

11/27/99
12/27/99

01-24-2000



101251051

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

Submission Type

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

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other

Effective Date
Month Day Year
12 27 99

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual General Partnership Limited Partnership 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.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

01/24/2000 DNGUYEN 00000009 2110315

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 25.00 OP

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

TRADEMARK

REEL: 002011 FRAME: 0318

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2) 27

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

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

#

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)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="2110315"/>	<input type="text" value="2135215"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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:

#

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.

Jay E. Sloman

Name of Person Signing

Signature

12/23/99

Date Signed

TRADEMARK ASSIGNMENT

WHEREAS, RARE HOSPITALITY INTERNATIONAL, INC., a corporation organized and existing under the laws of the State of Georgia, with its principal place of business at 4335 Wendell Drive, S.W., Atlanta, Georgia 30378-4201, ("ASSIGNOR"), has adopted and used and is the owner of the trademarks and service marks listed in the schedule attached hereto as Schedule A and made a part hereof (hereinafter referred to as the "Marks"), in connection with ASSIGNOR's goods and services, and the goodwill associated therewith; and

WHEREAS, RARE HOSPITALITY MANAGEMENT, INC., a Delaware corporation having its principal place of business at 8215 Roswell Road, Building 600, Atlanta, Georgia 30350 ("ASSIGNEE"), desires to acquire all right, title and interest in and to the Marks.

NOW, THEREFORE, ASSIGNOR does hereby assign and transfer unto ASSIGNEE, its successors, assigns, and legal representatives, all rights, title and interest in and to the Marks, including all registrations and applications for registration thereof, together with the goodwill of the business symbolized by the Marks, and including any and all claims for past infringement thereof, including all rights as opponents in any opposition or cancellation proceeding. ASSIGNOR further agrees to execute all documents necessary to perfect such rights, title, and interest in ASSIGNEE, its successors, assigns, and legal representatives.

IN WITNESS HEREOF, ASSIGNOR has caused this Trademark Assignment to be executed by a duly authorized corporate officer to be effective as of 12:01 a.m., December 27, 1999.

ASSIGNEE hereby consents to and accepts this Trademark Assignment and has caused it to be executed by a duly authorized corporate officer to be effective as of 12:01 a.m., December 27, 1999.

RARE HOSPITALITY INTERNATIONAL, INC.

By: [Signature]

Name: JOIA M. JOHNSON

Title: Secretary

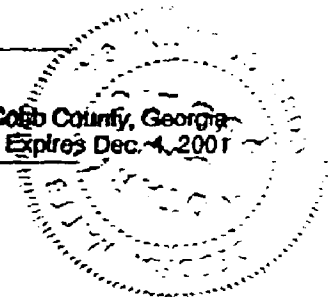
STATE OF Georgia
COUNTY OF Fulton

On this 13th day of December, 1999, before me, a Notary Public in and for the State and County aforesaid, personally appeared JOIA M. JOHNSON, known by me to be the person of the above name and an officer of RARE HOSPITALITY INTERNATIONAL, INC. duly authorized to execute this Trademark Assignment on behalf of RARE HOSPITALITY INTERNATIONAL, INC., who signed and executed the foregoing instrument on behalf of RARE HOSPITALITY INTERNATIONAL, INC.

[Signature]

Notary Public

My Commission Expires: Notary Public, Cobb County, Georgia
My Commission Expires Dec. 4, 2001



RARE HOSPITALITY MANAGEMENT, INC.

By: *Joia M. Johnson*

Name: Joia M. Johnson

Title: Secretary

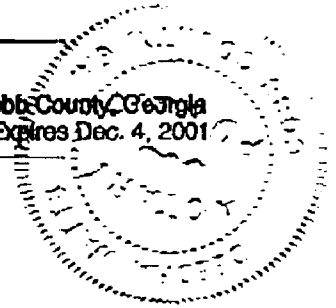
STATE OF Georgia

COUNTY OF Fulton

On this 23rd day of December, 1999, before me, a Notary Public in and for the State and County aforesaid, personally appeared Joia M. Johnson, known by me to be the person of the above name and an officer of RARE HOSPITALITY MANAGEMENT, INC. duly authorized to execute this Trademark Assignment on behalf of RARE HOSPITALITY MANAGEMENT, INC. who signed and executed the foregoing instrument on behalf of RARE HOSPITALITY MANAGEMENT, INC.

Alcedia Watts
Notary Public

My Commission Expires: Notary Public, Cobb County, Georgia
My Commission Expires Dec. 4, 2001



SCHEDULE A

<u>Mark</u>	<u>Registration No.</u>	<u>Territory</u>
HEMENWAY'S SEAFOOD GRILL & OYSTER BAR	2,110,315	United States
HEMENWAY'S SEAFOOD GRILL & OYSTER BAR & Design	2,135,215	United States
GRIST MILL	n/a	
GRIST MILL & Design	n/a	