | REGISTERED | 78092368        | 3,124,168        | 08/01/2006                    |
| Popeyes Louisiana Kitchen, Inc. | CAJUN OUR WAY  | US      | REGISTERED | 78129484        | 2,787,618        | 11/25/2003                    |
| Popeyes Louisiana Kitchen, Inc. | CAJUN SPARKLE  | US      | REGISTERED | 73535680        | 1,371,596        | 11/19/1985                    |
| Popeyes Louisiana Kitchen, Inc. | CATER THE FLAVOR<br><small>CATER THE FLAVOR</small>  | US      | REGISTERED | 77164883        | 3,506,014        | 09/23/2008                    |
| Popeyes Louisiana Kitchen, Inc. | CHICKEN WAFFLE TENDERS<br><small>CHICKEN WAFFLE TENDERS</small>  | US      | REGISTERED | 85773334        | 4,581,965        | 08/05/2014                    |
| Popeyes Louisiana Kitchen, Inc. | FLAVORIETY<br><b>FLAVORIETY</b>  | US      | REGISTERED | 85177484        | 4,226,301        | 10/16/2012                    |
| Popeyes Louisiana Kitchen, Inc. | FLAVORIETY and Design<br>         | US      | REGISTERED | 85265743        | 4,317,643        | 04/09/2013                    |
| Popeyes Louisiana Kitchen, Inc. | FOOD WITH ATTITUDE<br><small>FOOD WITH ATTITUDE</small>  | US      | REGISTERED | 85304933        | 4,045,548        | 10/25/2011                    |

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| Popeyes Louisiana Kitchen, Inc. | FRANCHISOR OF CHOICE  | US      | REGISTERED | 74725852        | 2,091,908        | 08/26/1997                    |
| Popeyes Louisiana Kitchen, Inc. | GARDEN DISTRICT SALADS<br><br>GARDEN DISTRICT SALADS  | US      | REGISTERED | 78361490        | 3,142,938        | 09/12/2006                    |
| Popeyes Louisiana Kitchen, Inc. | GET UP & GEAUX!<br><br>GET UP & GEAUX!  | US      | REGISTERED | 85264597        | 4,238,396        | 03/11/2011                    |
| Popeyes Louisiana Kitchen, Inc. | GET UP & GEAUX! KIDS MEAL Logo<br><br>              | US      | REGISTERED | 85265741        | 4,155,285        | 06/05/2012                    |
| Popeyes Louisiana Kitchen, Inc. | LOUISIANA LEAUX<br><br>LOUISIANA LEAUX  | US      | REGISTERED | 85266120        | 4,155,287        | 06/05/2012                    |
| Popeyes Louisiana Kitchen, Inc. | LOUISIANA LEAUX GET UP & GEAUX! and Design<br><br> | US      | REGISTERED | 85266170        | 4,155,288        | 06/05/2012                    |
| Popeyes Louisiana Kitchen, Inc. | LOUISIANA LEGENDS<br><br>LOUISIANA LEGENDS  | US      | REGISTERED | 86653092        | 4,926,268        | 03/29/2016                    |
| Popeyes Louisiana Kitchen, Inc. | LOUISIANA FAST<br><br>LOUISIANA FAST  | US      | REGISTERED | 85304936        | 4,045,549        | 10/25/2011                    |
| Popeyes Louisiana Kitchen, Inc. | LOVE THAT CHICKEN FROM POPEYES  | US      | REGISTERED | 73162712        | 1,257,959        | 11/15/1983                    |

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| Popeyes Louisiana Kitchen, Inc. | LOVE THAT CHICKEN!<br>(Stylized)<br><b>LOVE THAT CHICKEN!</b>  | US      | REGISTERED | 73162713        | 1,116,753        | 04/17/1979                    |
| Popeyes Louisiana Kitchen, Inc. | POPEYES BONAFIDE CHICKEN and Design<br>               | US      | REGISTERED | 77456582        | 3,546,452        | 12/16/2008                    |
| Popeyes Louisiana Kitchen, Inc. | POPEYES CAJUN CRAVERS  | US      | REGISTERED | 78092380        | 3,068,867        | 03/14/2006                    |
| Popeyes Louisiana Kitchen, Inc. | POPEYES CHICKEN & BISCUITS EST. 1972 Sign Design<br> | US      | REGISTERED | 78876493        | 3,272,168        | 07/31/2007                    |
| Popeyes Louisiana Kitchen, Inc. | POPEYES FAMOUS FRIED CHICKEN & BISCUITS  | US      | REGISTERED | 73516686        | 1,378,568        | 01/14/1986                    |
| Popeyes Louisiana Kitchen, Inc. | POPEYES FAMOUS FRIED CHICKEN and Sign Design   | US      | REGISTERED | 73162625        | 1,257,958        | 11/15/1983                    |
| Popeyes Louisiana Kitchen, Inc. | POPEYES FOOD WITH ATTITUDE   | US      | REGISTERED | 75408209        | 2,398,299        | 10/24/2000                    |
| Popeyes Louisiana Kitchen, Inc. | SWEET HEAT   | US      | REGISTERED | 73787015        | 1,563,625        | 10/31/1989                    |
| Popeyes Louisiana Kitchen, Inc. | SWEET HEAT<br><b>SWEET HEAT</b>  | US      | REGISTERED | 85307522        | 4,170,198        | 07/10/2012                    |
| Popeyes Louisiana Kitchen, Inc. | WE DO GOOD BA-YOU  | US      | REGISTERED | 78127833        | 2,681,443        | 01/28/2003                    |
| Popeyes Louisiana Kitchen, Inc. | AFC  | US      | REGISTERED | 74339479        | 2,010,357        | 10/22/1996                    |
| Popeyes Louisiana Kitchen, Inc. | POPEYES CHICKEN & BISCUITS   | US      | REGISTERED | 74551045        | 2,000,592        | 09/17/1996                    |
| Popeyes Louisiana Kitchen, Inc. | THE NEW AGE OF OPPORTUNITY   | US      | REGISTERED | 75025201        | 2,017,585        | 11/19/1996                    |

