FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

12-21-2000

101557702

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

MW 12-1-00

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

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

Conveyance Type

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

Effective Date Month Day Year

Conveying Party

[ ] Mark if additional names of conveying parties attached

Execution Date Month Day Year: 11/20/00

Name: RUBY TUESDAY BUSINESS DEVELOPMENT, INC.

Formerly:

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

Receiving Party

[ ] Mark if additional names of receiving parties attached

Name: SPECIALTY RESTAURANT GROUP, LLC

DBA/AKA/TA:

Composed of:

Address (line 1):

Address (line 2): 150 West Church Avenue

Address (line 3): Maryville (City) Tennessee (State/Country) 37801 (Zip Code)

- [ ] Individual
- [ ] General Partnership
- [ ] Limited Partnership
- [ ] Corporation
- [ ] Association
- [x] Other: limited liability company
- [x] Citizenship/State of Incorporation/Organization: Delaware

[ ] 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

FORM PTO-1618B
Expires 06/30/99
OMB 0651-0027

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

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name: Lanning G. Bryer

Address (line 1): Ladas and Parry

Address (line 2): 26 West 61st Street

Address (line 3): New York, New York 10023

Address (line 4):

Correspondent Name and Address

Area Code and Telephone Number: (212) 708-1870

Name: Lanning G. Bryer

Address (line 1): Ladas and Parry

Address (line 2): 26 West 61st Street

Address (line 3): New York, New York 10023

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)

[x] 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)		
			1194122	1272941	1321023
			1329876	1397222	1421282
			1640046	1841528	1841529

Number of Properties

Enter the total number of properties involved. # 13

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): $ 340.00

Method of Payment: Enclosed [x] Deposit Account [ ]

Deposit Account
(Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: # 12-0425

Authorization to charge additional fees: Yes [x] 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.

Lanning G. Bryer
Name of Person Signing

Signature

Date Signed

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

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

Conveying Party
Enter Additional Conveying Party

[ ] Mark if additional names of conveying parties attached

Execution Date (Month Day Year): 11/20/00

Name: RUBY TUESDAY BUSINESS DEVELOPMENT, INC.

Formerly:

[ ] Individual [ ] General Partnership [ ] Limited Partnership [x] Corporation [ ] Association

[ ] Other:

[x] Citizenship State of Incorporation/Organization: Delaware

Receiving Party
Enter Additional Receiving Party

[ ] Mark if additional names of receiving parties attached

Name: SPECIALTY RESTAURANT GROUP, LLC

DBA/AKA/TA:

Composed of:

Address (line 1):

Address (line 2): 150 West Church Avenue

Address (line 3): Maryville (City) Tennessee (State/Country) 37801 (Zip Code)

[ ] Individual [ ] General Partnership [ ] Limited Partnership

[ ] Corporation [ ] Association

[x] Other: a limited liability company

[ ] 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 the Assignment.)*

[x] Citizenship/State of Incorporation/Organization: Delaware

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)		
			1874374	1963808	1967808
			2254726		

UNITED STATES OF AMERICA

A S S I G N M E N T

WHEREAS, **RUBY TUESDAY BUSINESS DEVELOPMENT, INC.**, a corporation organized under the laws of the State of Delaware, United States of America, located at 150 West Church Avenue, Maryville, Tennessee 37801, 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, **SPECIALTY RESTAURANT GROUP, LLC**, a limited liability company organized and existing under the laws of the State of Delaware, 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.

IN WITNESS WHEREOF, the said ASSIGNOR has hereunto executed this instrument this 20th day of November 2000.

RUBY TUESDAY BUSINESS DEVELOPMENT, INC.

[Corporate Seal]

By_____
Vice President [Title]

[See over for Notarial Acknowledgment]

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 Bedford]

On this 20th day of November, 2001, before me personally appeared [illegible], to me known, who, being by me duly sworn, did depose and say that he/she is the [illegible] of the corporation described in and which executed the foregoing instrument; that he/she 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/she signed his/her name thereto by like order.

Maryjane Frazier
Notary Public
My Commission [illegible]

[Seal]

ASSIGNOR

S C H E D U L E

THE AMERICAN CAFE and Device	No. 1194122	Dated: April 20, 1982
THE AMERICAN CAFE and Device	No. 1272941	Dated: April 3, 1984
THE AMERICAN CAFE	No. 1321023	Dated: February 19, 1985
AMERICAN CAFE	No. 1329876	Dated: April 9, 1985
L & N SEAFOOD GRILL & Device	No. 1397222	Dated: June 10, 1986
THE AMERICAN CAFE MARKET	No. 1421282	Dated: December 16, 1986
L & N SEAFOOD	No. 1640046	Dated: April 2, 1991
MOZZARELLA'S CAFE	No. 1841528	Dated: June 21, 1994
MOZZARELLA'S	No. 1841529	Dated: June 21, 1994
MOZZARELLA'S Stylized	No. 1874374	Dated: January 17, 1995
MOZZA MARY	No. 1963808	Dated: March 26, 1996
MOZZA RITA	No. 1967808	Dated: April 16, 1996
TASTES OF AMERICA	No. 2254726	Dated: June 22, 1999

STEPHEN A. GOLDSMITH
IAN JAY KAUFMAN
FREDERICK REICHWALD
JOSEPH H. HANDELMAN
ALLAN S. PILSON
PETER D. GALLOWAY
ROBERT ALPERT
JOHN RICHARDS
DANIEL F. ZENDEL
LANNING G. BRYER
WILLIAM R. EVANS
JANET I. CORD
CLIFFORD J. MASS
JOSEPH J. VILLAPOL
BHARATI BAKSHANI
DENNIS S. PRAHL
CYNTHIA R. MILLER
GEORGIA N. GOUNARIS

TERESA L. SEGALMAN
M. DECONTE BRUMSKINE
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HUGH R. WOTHERSPOON+
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STEVEN M. PEREZ
ELIZABETH B. FLAVIN
ANATOLY SPENCER
NADIA K. DROUMBANIS
D. REEVES CARTER

OF COUNSEL

S. DELVALLE GOLDSMITH
JULIAN H. COHEN
ROBIN DAY GLENN*
J. E. PHILLIPS◇

*MEMBER CA BAR
◇MEMBER OK BAR
+ENG. SOL. NON PRAC.
°MEMBER ECUADOR BAR

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(212) 246-8925

E-MAIL: NYMAIL@LADASPARRY.COM
INTERNET: http://www.ladas.com

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CHICAGO, IL 60604

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LOS ANGELES, CA 90036

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(MEMBERS CA BAR)

52-54 HIGH HOLBORN
LONDON WC1V 6RR, ENGLAND

DACHAUERSTRASSE 37
80335 MUNICH, GERMANY

ALAN G. BAILLIE
(MEMBER NY BAR)
European Resident Partner

November 30, 2000

EXPRESS MAIL
U.S Patent & Trademark Office
Assignment Division
Box Assignments, CG-4
1213 Jefferson Davis Highway, Suite 320
Washington, D.C. 20231

Attention: Antoine Rovall, Examiner
Assignment Division

Dear Sirs:

Re: Assignment: **RUBY TUESDAY BUSINESS DEVELOPMENT, INC.** to **SPECIALTY RESTAURANT GROUP, LLC** - 13 Trademark Registrations in the United States of America
(Our Ref: NTMA 000105)

1. Reference is made to our letters of November 27th, 2000 and November 20th, 2000 and your Notices of Non-Recordation dated November 28th, 2000 and November 22, 2000 respectively, in regard to the above-referenced matter.

2. Please find enclosed a newly revised Recordation Form Cover Sheet (Form PTO-1594) dated November 29, 2000; the original documents attesting to the assignment of **RUBY TUESDAY BUSINESS DEVELOPMENT, INC.** to **SPECIALTY RESTAURANT GROUP, LLC**; a copy of the revised Recordation Form Cover Sheet (Form PTO-1594) bearing the signature of an authorized user of Account #12-0425 dated November 27, 2000; copies of your Notices of Non-Recordation dated November 28, 2000 and November 22, 2000;, and copies of our letters of November 20, 2000 and November 27, 2000.

3. Accordingly, we request that a Notice of Recordation be issued reflecting the assignment against 13 registered trademarks in the United States of America.

4. Please return to us the Deed of Assignment after it has been stamped with recordal at the U.S. Patent and Trademark Office.

5. Please be certain to index the recordal of the assignment against 13 registered trademarks in the United States of America.

Very truly yours,

Lanning G. Bryer

LGB:cmb
Att.

UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

November 28, 2000

Submitter

United States Patent and Trademark Office
Notice of Submission Type

Your request to record a document in the United States Patent and Trademark Office was received via electronic fax on November 27, 2000, at 04:29 PM.

The document submitted cannot be processed via electronic fax. Please resubmit your document to the Assignment Division via mail service.

If you have any questions, you may contact our customer service center at 703-308-9723.

Office of Public Records
Assignment Division

UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

NOVEMBER 22, 2000

PTAS

700002963A

700002963A

LADAS & PARRY
GEORGIA N. GOUNARIS
26 WEST 61ST STREET
NEW YORK, NY 10023

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF NON-RECORDATION OF DOCUMENT

DOCUMENT ID NO.: 700002963

THE ENCLOSED DOCUMENT HAS BEEN EXAMINED AND FOUND NON-RECORDABLE BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. THE REASON(S) FOR NON-RECORDATION ARE STATED BELOW. DOCUMENTS BEING RESUBMITTED FOR RECORDATION MUST BE ACCOMPANIED BY A NEW COVER SHEET REFLECTING THE CORRECT INFORMATION TO BE RECORDED AND THE DOCUMENT ID NUMBER REFERENCED ABOVE.

THE ORIGINAL DATE OF FILING OF THIS ASSIGNMENT DOCUMENT WILL BE MAINTAINED IF RESUBMITTED WITH THE APPROPRIATE CORRECTION(S) WITHIN 30 DAYS FROM THE DATE OF THIS NOTICE AS OUTLINED UNDER 37 CFR 3.51. THE RESUBMITTED DOCUMENT MUST INCLUDE A STAMP WITH THE OFFICIAL DATE OF RECEIPT UNDER 37 CFR 3. APPLICANTS MAY USE THE CERTIFIED PROCEDURES UNDER 37 CFR 1.8 OR 1.10 FOR RESUBMISSION OF THE RETURNED PAPERS, IF THEY DESIRE TO HAVE THE BENEFIT OF THE DATE OF DEPOSIT IN THE UNITED STATES POSTAL SERVICE.

SEND DOCUMENTS TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231. IF YOU HAVE ANY QUESTIONS REGARDING THIS NOTICE, YOU MAY CONTACT THE INDIVIDUAL WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723.

1. THE PERSON SIGNING THE DOCUMENT MUST BE AN AUTHORIZED USER OF THE DEPOSIT ACCOUNT.

2. A FEE WAS NOT SUBMITTED WITH THIS DOCUMENT. AUTHORIZATION TO CHARGE WAS NOT GRANTED. THE REQUIRED FEE IS $340 .

ANTIONE ROYALL, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

11/20/2000

FORM PTO-1618A

700002963
700002963

TRADEMARK

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

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

Conveyance Type

- [x] Assignment
- [ ] License
- [ ] Security Agreement
- [ ] Name Pro Tunc Assignment
- [ ] Merger
- [ ] Change of Name
- [ ] Other

Effective Date Month Day Year

Conveying Party

[ ] Mark if additional names of conveying parties attached

Name: AUDY TUESDAY BUSINESS DEVELOPMENT, INC.

Execution Date Month Day Year: 11/20/00

Formerly:

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

Receiving Party

[ ] Mark if additional names of receiving parties attached

Name: [illegible] RESTAURANT GROUP, LLC

DBA/AKA/TA:

Composed of:

Address (line 1):

Address (line 2): 150 West Church Avenue

Address (line 3): Maryville, City; Tennessee, State/Country; 37801, Zip Code

- [ ] Individual
- [ ] General Partnership
- [ ] Limited Partnership
- [ ] If document is to be recorded in an equipment 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
- [x] Other: Limited liability company
- [x] Citizenship/State of Incorporation/Organization: Delaware

FOR OFFICE USE ONLY

[illegible]

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents and Trademarks, [illegible], Washington, D.C. 20231

FORM PTO-1618B

Page 2

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

Domestic Representative Name and Address Enter for the first Receiving Party only.

Name: Lanning G. Bryer

Address (line 1): Ladas and Parry

Address (line 2): 26 West 61st Street

Address (line 3): New York, New York 10023

Address (line 4):

Correspondent Name and Address Area Code and Telephone Number: (212) 708-1870

Name: Lanning G. Bryer

Address (line 1): Ladas and Parry

Address (line 2): 26 West 61st Street

Address (line 3): New York, New York 10023

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) [x] 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)		
			1194122	1272941	321023
			1329876	1397222	1421282
			1640046	1841528	1841529

Number of Properties Enter the total number of properties involved. # 13

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): $ 340.00

Method of Payment: Enclosed [ ] Deposit Account [x]

Deposit Account

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

Deposit Account Number: # 12-0425

Authorization to charge additional fees: Yes [x] 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.

Lanning G. Bryer		11/27/00
Name of Person Signing	Signature	Date Signed

FORM PTO-1618C
OMB 0651-0027

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

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

Conveying Party
Enter Additional Conveying Party

☐ Mark if additional names of conveying parties attached

Name: RUBY TUESDAY BUSINESS DEVELOPMENT, INC.

Execution Date (Month Day Year): 11/20/00

Formerly:

☐ Individual ☐ General Partnership ☐ Limited Partnership ☒ Corporation ☐ Association

☐ Other:

☒ Citizenship State of Incorporation/Organization: Delaware

Receiving Party
Enter Additional Receiving Party

☐ Mark if additional names of receiving parties attached

Name: SPECIALTY RESTAURANT GROUP, LLC

DBA/AKA/TA:

Composed of:

Address (line 1):

Address (line 2): 150 West Church Avenue

Address (line 3): Maryville (City) Tennessee (State/Country) 37801 (Zip Code)

☐ Individual ☐ General Partnership ☐ Limited Partnership

☐ Corporation ☐ Association

☐ 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 the Assignment.)

☒ Other: a limited liability company

☒ Citizenship/State of Incorporation/Organization: Delaware

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)		
			1874374	1963808	1967808
			2254726		

UNITED STATES OF AMERICA

SCHEDULE

THE AMERICAN CAFE and Device	No. 1194122	Dated: April 20, 1982
THE AMERICAN CAFE and Device	No. 1272941	Dated: April 3, 1984
THE AMERICAN CAFE	No. 1321023	Dated: February 19, 1985
AMERICAN CAFE	No. 1328878	Dated: April 9, 1985
L & N SEAFOOD GRILL & Device	No. 1397322	Dated: June 10, 1986
THE AMERICAN CAFE MARINE	No. 1421282	Dated: December 16, 1986
L & N SEAFOOD	No. 1640945	Dated: April 9, 1991
MOZZARELLA'S CAFE	No. 1841828	Dated: June 21, 1994
MOZZARELLA'S	No. 1841529	Dated: June 21, 1994
MOZZARELLA'S Stylized	No. 1874374	Dated: January 17, 1995
MOZZA MARY	No. 1962808	Dated: March 26, 1996
MOZZA RITA	No. 1967808	Dated: April 16, 1996
TASTES OF AMERICA	No. 2224726	Dated: June 22, 1999

UNITED STATES OF AMERICA

A S S I G N M E N T

WHEREAS, BUSY TUESDAY BUSINESS DEVELOPMENT, INC., a corporation organized under the laws of the State of Delaware, United States of America, located at 150 West Church Avenue, Maryville, Tennessee 37801, 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, SPECIALTY REFRIGERANT GROUP, LLC, a limited liability company organized and existing under the laws of the State of Delaware, 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.

IN WITNESS WHEREOF, the said ASSIGNOR has hereunto executed this instrument this 30th day of November 2000.

BUSY TUESDAY BUSINESS DEVELOPMENT, INC.

[Corporate Seal]

By: [signature]
Vice President [Title]

CORPORATE ACKNOWLEDGMENT

UNITED STATES OF AMERICA
STATE OF Tennessee } ss:
COUNTY OF Blount

On this 30th day of November, 2000, before me personally appeared Daniel J. Cronk, to me known, who, being by me duly sworn, did depose and say that he/she is the Vice President of the corporation described in and which executed the foregoing instrument; that he/she 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/she signed his/her name thereto by like order.

Mary Jane Francis
Notary Public
My Commission Expires 7-31-2002

[Seal]

UNITED STATES OF AMERICA

SCHEDULE

THE AMERICAN CAFE and Device	No. 1194122	Dated: April 20, 1982
THE AMERICAN CAFE and Device	No. 1272941	Dated: April 3, 1984
THE AMERICAN CAFE	No. 1321023	Dated: February 19, 1985
AMERICAN CAFE	No. 1339876	Dated: April 9, 1985
L & M SEAFOOD GRILL & Device	No. 1397888	Dated: June 18, 1986
THE AMERICAN CAFE MARKET	No. 1421552	Dated: December 16, 1986
L & M SEAFOOD	No. 1640046	Dated: April 2, 1991
MOZZARELLA'S CAFE	No. 1841584	Dated: June 21, 1994
MOZZARELLA'S	No. 1841585	Dated: June 21, 1994
MOZZARELLA'S Stylized	No. 1874374	Dated: January 17, 1995
MOZZA MARY	No. 1963808	Dated: March 26, 1996
MOZZA RITA	No. 1967888	Dated: April 16, 1996
TASTES OF AMERICA	No. 2354726	Dated: June 23, 1999

UNITED STATES OF AMERICA

POWER OF ATTORNEY

The undersigned hereby appoints, jointly and severally with full power of substitution:

STEPHEN A. GOLDSMITH	ALLAN S. PILSON
IAN JAY KAUFMAN	FREDERICK REICHWALD
ROBERT ALPERT	DANIEL P. BENDEL
LANNING G. BRYER	JOSEPH J. VILLAPOL

GEORGIA N. GOUMARIS

members of the Bar of the State of New York, c/o Ladas & Parry, 26 West 61st Street, New York, New York 10023, United States of America, to record assignments, mergers, consolidations, changes of name and changes of address and to take all action with respect to the following Trademark Registration or Application for Trademark Registration:

THE AMERICAN CAFE and Device — No. 1184182 Dated: April 20, 1982

SPECIALTY RESTAURANT GROUP, LLC

(Corporate Seal)

By: [signature] (Title)

November 20, 2000
(Date)

UNITED STATES OF AMERICA

POWER OF ATTORNEY

The undersigned hereby appoints, jointly and severally with full power of substitution:

STEPHEN A. GOLDSMITH	ALLAN S. PILSON
IAN GAY KAUFMAN	FREDERICK REICHWALD
ROBERT ALPERT	DANIEL F. ZENDEL
LANNING G. BRYER	JOSEPH J. VILLAFUL

GEORGIA M. GOUNARIS

members of the Bar of the State of New York, c/o Ladas & Parry, 26 West 61st Street, New York, New York 10022, United States of America, to record assignments, mergers, consolidations, changes of name and changes of address and to take all action with respect to the following Trademark Registration or Application for Trademark Registration:

THE AMERICAN CAFE and Device — No. 1371941 Dated: April 3, 1984

SPECIALTY RESTAURANT GROUP, LLC

[Corporate Seal]

By [signature] [Title]

November 20, 2000
[Date]

UNITED STATES OF AMERICA

POWER OF ATTORNEY

The undersigned hereby appoints, jointly and severally with full power of substitution:

STEPHEN A. GOLDSMITH	ALLAN S. PILSON
IAN JAY KAUFMAN	FREDERICK REICHWALD
ROBERT ALPERT	DANIEL F. KENDEL
LANNING G. BEYER	JOSEPH J. VILLAPOL

GEORGIA N. GOUMARIS

members of the Bar of the State of New York, c/o Ladas & Parry, 26 West 61st Street, New York, New York 10023, United States of America, to record assignments, mergers, consolidations, changes of name and changes of address and to take all action with respect to the following Trademark Registration or Application for Trademark Registration:

THE AMERICAN CAFE — No. 1321023
Dated: February 19, 1985

SPECIALTY RESTAURANT GROUP, LLC

[Corporate Seal]

By [signature] [Title]

November 20, 1990
[Date]

UNITED STATES OF AMERICA

POWER OF ATTORNEY

The undersigned hereby appoints, jointly and severally with full power of substitution:

STEPHEN A. GOLDSMITH	ALLAN E. PILSON
IAN JAY KAUFMAN	FREDERICK REICHWALD
ROBERT ALPERT	DANIEL F. SENDEL
LANNING G. BRYER	JOSEPH J. VILLAPOL

GEORGIA N. GOUMARIS

members of the Bar of the State of New York, c/o Ladas & Parry, 26 West 61st Street, New York, New York 10023, United States of America, to record assignments, mergers, consolidations, changes of name and changes of address and to take all action with respect to the following Trademark Registration or Application for Trademark Registration:

AMERICAN CAFE — No. 1329576 Dated: April 2, 1985

SPECIALTY RESTAURANT GROUP, LLC

(Corporate Seal)

By [signature] (Title)

November 20, 2000
(Date)

UNITED STATES OF AMERICA

POWER OF ATTORNEY

The undersigned hereby appoints, jointly and severally with full power of substitution:

STEPHEN A. GOLDSMITH	ALLAN S. PILSON
IAN JAY KAUFMAN	FREDERICK REICHWALD
ROBERT ALBERT	DANIEL F. [illegible]
LANNING G. BRYER	JOSEPH C. VILLAPOL

GEORGIA M. GOUNARIS

members of the Bar of the State of New York, c/o Ladas & Parry, 26 West 61st Street, New York, New York 10023, United States of America, to record assignments, mergers, consolidations, changes of name and changes of address and to take all action with respect to the following Trademark Registration or Application for Trademark Registration:

L & N SEAFOOD GRILL & Device — No. 1187283 Dated: June 10, 1985

SPECIALTY RESTAURANT GROUP, LLC

[Corporate Seal]

By [signature] [Title]

November 20, 2000
[Date]

UNITED STATES OF AMERICA
POWER OF ATTORNEY

The undersigned hereby appoints, jointly and severally with full power of substitution:

STEPHEN A. GOLDSMITH	ALLAN S. PILSON
IRA JAY KAUFMAN	FREDERICK REICHWALD
ROBERT ALPERT	DANIEL F. KENDEL
LAWRENCE G. MEYER	JOSEPH J. VILLAFUL

GEORGIA N. SOUKARIS

members of the Bar of the State of New York, c/o Ladas & Parry, 26 West 61st Street, New York, New York 10023, United States of America, to record assignments, mergers, consolidations, changes of name and changes of address and to take all action with respect to the following Trademark Registration or Application for Trademark Registration:

THE AMERICAN CAFE MARKET — No. 1421283
Dated: December 15, 1986

SPECIALTY RESTAURANTS GROUP, LLC

[Corporate Seal]

By [signature]
[Title]

November 20, 2000
[Date]

UNITED STATES OF AMERICA

POWER OF ATTORNEY

The undersigned hereby appoints, jointly and severally with full power of substitution:

STEPHEN A. GOLDSMITH	ALLAN S. PILSON
IAN JAY KAUFMAN	FREDERICK REICHWALD
ROBERT ALFERT	DANIEL F. SENDEL
LANNING G. BRYER	JOSEPH J. VILLAPOL

GEORGIA N. GOUMARIS

members of the Bar of the State of New York, c/o Ladas & Parry, 26 West 61st Street, New York, New York 10023, United States of America, to record assignments, mergers, consolidations, changes of name and changes of address and to take all action with respect to the following Trademark Registration or Application for Trademark Registration:

L & N SEAFOOD

No. 1548846
Dated: April 4, 1991

SPECIALTY RESTAURANT GROUP, LLC

[Corporate Seal]

By [signature] (Title)

November 20, 1990
(Date)

UNITED STATES OF AMERICA

POWER OF ATTORNEY

The undersigned hereby appoints, jointly and severally with full power of substitution:

STEPHEN A. GOLDSMITH	ALLAN S. PILSON
IAN JAY KAUFMAN	FREDERICK REICHWALD
ROBERT ALBERT	DANIEL F. SEEDEL
LANNING G. BRYER	JOSEPH J. VILLAPOL

GEORGIA N. GOUHARIS

members of the Bar of the State of New York, c/o Ladas & Parry, 26 West 61st Street, New York, New York 10023, United States of America, to record assignments, mergers, consolidations, changes of name and changes of address and to take all action with respect to the following Trademark Registration or Application for Trademark Registration:

MOZZARELLA'S CAFE

No. 1841888
Dated: JUNE 21, 1994

SPECIALTY RESTAURANT GROUP, LLC

[Corporate Seal]

By [signature] [Title]

November 20, 2000
[Date]

UNITED STATES OF AMERICA

POWER OF ATTORNEY

The undersigned hereby appoints, jointly and severally with full power of substitution:

STEPHEN A. GOLDSMITH	ALLAN S. FILSON
IAN JAY KAUFMAN	FREDERICK REICHWALD
ROBERT ALFERT	DANIEL F. SHEDEL
LAWRENCE G. BRYER	JOSEPH J. VILLAFOL

GEORGIA N. GOUNARIS

members of the Bar of the State of New York, c/o Ladas & Parry, 26 West 61st Street, New York, New York 10023, United States of America, to record assignments, mergers, consolidations, changes of name and changes of address and to take all action with respect to the following Trademark Registration or Application for Trademark Registration:

MOSSARELLA/S

No. 1541823
Dated: June 21, 1994

SPECIALTY RESTAURANT GROUP, LLC

[Corporate Seal]

By [signature] [Title]

November 20, 2000
[Date]

UNITED STATES OF AMERICA

POWER OF ATTORNEY

The undersigned hereby appoints, jointly and severally with full power of substitution:

STEPHEN A. GOLDSMITH	ALLAN S. PILSON
IAN JAY KAUFMAN	FREDERICK REICHWALD
ROBERT ALPERT	DANIEL F. ZENDEL
LANNING G. BRYER	JOSEPH J. VILLAPOL

GEORGIA M. GOUGARIS

members of the Bar of the State of New York, c/o Ladas & Parry, 25 West 61st Street, New York, New York 10023, United States of America, to record assignments, mergers, consolidations, changes of name and changes of address and to take all action with respect to the following Trademark Registration or Application for Trademark Registration:

MONTARELLA'S Stylized

No. 1874374
Dated: January 17, 1995

SPECIALTY RESTAURANT GROUP, LLC

[Corporate Seal]

By [signature] [Title]

November 20, 2000
[Date]

UNITED STATES OF AMERICA

POWER OF ATTORNEY

The undersigned hereby appoints, jointly and severally with full power of substitution:

STEPHEN A. GOLDSMITH	ALLAN S. PILSON
IAN JAY KAUFMAN	FREDERICK REICHWALD
ROBERT ALPERT	DANIEL F. SENDEL
LANNING G. BRYER	JOSEPH J. VILLAFOL

GEORGIA N. GOUNARIS

members of the Bar of the State of New York, c/o Ladas & Parry, 26 West 61st Street, New York, New York 10023, United States of America, to record assignments, mergers, consolidations, changes of name and changes of address and to take all action with respect to the following Trademark Registration or Application for Trademark Registration:

MOTEA MART	No. 1953802 Dated: March 26, 1996

SPECIALTY RESTAURANT GROUP, LLC

[Corporate Seal]

By [signature] [Title]

November 20, 1999
[Date]

UNITED STATES OF AMERICA

POWER OF ATTORNEY

The undersigned hereby appoints, jointly and severally with full power of substitution:

STEPHEN A. GOLDSMITH	ALLAN S. PILSON
IAN JAY KAUFMAN	FREDERICK REICHWALD
ROBERT ALBERT	DANIEL P. ZENDEL
LANNING G. BRYER	JOSEPH J. VILLAPOL

GEORGIA H. GOUMARIS

members of the Bar of the State of New York, c/o Ladas & Parry, 35 West 61st Street, New York, New York 10023, United States of America, to record assignments, mergers, consolidations, changes of name and changes of address and to take all action with respect to the following Trademark Registration or Application for Trademark Registration:

MOSKA RIDA No. 1957808
Dated: April 16, 1996

SPECIALTY RESTAURANT GROUP, LLC

(Corporate Seal)

By [signature] (Title)

November 20, 2000
(Date)

UNITED STATES OF AMERICA

POWER OF ATTORNEY

The undersigned hereby appoints, jointly and severally with full power of substitution:

STEPHEN A. GOLDSMITH	ALLAN G. PILSON
IAN JAY KAUFMAN	FREDERICK REICHWALD
ROBERT ALPERT	DANIEL F. ZENDEL
LANNING G. BRYER	JOSEPH J. VILLAFOL

GEORGIA M. GOUMARIS

members of the Bar of the State of New York, c/o Ladas & Parry, 26 West 61st Street, New York, New York 10023, United States of America, to record assignments, mergers, consolidations, changes of name and changes of address and to take all action with respect to the following Trademark Registration or Application for Trademark Registration:

TASTES OF AMERICA No. 3254736
Dated: June 23, 1999

SPECIALTY RESTAURANT GROUP, LLC

[Corporate Seal]

By [signature] [Title]

November 20, 2000
[Date]

LAW OFFICES
LADAS & PARRY
28 WEST 51 STREET
NEW YORK, NY 10023-7594
TELEPHONE: (212) 708-1930
FACSIMILE: (212) 708-1890
(212) 246-8959
(212) 246-8955
E-MAIL: NYMAIL@LADASPARRY.COM
INTERNET: WWW.LADAS.COM
WRITER'S TELEPHONE: (212) 708-1940
E-MAIL: [illegible]

November 20, 2000
Fax No. 703-306-5995
No. of Pages: 22

FACSIMILE
U.S. Patent & Trademark Office
Assignment Division
Box Assignments, CG-4
1213 Jefferson Davis Highway, Suite 320
Washington, D.C. 20231

Dear Sirs:

Re: Assignment: RUBY TUESDAY BUSINESS DEVELOPMENT, INC. to SPECIALTY RESTAURANT GROUP, LLC - 13 Registered Trademarks in the United States of America
(Our Ref. RTMA 000105)

1. You are requested to record the above-mentioned Assignment against 13 Registered Trademarks included on the attached schedule set forth in the following documents:

a) Deed of Assignment executed by Mr. Daniel F. Cronk, Vice President on behalf of RUBY TUESDAY BUSINESS DEVELOPMENT, INC.;

b) Powers of Attorney executed by Mr. James H. CarMichael, on behalf of SPECIALTY RESTAURANT GROUP, LLC

2. Please charge the $340.00 fee against Deposit Account No. 12-0425 for the cost of this service.

3. Please return to us the Deed of Assignment after it has been stamped with recordal at the U.S. Patent and Trademark Office.

LADAS & PARRY

4. Please be sure to index the recordal of the above-referenced assignment against 13 Trademark Registrations included on the attached schedule set forth in the attached documents.

5. We attach a U.S. Department of Commerce Patent and Trademark Office Recordation Form Cover Sheet as required under Title 37 CFR.

Very truly yours,

Georgia N. Gounaris

Georgia N. Gounaris

GNG:emb
Att.

LAW OFFICES
LADAS & PARRY
26 WEST 61 STREET
NEW YORK, NY 10023-7604

TELEPHONE: (212) 708-1800
FACSIMILE: (212) 246-8959
(212) 246-8925

E-MAIL: NYMAIL@LADASPARRY.COM
INTERNET: http://www.ladas.com

WRITER'S TELEPHONE: (212) 708-1870
E-MAIL: lbryer@ladasparry.com

November 27, 2000
Fax No. 703.306.5995
No. of Pages: 25

FACSIMILE
U.S. Patent & Trademark Office
Assignment Division
Box Assignments, CG-4
1213 Jefferson Davis Highway, Suite 320
Washington, D.C. 20231

Attention: Antione Royall, Examiner
Assignment Division
Office of Public Records

Dear Ms. Royall:

Re: **Assignment: RUBY TUESDAY BUSINESS DEVELOPMENT, INC. to SPECIALTY RESTAURANT GROUP, LLC - 13 Trademark Registrations in the United States of America**
(Our Ref: NTMA 000105)

1. Reference is made to our letter of November 20, 2000 and your Notice of Non-Recordation dated November 22, 2000 in regard to the above-referenced matter.

2. Please find enclosed a revised Recordation Form Cover Sheet (Form PTO-1594) bearing the signature of an authorized user of Account #12-0425; a copy of your Notice of Non-Recordation dated November 22, 2000, copies of the documents attesting to the assignment of **RUBY TUESDAY BUSINESS DEVELOPMENT, INC.** to **SPECIALTY RESTAURANT GROUP, LLC**, and a copy of our letter of November 20, 2000.

LADAS & PARRY

3. Accordingly, we request that a Notice of Recordation be issued reflecting the assignment against 13 registered trademarks in the United States of America.

4. We look forward to receiving the Notice of Recordation in connection with the assignment as soon as possible.

Very truly yours,

Lanning G. Bryer

LGB:cmb