FORM PTO-1618A
Expires 06/30/99
OMB0651-0027

10-19-1999

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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- [x] New
- [ ] Resubmission (Non-Recordation) Document ID#
- [ ] Correction of PTO Error
  Reel # Frame #
- [ ] Corrective Document
  Reel # Frame #

Conveyance Type

- [ ] Assignment
- [ ] License
- [ ] Security
- [ ] Nunc Pro Tunc Assignment
- Effective Date Month Day Year: 10/8/99
- [ ] Merger
- [ ] Change of Name
- [x] Other: Notice of Grant of Security Interest in Trademarks

Conveying Party [ ] **Mark if additional names of conveying parties attached**

Execution Date Month Day Year: 10/8/99

Name: Claremont Restaurant Group, LLC

Formerly:

- [ ] Individual
- [ ] General Partnership
- [ ] Limited Partnership
- [ ] Corporation
- [ ] Association
- [x] Other: Limited Liability Company
- [x] Citizenship/State of Incorporation/Organization: North Carolina

Receiving Party [ ] **Mark if additional names of receiving parties attached**

Name: Bank of America, N.A., as Administrative Agent

DBA/AKA/TA:

Composed of:

Address (line 1): 101 N. Tryon Street

Address (line 2): 15th Floor, NC1-001-15-04

Address (line 3): Charlotte (City) NC (State/Country) 28255 (Zip Code)

- [ ] Individual
- [ ] General Partnership
- [ ] Limited Partnership
- [ ] Corporation
- [ ] Association
- [x] Other: National Banking Association
- [ ] Citizenship/State of Incorporation/Organization:

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

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Domestic Representative Name and Address

Enter for the first Receiving Party Only.

Name: N/A

Address (line 1):

Address (line 2):

Address (line 3):

Address (line 4):

Correspondent Name and Address

Area Code and Telephone Number: (919) 286-8000

Name: Mark H. Webbink, Esq.

Address (line 1): Moore & Van Allen, PLLC

Address (line 2): 2200 West Main Street

Address (line 3): Suite 800

Address (line 4): Durham, NC 27705

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 8

Trademark Application Number(s) or Registration Number(s) ☒ Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
			1,773,290	1,626,425	1,391,171
			1,818,233	1,696,584	1,384,755
			1,743,755	1,403,394	1,333,815

Number of Properties Enter the total number of properties involved. # 16

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): $ 415.00

Method of Payment: Enclosed ☒ Deposit Account ☒

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: # 13-4365

Authorization to charge additional fees: Yes ☒ No ☐

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. Charges to deposit account are authorized, as indicated herein.

Mark H. Webbink — Name of Person Signing

Signature

10/15/99 — Date Signed

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RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party ☐ **Mark if additional names of conveying parties attached**
Enter Additional Conveying Party

Execution Date
Month Day Year

Name

Formerly

☐ Individual ☐ General Partnership ☐ Limited Parnership ☐ Corporation ☐ Association

☐ Other

☐ Citizenship/State of Incorporation/Organizaiton

Receiving Party ☐ Mark if additional names of receiving parties attached
Enter Additional Receiving Party

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

☐ Individual ☐ General Partnership ☐ Limited Partnership ☐
☐ Corporation ☐ Association
☐ Other
☐ Citizenship/State of Incorporation/Organization

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Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
			1,343,067	1,068,735	
			1,322,741		
			1,367,126		
			1,179,634		
			1,214,411		
			1,165,051		

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NOTICE

OF

GRANT OF SECURITY INTEREST

IN

TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of October 8, 1999 (the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Lenders:

TRADEMARKS

Trademark No.	Description of Trademark Item	Date of Trademark

See attached **EXHIBIT A**

Trademark Applications

Trademark Applications No.	Description of Trademark Applied For	Date of Trademark Applications

See attached **EXHIBIT A**

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

CLAREMONT RESTAURANT GROUP, LLC

By: _____
Name: Bryan Lincoln
Title: Secretary

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: _____
Name: John Ellington
Title: Vice President

Schedule A

U.S. Trademarks of

Claremont Restaurant Group, LLC (NC)

Registered Trademarks

Mark	Registration No.	Registration Date
WESTERN STEER STEAKS BUFFET BAKERY and Design	1,773,290	5/25/93
PRIME SIRLOIN BUFFET BAKERY STEAKS and Design	1,818,233	1/25/94
SAGEBRUSH STEAKHOUSE & SALOON	1,743,755	12/29/92
WESTERN STEER and Design	1,626,425	12/4/90
PRIME SIRLOIN	1,696,584	6/23/92
WESTERN STEER FAMILY STEAKHOUSE	1,403,394	7/29/86
WESTERN STEER	1,391,171	4/22/86
STEER and Design	1,384,755	2/25/86
Design Mark	1,333,815	4/30/85
STEERBURGER	1,343,067	6/18/85
WESTERN STEER FAMILY STEAKHOUSE and Design	1,322,741	2/26/85
PRIME SIRLOIN FAMILY STEAK HOUSE and Design	1,367,126	10/22/85
LITTLE RICHARD THE WESTERN STEER WS and Design	1,179,634	11/24/81
Design Mark	1,214,411	10/26/82
WALTZING MATILDA	1,165,051	8/11/81
WESTERN STEER FAMILY STEAKHOUSE	1,068,735	6/28/77