

09-17-2002



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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): 9.13.02 Finova Capital Corporation [] Individual(s) [] Association [] General Partnership [] Limited Partnership [X] Corporation-State Delaware [] Other Additional name(s) of conveying party(ies) attached? [] Yes [X] No

2. Name and address of receiving party(ies) Name: Red Robin International, Inc. Internal Address: Street Address: 5575 DTC Parkway, Suite 110 City: Englewood State: CO Zip: 80111 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [X] Corporation-State Nevada [] Other 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 [X] No

3. Nature of conveyance: [X] Assignment [] Merger [] Security Agreement [] Change of Name [] Other Execution Date:

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 2,499,342 Additional number(s) attached [] Yes [X] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Pantea Garroussi, Esq. Internal Address: Davis Graham & Stubbs LLP Street Address: 1550 17th Street, #500 City: Denver State: CO Zip: 80202

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41).....\$ 40.00 [X] Enclosed [] Authorized to be charged to deposit account 8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature. Pantea Garroussi Name of Person Signing [Signature] Signature 9/16/02 Date

Total number of pages including cover sheet, attachments, and document: 3

09/16/2002 LNUELLER 00000260 2499342

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

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TRADEMARK REEL: 002582 FRAME: 0671

ASSIGNMENT OF TRADEMARK

This Assignment of Trademark (this "Assignment") is made effective as of JULY 24, 2002 (the "Effective Date") by FINOVA CAPITAL CORPORATION, a Delaware corporation ("Assignor"), to and for the benefit of RED ROBIN INTERNATIONAL, INC., a Nevada corporation ("Assignee").

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby unconditionally and irrevocably assign and convey unto the Assignee all right, title and interest in and to the mark "AMERICA'S GOURMET BURGER & SPIRITS" (the "Mark"), together with (i) the United States Patent and Trademark Office registration number 2499342 for the Mark, (ii) the goodwill of the business symbolized by and associated with the Mark and the registrations thereof, and (iii) the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to the Mark or the registration thereof or such associated goodwill.

Assignor acknowledges that no rights to the Mark or its application is retained by the Assignor conveyed in whole or in part to any party other than Assignee.

Assignor agrees to take all actions and to cooperate as may be necessary or desirable to complete the transfer of the Mark or to complete the pending application for the Mark, including but not limited to the Assignor's execution of any documents necessary in connection therewith.

This Assignment and the rights and obligations hereunder shall be binding upon and inure to the benefit of the parties hereto and their respective heirs, legal representatives, successors and assigns.

This Assignment shall be governed by federal trademark law where appropriate, but shall be otherwise governed and construed in accordance with the laws of the State of Colorado, without regard to principles of conflicts of law.

IN WITNESS WHEREOF, the Assignor, by its duly authorized officer, has executed this Assignment to be effective as of the day and year first above written.

ASSIGNOR:

FINOVA CAPITAL CORPORATION

By: 

Name: John Zakoworotny

Title: Vice President

CERTIFICATE OF ACKNOWLEDGEMENT

STATE OF New Jersey

COUNTY OF Bergen) ss.

On this the 5th day of September, 2002 before me appeared the person who signed this instrument, who acknowledged that he is the Vice President of Finova Capital Corporation, and that being duly authorized he signed such instrument as a free act on behalf of Finova Capital Corporation.

Deborah Yaria
Notary Public

My commission expires: _____

**DEBORAH YARIA
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES JUNE 1, 2007**

