

07-14-2000



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OPR/FINANCE

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 Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

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/AK/A

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

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.)

07/12/2000 BNGUYEN 00000323 2099404

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
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: 002101 FRAME: 0001

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

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)

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

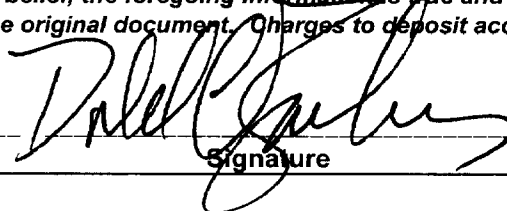
No

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.

Donald L. Zachary, Esq.

Name of Person Signing



Signature

06-07-00

Date Signed

TRADEMARK ASSIGNMENT

WHEREAS, Stoney River Holding Corp., a Georgia corporation (hereinafter "Assignor"), is the owner of the trademark registrations listed on the attached Appendix A (hereinafter "Trademark Registration"); and

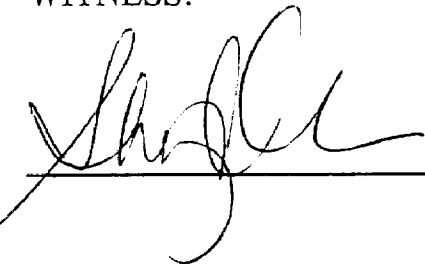
WHEREAS, O'Charley's Management Company, Inc., a Tennessee corporation (hereinafter "Assignee"), is desirous of acquiring any and all rights that Assignor may have in and to the Trademark Registration, together with the goodwill in connection with which said Trademark Registration is used and which is symbolized by same, along with the right to recover for damages and profits for past infringements thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign unto said Assignee all right, title and interest in and to said Trademark Registration for the United States, together with the goodwill in connection with which same is used and which is symbolized thereby, and all other rights which Assignor has enjoyed thereunder throughout all countries of the world, including any and all rights of recovery based on past infringement of said Trademark Registration, the same to be held and enjoyed by the Assignee, its successors and assigns to the full end of the terms for which the aforesaid Trademark Registration is valid and any renewals of the terms thereof.

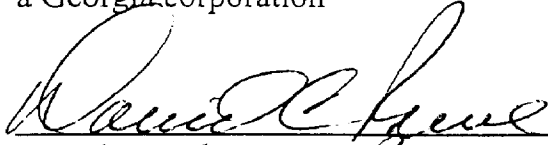
IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed by its duly

authorized officer this 26 day of May, 2000.

WITNESS:



STONEY RIVER HOLDING CORP.,
a Georgia corporation


By: DAVID C. ROWE
Title: CEO

2114788.1

APPENDIX A

STONE RIVER HOLDING CORP., A GEORGIA CORPORATION, ASSIGNS THE
FOLLOWING TO O'CHARLEY'S MANAGEMENT COMPANY, INC.,
A TENNESSEE CORPORATION

UNITED STATES TRADEMARK REGISTRATION

<u>TRADEMARK</u>	<u>SERIAL NUMBER or REGISTRATION NUMBER</u>
STONE RIVER	SN 75/176808 RN 2099404
LEGENDARY STEAKS	SN 75/470177 RN 2310620

BASS, BERRY & SIMS PLC

A PROFESSIONAL LIMITED LIABILITY COMPANY
ATTORNEYS AT LAW

DONALD L. ZACHARY
TEL: (615) 742-6257
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KNOXVILLE OFFICE:
900 SOUTH GAY STREET, SUITE 1700
KNOXVILLE, TN 37902
(423) 521-6200

MEMPHIS OFFICE:
THE TOWER AT PEABODY PLACE
100 PEABODY PLACE, SUITE 950
MEMPHIS, TN 38103-2625
(901) 543-5900

June 8, 2000

VIA EXPRESS MAIL RECEIPT NO. EK144706735US

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

Re: Trademark Assignments for O'Charley's Management Company, Inc.
Marks: STONEY RIVER and LEGENDARY STEAKS

Dear Reader:

On behalf of O'Charley's Management Company, Inc., we enclose the following:

1. Recordation Form Cover Sheet which assigns ownership of the two registered trademarks STONEY RIVER and LEGENDARY STEAKS;
2. Executed Trademark Assignment document;
3. A check in the amount of \$65, payable to the Commissioner of Patents & Trademarks; and
4. Receipt postcard.

Please send us a confirmation of this assignment once it is completed.

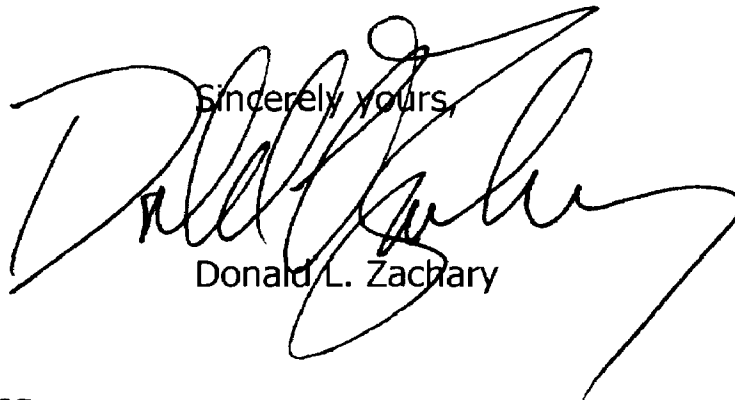
Also, please stamp the enclosed receipt postcard and return it to the undersigned.

**TRADEMARK
REEL: 002101 FRAME: 0006**

June 8, 2000

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If you have any questions, please feel free to call me. Thank you for your assistance in this matter.

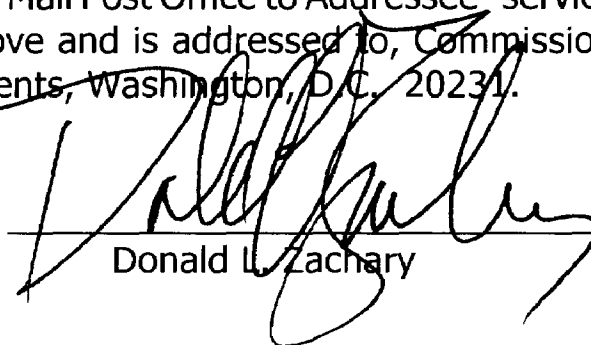
Sincerely yours,

Donald L. Zachary

/mat

Enclosures

cc: J. James Jenkins, Esq.

I certify that this letter and its enclosures are being deposited with the United States Postal Service's "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to, Commissioner for Patents and Trademarks, Box Assignments, Washington, D.C. 20231.


Donald L. Zachary

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