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To the Honorable Commissioner of Patents and Trademarks

documents or copy thereof.

1. Name of conveying party(ies):

RUBY TUESDAY (GEORGIA), INC.

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Effective Date: December 7, 1998

2. Name and address of receiving party(ies)

Name: RUBY TUESDAY, INC.

Internal Address:

Street Address: 4721 Morrison Drive

City: Mobile State: AL ZIP: 36609

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Georgia
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

(See Attached Schedule)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Lanning G. Bryer

Internal Address: Ladas and Parry

Street Address: 26 West 61st Street

City: New York State: NY ZIP: 10023

6. Total number of applications and registrations involved: 13

7. Total fee (37 CFR 3.41).....\$ 1020.00 (Covering 3 steps)

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

n/a

(Attach duplicate copy of this page if paying by deposit account)

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01 FC:481 40.00 OP
02 FC:482 300.00 DP

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Lanning G. Bryer

Name of Person Signing

[Signature]
Signature

2/19/99
Date

Total number of pages including cover sheet, attachments, and document: 37

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 1863 FRAME: 0819

S C H E D U L E

GOOD TIMES YOU CAN TASTE	No. 1186247	Dated: January 12, 1982
RAFFLES	No. 1280241	Dated: May 29, 1984
L & N SEAFOOD GRILL & Device	No. 1397222	Dated: June 10, 1986
L & N SEAFOOD	No. 1640046	Dated: April 2, 1991
MILE HIGH LASAGNA	No. 1745966	Dated: January 12, 1993
SMOKEY MOUNTAIN CHICKEN	No. 1747272	Dated: January 19, 1993
FIT N'TRIM	No. 1805467	Dated: November 16, 1993
EGGS "ROADSIDE CAFE"	No. 1815471	Dated: January 4, 1994
L & N GRILL	No. 1825981	Dated: March 8, 1994
SMOKEY MOUNTAIN BURGER	No. 1830856	Dated: April 12, 1994
MOZZA MARY	No. 1963808	Dated: March 26, 1996
MOZZA RITA	No. 1967808	Dated: April 16, 1996
TALLCAKE	No. 2074191	Dated: June 24, 1997

UNITED STATES OF AMERICA

A S S I G N M E N T

WHEREAS, RUBY TUESDAY, INC. (the surviving corporation of the merger of MORRISON RESTAURANTS INC. into RUBY TUESDAY (GEORGIA), INC. with simultaneous change of name to RUBY TUESDAY, INC.), a corporation organized under the laws of the State of Georgia, United States of America, located at 4721 Morrison Drive, Mobile, Alabama 36609, United States of America, [hereinafter called the ASSIGNOR] has adopted and used the Trademarks registered in the United States Patent and Trademark Office:

(Set forth on the attached schedule)

AND WHEREAS, RUBY TUESDAY BUSINESS DEVELOPMENT, L.P., a limited partnership organized and existing under the laws of the State of Tennessee, United States of America, located at 150 West Church Avenue, Maryville, Tennessee 37801, United States of America, [hereinafter called the ASSIGNEE] is desirous of acquiring the right, title and interest in and to the said trademarks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the said ASSIGNOR by these presents does sell, assign and transfer unto the said ASSIGNEE, its successors and assigns, all right, title and interest in and to the said trademarks and registrations thereof, together with that part of the goodwill of the ASSIGNOR'S business connected with the use of and symbolized by the said trademarks.

This assignment shall be deemed to be effective as and from December 7, 1998.

IN WITNESS WHEREOF, the said ASSIGNOR has hereunto executed this instrument this 7th day of December 1998.

RUBY TUESDAY, INC.

Georgia
[Corporate Seal]

By 
Daniel T. Cronk
Senior Vice President

C O R P O R A T E A C K N O W L E D G M E N T

UNITED STATES OF AMERICA]
]
STATE OF *TENNESSEE*] SS:
]
COUNTY OF *BLAUNT*]

On this *24* day of *December*, 19 *97*, before me personally appeared **Daniel T. Cronk**, to me known, who, being by me duly sworn, did depose and say that he is the **Senior Vice President** of the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the said seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation and that he signed his name thereto by like order.

Carol P. [Signature]
Notary Public

[Seal]