

08-03-2000

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101405321

To the Honorable Commissioner of Patents and Trademarks

Document or copy thereof.

1. Name of Party(ies) conveying an interest:

Hollywood Theaters, Inc.
2911 Turtle Creek Blvd., Suite 1150
Dallas, Texas 75219

- ☐ Individual(s) ☐ General Partnership
☐ Association ☐ Limited Partnership
☒ Corporation Delaware
☐ Other

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

3. Nature of Conveyance:

- ☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☒ Other Notice of Grant of Security Interest in Trademarks

Effective Date: April 23, 1999

2. Name and Address of Party(ies) receiving an interest:

Name: First Union National Bank, As AgentStreet Address: One First Union Center, TW-10Internal Address: One First Union Center, TW10City: Charlotte State: North Carolina Zip: 28288

- ☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☐ Corporation
☒ Other National Banking Association

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

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

A. Trademark Application No.(s): 75/372,409B. Trademark Registration No.(s): 2,198,438Additional numbers attached? ☐ Yes ☒ No

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

Name: Mark H. Webbink, Esq.Internal Address: Moore & Van Allen, PLLCStreet Address: 2200 West Main Street, Suite 800City: Durham State: NC ZIP: 277056. Total number of applications and registrations involved: 27. Total fee (37 CFR 3.4): \$ 65.00

- ☒ Enclosed
☒ Authorized to be charged to deposit account
 (Any Deficiency)

8. Deposit account number:

13-4365

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

DO NOT USE THIS SPACE

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.

Mark H. Webbink, Esq.

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments and document: 6

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

CERTIFICATE OF MAILING

I hereby certify that this paper is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Commissioner Of Patent And Trademarks, Washington, DC 20231, BOX ASSIGNMENTS.

(Typed or printed name of person signing the certificate)

(Signature of the person signing the certificate)

(Date of Signature)

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 April 23, 1999 (the "Security Agreement") by and among the Obligor party thereto (each an "Obligor" and collectively, the "Obligors") and First Union National Bank, as Agent (the "Agent") for the financial institutions 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 Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
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SEE SCHEDULE A ATTACHED HERETO

TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Applications</u>
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SEE SCHEDULE A ATTACHED HERETO

The Obligors and the 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,

HOLLYWOOD THEATERS, INC.

By: Scott Wallace
Name: Scott Wallace
Title: President

Acknowledged and Accepted:

FIRST UNION NATIONAL BANK,
as Agent

By: David B. Krafft
Name: David B. Krafft
Title: Vice President

Schedule A**HOLLYWOOD THEATERS, INC. (Del. corp.)****U.S. Trademarks****Pending Applications**

Mark	Application Serial No.	Filing Date
HOLLYWOOD THEATERS and Design	75/372,409	10/14/97

Registered Marks

Mark	Registration No.	Registration Date
Design Mark	2,198,438	10/20/98