

03-29-2002



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

RE

102036207

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

O'Charley's, Inc.

3-18-02

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 03-11-2002

2. Name and address of receiving party(ies)

Name: O'Charley's Management Company, Inc

Internal

Address:

Street Address: 3038 Sidco Drive

City: Nashville State: TN Zip: 37204

- Individual(s) citizens Association General Partnership Limited Partnership Corporation-State Tennessee Other



03-18-2002

U.S. Patent & TMO/TM Mail Rpt Dt. #01

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s) 76312289, 76312292, 76329252

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Donald L. Zachary

Internal Address: Bass, Berry & Sims PLC

AmSouth Center

Street Address: 315 Deaderick Street

Suite 2700

City: Nashville State: TN Zip: 37238-3001

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 3.41) \$ 90.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Donald L. Zachary, Esq.

Name of Person Signing

Handwritten signature of Donald L. Zachary

Signature

3/18/02

Date

3

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

03/28/2002 TDIARZ1 00000041 76312289

01 FC:481 40.00 DP 02 FC:482 50.00 DP

TRADEMARK REEL: 002471 FRAME: 0491

**TRADEMARK ASSIGNMENT**

WHEREAS, O'Charley's, Inc., a Tennessee limited liability corporation, 3038 Sidco Drive, Nashville, Tennessee 37204 ("Assignor"), is the owner of the trademark applications listed on the attached Appendix A ("Trademark Application"); and

WHEREAS, O'Charley's Management Company, Inc., a Tennessee corporation, having a place of business at 3038 Sidco Drive, Nashville, Tennessee 37204 ("Assignee"), desires to acquire any and all rights that Assignor may have in and to the Trademark Applications, together with the goodwill in connection with which the Trademark Applications are used and that are symbolized by the Trademark Applications, along with the right to recover for damages and profits for past infringements of the Trademark Applications;

NOW, THEREFORE, for good and valuable consideration, receipt of which is acknowledged, Assignor assigns to Assignee all right, title and interest in and to the Trademark Applications for the United States, together with the goodwill in connection with which the Trademark Applications are used and that is symbolized by the Trademark Applications, and all other rights that Assignor has enjoyed under the Trademark Applications throughout all countries of the world, including any and all rights of recovery based on past infringement of the Trademark Applications, all rights to be held and enjoyed by the Assignee, its successors and assigns to the full end of the term for which the Trademark Applications are valid and any renewals of the term.

Assignor has caused this Assignment to be executed by its duly authorized officer on

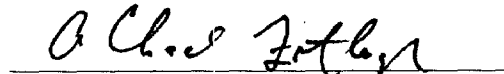
March 11, 2002.

WITNESS



O'CHARLEYS, INC.

By:



A. CHAD FITZHUGH

TITLE: CHIEF FINANCIAL OFFICER

**APPENDIX A**

O'CHARLEY'S, INC.  
ASSIGNS THE FOLLOWING TO  
O'CHARLEY'S MANAGEMENT COMPANY, INC.

UNITED STATES TRADEMARK APPLICATIONS

<b>TRADEMARK</b>	<b>SERIAL NUMBER</b>
MARGO'RITA	76-312,289
AT THE CORNER OF GOOD FOOD AND GOOD TIMES	76-312,292
O'TO GO & DESIGN	76-329,252