

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM587703

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wells Fargo Bank, National Association, as Administrative Agent		07/20/2020	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	The Krystal Company
Street Address:	1455 Lincoln Parkway E., Suite 600
City:	Dunwoody
State/Country:	GEORGIA
Postal Code:	30346
Entity Type:	Corporation: TENNESSEE
Name:	Krystal Trademark Company
Street Address:	2215-B Renaissance Drive
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89119
Entity Type:	Corporation: NEVADA

PROPERTY NUMBERS Total: 52

Property Type	Number	Word Mark
Serial Number:	85017049	KRYSTAL TOO
Registration Number:	0343677	THE KRYSTAL
Registration Number:	0567919	THE KRYSTAL
Registration Number:	1330234	KRYSTAL
Registration Number:	1330251	KRYSTAL
Registration Number:	1331146	KRYSTAL
Registration Number:	1787005	KRYSTAL
Registration Number:	1876821	KRYSTAL
Registration Number:	1943491	KRYSTAL
Registration Number:	2013581	KRYSTAL SUNRISER
Registration Number:	2033261	KRYSTAL
Registration Number:	2120676	KRYSTAL

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	2232312	KRYSTAL CHIK
Registration Number:	2281199	KRYSTAL
Registration Number:	2282541	KRYSTAL
Registration Number:	2305146	KRYSTAL
Registration Number:	2535180	CHIK
Registration Number:	2610061	HASH BROWN KRYSPERS
Registration Number:	2670133	LITTLE FOOD, BIG TASTE
Registration Number:	2984186	B.A. BURGER
Registration Number:	3032940	KRYSTAL SQUARE OFF
Registration Number:	3088969	MASTER CASHIER
Registration Number:	3129177	DOUBLE B.A.
Registration Number:	3183543	BREAKFEAST
Registration Number:	3197634	KRYSTAL LOVERS
Registration Number:	3243487	KRYSTAL BREAKFAST SCRAMBLER
Registration Number:	3257380	TAKE ALONG A SACKFULL
Registration Number:	3291773	KRYSTAL LOVERS HALL OF FAME
Registration Number:	3636044	KRYSTAL FREEZE
Registration Number:	3676193	MILKQUAKE
Registration Number:	3676200	ROCK SLIDE
Registration Number:	3840938	BLITZ
Registration Number:	3970095	LOVE WHAT YOU'RE EATING... & EAT WHAT YO
Registration Number:	3970096	
Registration Number:	3971926	KRYSTAL GAME TIME WINGS BEST WINGS IN TH
Serial Number:	85536255	CHIK
Serial Number:	85536153	CHILI CHEESE PUP
Serial Number:	85536231	CHILI PUP
Serial Number:	85536127	CORN PUP
Registration Number:	1809407	CORN PUPS
Registration Number:	1682140	KRYS-KROSS
Registration Number:	4315726	PLAIN PUP
Serial Number:	86419132	
Registration Number:	4743522	
Serial Number:	86322552	THE ROADIE
Serial Number:	86322773	THE ROADIE 44 OUNCER
Registration Number:	5199848	KRYSTAL JUNKYARD FRIES
Registration Number:	5041170	SHUN THE HO-HUM
Serial Number:	88142894	KRYSTAL
Serial Number:	88142899	KRYSTAL

Property Type	Number	Word Mark
Registration Number:	5756748	KRYSTAL
Serial Number:	88142907	KRYSTAL

CORRESPONDENCE DATA

Fax Number: 6173417701

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: 617-951-8132

Email: linda.salera@morganlewis.com

Correspondent Name: Linda A. Salera, Senior Paralegal

Address Line 1: One Federal Street

Address Line 2: c/o Morgan, Lewis & Bockius LLP

Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:	Linda A. Salera
SIGNATURE:	/Linda A. Salera/
DATE SIGNED:	07/21/2020

Total Attachments: 18

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TERMINATION AND RELEASE OF
SECURITY INTEREST IN TRADEMARKS

TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS (this "Termination and Release") dated as of July 20, 2020 from **WELLS FARGO BANK, NATIONAL ASSOCIATION**, a national banking association, in its capacity as administrative agent (in such capacity, the "Administrative Agent") for the Lenders (as defined below), to **THE KRYSTAL COMPANY**, a Tennessee corporation ("Krystal") and **KRYSTAL TRADEMARK COMPANY**, a Nevada corporation ("Krystal Trademark") and together with Krystal, collectively, the "Grantors" and each individually, a "Grantor").

WITNESSETH:

WHEREAS, the Administrative Agent and certain of the Grantors were party to (i) that certain Credit Agreement, dated as of March 21, 2012 (as amended, amended and restated, restated, supplemented, modified or otherwise in effect from time to time, the "Credit Agreement"), by and among the Administrative Agent, certain of the Grantors and each of the financial institutions from time to time party thereto (collectively, the "Lenders" and individually, a "Lender"); (ii) that certain Security Agreement, dated as of March 21, 2012 (as amended, supplemented or restated from time to time, the "2012 Security Agreement"); and (iii) that certain Security and Pledge Agreement, dated as of August 4, 2015 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the "2015 Security Agreement" and, together with the Credit Agreement and 2012 Security Agreement, the "Transaction Agreements");

WHEREAS, in connection with the transactions contemplated by the Transaction Agreements, the Administrative Agent and the Grantors entered into (i) that certain Trademark Security Agreement, dated as of March 21, 2012, in favor of the Administrative Agent for the benefit of the Lenders (as amended, amended and restated, restated, supplemented, modified or otherwise in effect immediately prior to the date hereof, the "2012 Trademark Agreement"); (ii) that certain Amended and Restated Trademark Security Agreement, dated as of June 28, 2013, in favor of the Administrative Agent for the benefit of the Lenders (as amended, amended and restated, restated, supplemented, modified or otherwise in effect from time to time, the "2013 Trademark Agreement"); (iii) that certain Notice of Grant of Security Interest in Trademarks, dated as of August 4, 2015, in favor of the Administrative Agent for the benefit of the Lenders (the "2015 Trademark Notice"); (iv) that certain Notice of Grant of Security Interest in Trademarks, dated as of April 26, 2018, in favor of the Administrative Agent for the benefit of the Lenders (the "2018 Trademark Notice"); and (v) that certain Notice of Grant of Security Interest in Trademarks, dated as of July 25, 2019, in favor of the Administrative Agent for the benefit of the Lenders (the "2019 Trademark Notice"); pursuant to which a security interest was granted by the Grantors to the Administrative Agent in all right, title and interest in or to any and all of the trademark collateral of such Grantors (collectively, the "Trademark Collateral") including Trademarks identified on Exhibit A attached hereto (and more fully described in the 2012 Trademark Agreement, the 2013 Trademark Agreement, the 2015 Trademark Notice, the 2018 Trademark Notice and the 2019 Trademark Notice);

WHEREAS, as of June 19, 2019, Krystal Trademark voluntarily dissolved and such dissolution was accepted by the Nevada Secretary of State (the "Dissolution"). All assets owned by Krystal Trademark were automatically distributed to Krystal (the "Distribution") in connection with the Dissolution. As of the Dissolution, Krystal Trademark owned the trademarks and trademark applications set forth on Exhibit A attached hereto. The undersigned parties acknowledge the Dissolution and Distribution, and further acknowledge the Administrative Agent's continuing security interest in and continuing lien upon, the trademarks and trademark applications previously owned by Krystal Trademark and now owned by Krystal, as set forth on Exhibit A attached hereto.

WHEREAS, the 2012 Trademark Agreement was recorded in the Trademark Division of the USPTO on March 21, 2012 at Reel 4740, Frame 0781;

WHEREAS, the 2013 Trademark Agreement was recorded in the Trademark Division of the USPTO on June 28, 2013 at Reel 005060, Frame 0460;

WHEREAS, the 2015 Trademark Notice was recorded in the Trademark Division of the USPTO on August 4, 2015 at Reel 005592, Frame 0746;

WHEREAS, the 2018 Trademark Notice was recorded in the Trademark Division of the USPTO on April 27, 2018 at Reel 6321, Frame 0420;

WHEREAS, the 2019 Trademark Notice was recorded in the Trademark Division of the USPTO on July 25, 2019 at Reel 6703, Frame 0798;

WHEREAS, the Administrative Agent now desires to terminate and release the entirety of its security interest in the Trademark Collateral;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Administrative Agent hereby agrees and acknowledges as follows:

1. Definitions. All capitalized terms used but not otherwise defined herein have the meanings given to them in the Transaction Agreements, as applicable.

2. Release of Security Interest. The Administrative Agent hereby terminates, releases and discharges its security interest in the Trademark Collateral, including the Trademarks identified on Exhibit A attached hereto and made a part hereof, and assigns to the Grantors, without recourse, all of the Administrative Agent's right, title and interest in the Trademarks, and any right, title or interest of the Administrative Agent in such Trademark shall hereby cease and be void. The Administrative Agent understands and agrees that this Termination and Release may be recorded by or for the Grantors with the USPTO or any similar office or agency.

3. Further Assurances. Upon request by the Grantors, the Administrative Agent hereby agrees to duly execute, acknowledge and deliver any further documents and to do such other acts as may be reasonably necessary to effect the termination and release of the security interest contemplated hereby.

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IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

WELLS FARGO BANK, NATIONAL
ASSOCIATION, a national banking association, as
Administrative Agent

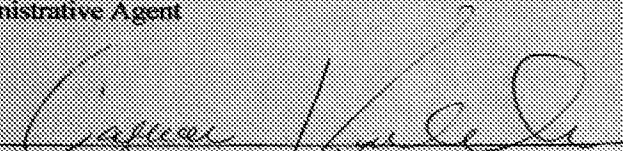
By: 
Name: Catherine Vassich
Title: Vice President

EXHIBIT A
TRADEMARK REGISTRATIONS/APPLICATIONS

(see attached)





SCHEDULE A
to the
2012 Trademark Agreement


(see attached)


SCHEDULE A

Federal Trademark and Service Mark Registrations:

Owner: Krystal Trademark Company

Trademark or Service Mark	Serial Number	Registration Number or Filing Date
KRYSTAL TOO - Service Mark	85/017049	4/19/2010
THE KRYSTAL cl 030 - hamburgers 	71/380952	343677
THE KRYSTAL cl 029 / 030 burgers, pies, donuts, coffee 	71/601218	567919
KRYSTAL cl. 035 - restaurant svc.	73/490050	1330234
 cl. 035 - restaurant svc.	73/491387	1330251
 cl. 030 - hamburgers	73/491385	1331146
KRYSTAL class 035 – franchising svc	74/337580	1787005
KRYSTAL cl 032 – soft drinks, juices	74/484271	1876821
KRYSTAL cl 021 – glasses, bowls, mugs, cups, coolers, bottles	74/516536	1943491
KRYSTAL SUNRISER cl 030 – sandwiches	75/005549	2013581
KRYSTAL cl 025 – clothing	74/516549	2033261
KRYSTAL cl 028 – toys	74/484253	2120676
KRYSTAL CHIK cl 030 – sandwiches	75/458107	2232312

Trademark or Service Mark	Serial Number	Registration Number or Filing Date
KRYSTAL cl 041 – education svcs	75/510205	2281199
KRYSTAL cl 009 – magnets, software for restaurant management	75/352556	2282541
KRYSTAL cl 039 – delivery of goods by truck	75/347993	2305146
 Cl 030	75/510206	2535180
HASH BROWN KRYSPERS cl 029	75/563773	2610061
LITTLE FOOD, BIG TASTE cl 042 – restaurant svcs	76/286901	2670133
B.A. BURGER cl 030 - sandwiches	78/355427	2984186
KRYSTAL SQUARE OFF cl 043 – restaurant svcs	78/349454	3032940
MASTER CASHIER cl 035 - employee recognition	78/646682	3088969
DOUBLE B.A. cl 030 - sandwiches	78/646697	3129177
BREAKFEAST cl 029 - prepared meals	78/7971/48	3183543
KRYSTAL LOVERS cl 043 - restaurant svcs	78/690927	3197634
KRYSTAL BREAKFAST SCRAMBLER cl 029 – entrees	78/266532	3243487
TAKE ALONG A SACKFULL cl 030 – restaurant svcs	75/710783	3257380
KRYSTAL LOVERS HALL OF FAME cl 043 - restaurant svcs	78/690924	3291773
KRYSTAL FREEZE cl. 032 - frozen and semi-frozen soft drinks	77/288559	3636044
MILKQUAKE	77/673043	3676193
ROCK SLIDE	77/673077	3676200

Trademark or Service Mark	Serial Number	Registration Number or Filing Date
BLITZ – Frozen or carbonated soft drinks	77/921331	3840938
Love what you're eating & eat what you love	85/143056	3970095
K café (graphic)	85/143068	3970096
KRYSTAL GAME TIME WINGS logo	85/077131	3971926
CHIK	85/536255	02/07/2012
CHILI CHEESE PUP	85/536153	02/07/2012
CHILI PUP	85/536231	02/07/2012
CORN PUP	85/536127	02/07/2012
CORN PUPS (and Design) 	74/278630	1809407
KRYS-KROSS	74/075075	1682140





SCHEDULE A
to the
2013 Trademark Agreement

(see attached)

SCHEDULE A

Federal Trademark and Service Mark Registrations:

Owner: Krystal Trademark Company

Serial Number	Reg. Number/Filing Date	Word Mark class-goods/services	Jurisdiction of Registration
85/017049	4/19/2010	KRYSTAL TOO - Service Mark	United States
71/380952	343677	<p align="center">THE KRYSTAL</p>  <p align="center">cl 030 - hamburgers</p>	United States
71/601218	567919	<p>THE KRYSTAL</p>  <p>cl 029 / 030 burgers, pies, donuts, coffee</p>	United States
73/490050	1330234	KRYSTAL cl. 035 - restaurant svc.	United States
73/491387	1330251	 <p>cl. 035 - restaurant svc.</p>	United States
73/491385	1331146	 <p>cl. 030 - hamburgers</p>	United States
74/337580	1787005	KRYSTAL class 035 – franchising svc	United States
74/484271	1876821	KRYSTAL cl 032 – soft drinks, juices	United States
74/516536	1943491	KRYSTAL cl 021 – glasses, bowls, mugs, cups, coolers, bottles	United States

75/005549	2013581	KRYSTAL SUNRISER cl 030 – sandwiches	United States
74/516549	2033261	KRYSTAL cl 025 – clothing	United States
74/484253	2120676	KRYSTAL cl 028 – toys	United States
75/458107	2232312	KRYSTAL CHIK cl 030 – sandwiches	United States
75/510205	2281199	KRYSTAL cl 041 – education svcs	United States
75/352556	2282541	KRYSTAL cl 009 – magnets, software for restaurant management	United States
75/347993	2305146	KRYSTAL cl 039 – delivery of goods by truck	United States
75/563773	2610061	HASH BROWN KRYSPERS cl 029	United States
76/286901	2670133	LITTLE FOOD, BIG TASTE cl 042 – restaurant svcs	United States
78/355427	2984186	B.A. BURGER cl 030 - sandwiches	United States
78/646682	3088969	MASTER CASHIER cl 035 - employee recognition	United States
78/646697	3129177	DOUBLE B.A. cl 030 - sandwiches	United States
78/7971/48	3183543	BREAKFEAST cl 029 - prepared meals	United States
78/690927	3197634	KRYSTAL LOVERS cl 043 - restaurant svcs	United States
78/266532	3243487	KRYSTAL BREAKFAST SCRAMBLER	United States


		cl 029 -- entrees	
75/710783	3257380	TAKE ALONG A SACKFULL cl 030 – restaurant svcs	United States
78/690924	3291773	KRYSTAL LOVERS HALL OF FAME cl 043 - restaurant svcs	United States
77/288559	3636044	KRYSTAL FREEZE cl. 032 - frozen and semi-frozen soft drinks	United States
77/673043	3676193	MILKQUAKE	United States
77/673077	3676200	ROCK SLIDE	United States
77/921331	3840938	BLITZ – Frozen or carbonated soft drinks	United States
85/143056	3970095	Love what you're eating & eat what you love	United States
85/143068	3970096	K café (graphic)	United States
85/077131	3971926	KRYSTAL GAME TIME WINGS logo	United States
85/536255	02/07/2012	CHIK	United States
85/536153	02/07/2012	CHILI CHEESE PUP	United States
85/536231	02/07/2012	CHILI PUP	United States
85/536127	02/07/2012	CORN PUP	United States
74/278630	1809407	CORN PUPS (and Design) 	United States
74/075075	1682140	KRYS-KROSS	United States
85/536195	4315726	PLAIN PUP	United States
85/017049	4143232	KRYSTAL TOO	United States

EXHIBIT A
to the
2015 Trademark Notice

TRADEMARKS AND TRADEMARK APPLICATIONS

<u>Serial Number</u>	<u>Reg. Number/Filing Date</u>	<u>Word Mark class- goods/services</u>	<u>Jurisdiction of Registration</u>
86419132	10/9/2014	Krystal Hamburger (design)	United States
86419147	4743522 10/9/2014	Krystal Hamburger (design)	United States
86322552	Pending Registration/6/27/2014	The Roadie	United States
86322773	Pending Registration/6/27/2014	The Roadie 44 Ouncer	United States

EXHIBIT A
to the
2018 Trademark Notice

TRADEMARKS AND TRADEMARK APPLICATIONS

<u>Serial Number</u>	<u>Reg. Number/Filing Date</u>	<u>Word Mark</u> <u>class-</u> <u>goods/services</u>	<u>Jurisdiction of Registration</u>
87196450	5199848 May 9, 2017	KRYSTAL JUNKYARD FRIES	United States
86932967	5041170 September 13, 2016	SHUN THE HO-HUM	United States



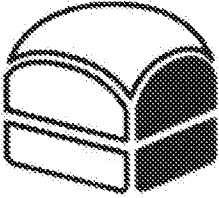
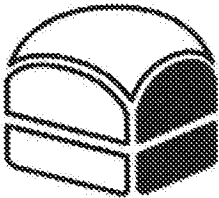
EXHIBIT A
to the
2019 Trademark Notice

TRADEMARKS AND TRADEMARK APPLICATIONS

[See attached]

Exhibit "A"

Trademark	Application No.	Registration No.
KRYSTAL	73490050	1330234
	73491385	1331146
	73491387	1330251
KRYSTAL	74337580	1787005
KRYSTAL	74484253	2120676
KRYSTAL	74484271	1876821
KRYSTAL	74516536	1943491
KRYSTAL	74516549	2033261
KRYSTAL SUNRISER	75005549	2013581
KRYSTAL	75347993	2305146
KRYSTAL	75352556	2282541
KRYSTAL CHIK	75458107	2232312
KRYSTAL	75510205	2281199
HASH BROWN KRYSPEERS	75563773	2610061
TAKE ALONG A SACKFULL	75710783	3257380
LITTLE FOOD, BIG TASTE	76286901	2670133
KRYSTAL BREAKFAST SCRAMBLER	78266532	3243487
KRYSTAL LOVERS	78690927	3197634

Trademark	Application No.	Registration No.
	85077131	3971926
CORN PUP	85536127	4205755
CHILI CHEESE PUP	85536153	4217196
PLAIN PUP	85536195	4315726
CHILI PUP	85536231	4315727
CHIK	85536255	4205762
	86322773	4916524
	86419132	5032462
	86419147	4743522
SHUN THE HO-HUM	86932967	5041170
KRYSTAL JUNKYARD FRIES	87196450	5199848

Trademark	Application No.	Registration No.
<i>Krystal</i>	88142894	
<i>Krystal</i>	88142899	
KRYSTAL	88142904	5756748
<i>Krystal</i>	88142907	