

RECORDATION FORM COVER
TRADEMARKS (

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

1. Name of conveying party(ies):

S.A. Blues Partners, L.P.

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Release of Collateral Assignment
- Merger
- Change of Name

Execution Date 01/09/2003 of Trademarks

2. Name and address of receiving party(ies)

Name: House of Blues Brands Corp.

Internal

Address: _____

Street Address: 6255 Sunset Boulevard, 16th Floor

City: Hollywood State: CA Zip: 90028

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- 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 No

OFFICE OF PATENT & TRADEMARKS
2003 JAN 21 AM 3:41
FINANCE SECTION

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

A. Trademark Application No. (s)

74/595,659; 75/430,335; 75/087,295

B. Trademark Registration No.(s)

See 1 in Addendum

Additional number(s) attached Yes No

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

Name: Akin Cump Strauss Hauer & Feld

Internal Address: ATTN: Kirt S. O'Neill

P.O. Box 12870

Street Address: _____

City: San Antonio State: TX Zip: 78212

6. Total number of applications and registrations involved:

34

7. Total fee (37 CFR 3.41) ...

\$865.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

01-0477

(Attach duplicate copy of this page 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.

Kirt S. O'Neill

Kirt S. O'Neill

Signature

Jan. 15, 2002

Date

02/03/2003 ECOOPER 0000036 7453837

01 FC:8521
02 FC:8522

40.00 00
825.00 00

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

11

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

ND

Addendum

2,306,346; 2,180,999; 2,257,428; 2,281,876; 1,817,564; 1,866,434; 2,258,424; 1,874,712;
1,933,441; 1,772,628; 2,550,199; 2,024,199; 1,891,179; 2,258,424; 1,874,712; 1,933,441;
1,938,673; 1,940,915; 2,343,876; 2,047,856; 2,050,935; 1,981,453; 2,187,390; 1,953,059;
2,143,656; 2,449,363; 1,951,612; 1,975,465; 2,165,165; 2,130,445; 2,155,505

RELEASE OF COLLATERAL ASSIGNMENT OF TRADEMARKS

WHEREAS, HOUSE OF BLUES BRANDS CORP., a Delaware corporation, having its principal place of business at 6255 Sunset Blvd. 16th Floor, Hollywood, California 90028 (the "Grantor"), and S.A. Blues Partners, L.P., a Texas limited partnership having a business address at 5121 Broadway, San Antonio, Texas 79209 (the "Grantee"), have entered into that certain Collateral Assignment of Trademarks (the "Grant Agreement") dated March 9, 1998, and recorded with the United States Patent and Trademark Office on Reel 1705, Frame, 0001 whereby Grantor granted a security interest in the Intellectual Property (as defined in the Grant Agreement) to Grantee; and

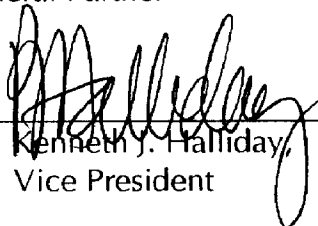
WHEREAS, the debt secured through the Grant Agreement has been fully satisfied and Grantor and the Grantee wish to release the security interest provided for by the Grant Agreement referenced.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and confessed, the Grantee hereby releases its security interest provided under the Grant Agreement, to include the registrations and applications listed on the Schedule A attached hereto and incorporated herein by reference, but only to the extent of such security interest and lien granted pursuant to the Grant Agreement.

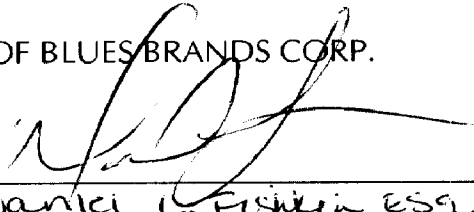
IN WITNESS WHEREOF, the undersigned has duly executed this Release of Collateral Assignment of Trademarks as of the date of last signature below.

S.A. BLUES PARTNERS, L.P.

By: SA BLUES MANAGEMENT, INC.,
its General Partner

By: 
Kenneth J. Halliday,
Vice President

HOUSE OF BLUES BRANDS CORP.

By: 
Name: Daniel C. Fisher, Esq.
Title: Senior Vice President & General Counsel

STATE OF TEXAS

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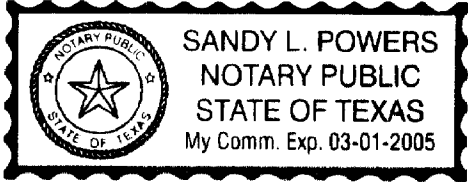
COUNTY OF BEXAR

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This instrument was acknowledged before me on the 8th day of January, 2003 by **KENNETH J. HALLIDAY**, Vice President of S.A. Blues Management, Inc., General Partner of SA Blues , L.P., on behalf of said limited partnership.

Sandy L. Powers
Notary Public, State of Texas
My Commission Expires: 03/01/2005



STATE OF California §
COUNTY OF Los Angeles §

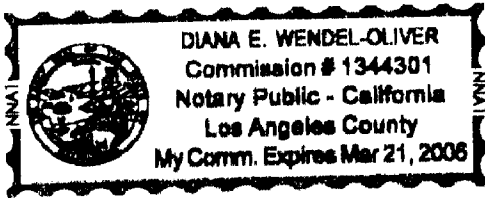
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This instrument was acknowledged before me on the 9 th day of January, 200~~2~~³ by Daniel L. Fishkin, SVP: General Counsel of House of Blues Brands Corp. on behalf of said corporation.

Diana E. Wendel-Oliver
Notary Public, State of California
My Commission Expires: 3-21-06



SCHEDULE A TO

RELEASE OF COLLATERAL ASSIGNMENT OF TRADEMARKS

<u>TRADE/SERVICE MARK</u>	<u>APP NO.</u>	<u>REG. NO.</u>	<u>DESCRIPTION</u>
BARN BURNER	75/126,532		Clothing, namely hats, caps, visors, headbands, neckwear, scarves, shirts, swimsuits, T-shirts, sweatshirts, coats, shorts, slacks, jeans, pants, jackets, gloves, belts, socks, shoes, slippers, and undergarments
BARN BURNER	75/126,531		Printed matter, namely, calendars, stationery, greeting cards, postcards, buttons, stickers, posters and restaurant menus
BARN BURNER	75/126,533		Luggage and tote bags
BARN BURNER	75/126,529		Prerecorded audio and video tapes, cassettes, cartridges, compact discs, phonograph records and other sound and video recordings featuring music
BARN BURNER	75/126,534		Entertainment services, namely, live musical entertainment, and radio and television programming featuring musical entertainment
BLUE FLAME	75/126,551		Prepared foods, namely, salsa
BLUE FLAME	75/126,552		Clothing, namely hats, caps, visors, headbands, neckwear, scarves, shirts, swimsuits, T-shirts, sweatshirts, coats, shorts, slacks, jeans, pants, jackets, gloves, belts, socks, shoes, slippers, and undergarments
BLUE NOTE	74/336,178		Alcoholic beverages; namely, beer
BLUES IS BETTER	74/263,369	1,774,762	Restaurant and bar services
BLUES IS BETTER	75/169,975		Hotel services
GOSPEL BRUNCH	75/126,007		Television production and programming services; entertainment services in the nature of television series in the fields of comedy, real-life adventure and miscellaneous general interest stories, all of a non-religious nature

<u>TRADE/SERVICE MARK</u>	<u>APP NO.</u>	<u>REG. NO.</u>	<u>DESCRIPTION</u>
GOSPEL BRUNCH	75/126,009		Luggage and tote bags
GOSPEL BRUNCH	75/126,008		Clothing, namely, hats, caps, visors, headbands, neckwear, scarves, shirts, swimsuits, T-shirts, sweatshirts, coats, shorts, slacks, jeans, pants, jackets, gloves, belts, socks, shoes, slippers, and undergarments
GUMBO TV	74/521,994		Television production and programming services; entertainment services in the nature of television series in the fields of comedy, real-life adventure and miscellaneous general interest stories; television and cable television broadcasting and distribution services
HAVE BLUES WILL TRAVEL	75/033,076		Luggage and tote bags
HAVE BLUES WILL TRAVEL	75/033,078		Television production and programming services; entertainment services in the nature of television series in the fields of comedy, real-life adventure and miscellaneous general interest stories
HAVE BLUES WILL TRAVEL	75/033,077		Restaurant and bar services
HAVE BLUES WILL TRAVEL	75/199,596		Hotel services
HAVE BLUES WILL TRAVEL	75/033,075		Clothing, namely hats, caps, visors, headbands, neckwear, scarves, shirts, swimsuits, T-shirts, sweatshirts, coats, shorts, slacks, jeans, pants, jackets, gloves, belts, socks, shoes, slippers, and undergarments
HAVE MERCY & SAY YEAH!	75/044,913		Entertainment services in the nature of real-life and adventure and miscellaneous general interest stories
HAVE MERCY & SAY YEAH!	75/044,917		Restaurant and bar services
HAVE MERCY & SAY YEAH!	75/044,911		Luggage and tote bags
HELP EVER – HURT NEVER	74/254,680	1,817,564	Restaurant and bar services
HELP EVER – HURT NEVER	74/313,053	1,866,434	Clothing, namely hats, caps, shirts, sweatshirts, coats and shorts

Release of Security Agreement.DOC

Release of Security Agreement.DOC

<u>TRADE/SERVICE MARK</u>	<u>APP NO.</u>	<u>REG. NO.</u>	<u>DESCRIPTION</u>
HELP EVER – HURT NEVER	75/170,520		Hotel services
HOB HOUSE OF BLUES (HEART DESIGN)	75/234,026		Restaurant and bar services, nightclub services featuring live and recorded musical entertainment
HOB HOUSE OF BLUES (HEART DESIGN)	75/234,049		Clothing, namely hats, caps, visors, headbands, neckwear, scarves, shirts, swimsuits, T-shirts, sweatshirts, coats, shorts, slacks, jeans, pants, jackets, gloves, belts, socks, shoes, slippers, and undergarments
HOUSE OF BLUES	74/313,094	1,874,712	Clothing, namely hats, caps, visors, headbands, neckwear, scarves, shirts, swimsuits, T-shirts, sweatshirts, coats, shorts, slacks, jeans, pants, jackets, gloves, belts, socks, shoes, slippers, and undergarments
HOUSE OF BLUES	74/313,052	1,933,441	Prerecorded audio and video tapes, cassettes, cartridges, compact discs, phonograph records and other sound and video recordings featuring music
HOUSE OF BLUES	75/111,623		Food, namely, dried meats, fish, poultry and game, dried fruits and vegetables, fruit preserves, jellies, jams, and pickles, canned and frozen soup, gumbo and stew made from meat or vegetables and their by-products; frozen dinners consisting primarily of meat or vegetables and their by-products
HOUSE OF BLUES	75/111,623		Food, namely, bread, biscuits, cakes, pastry, ice cream, frozen yogurt and sauces and salad dressing
HOUSE OF BLUES	74/254,677	1,772,628	Restaurant and bar services
HOUSE OF BLUES	75/169,983		Hotel services
HOUSE OF BLUES	75/112,323		Alcoholic beverages; namely, beer
HOUSE OF BLUES	74/313,051	2,024,199	Printed matter, namely, stationary, greeting cards, postcards and restaurant menus

<u>TRADE/SERVICE MARK</u>	<u>APP NO.</u>	<u>REG. NO.</u>	<u>DESCRIPTION</u>
HOUSE OF BLUES (ROOF DESIGN)	74/515,897	1,891,179	Clothing, namely shirts, sweatshirts, jackets and hats
HOB HOUSE OF BLUES (HEART DESIGN)	75/234,026		Restaurant and bar services, nightclub services featuring live and recorded musical entertainment
HOB HOUSE OF BLUES (HEART DESIGN)	75/234,049		Clothing, namely hats, caps, visors, headbands, neckwear, scarves, shirts, swimsuits, T-shirts, sweatsuits, coats, shorts, slacks, jeans, pants, jackets, gloves, belts, socks, shoes, slippers, and undergarments
HOUSE OF BLUES	74/313,094	1,874,712	Clothing, namely hats, caps, visors, headbands, neckwear, scarves, shirts, sweatshirts, coats, shorts, slacks, gloves, belts, socks, shoes, slippers, and undergarments
HOUSE OF BLUES	74/313,052	1,933,441	Prerecorded audio and videotapes, cassettes, cartridges, compact discs, phonograph records and other sound and video recordings featuring music
HOUSE OF BLUES	75/111,623		Food, namely, dried meats, fish, poultry and game, dried fruits and vegetables, fruit preserves, jellies, jams, and pickles, canned and frozen soup, gumbo and stew made from meat or vegetables and their by-products; frozen dinners consisting primarily of meat or vegetables and their by-products
HOUSE OF BLUES	75/111,623		Food, namely, bread, biscuits, cakes, pastry, ice cream, frozen yogurt and sauces and salad dressing
HOUSE OF BLUES	74/254,677	1,772,628	Restaurant and bar services
HOUSE OF BLUES	75/169,983		Hotel services
HOUSE OF BLUES	75/112,323		Alcoholic beverages, namely, beer
HOUSE OF BLUES	74/313,051	2,024,199	Printed matter, namely, stationary, greeting cards, postcards and restaurant menus

<u>TRADE/SERVICE MARK</u>	<u>APP NO.</u>	<u>REG. NO.</u>	<u>DESCRIPTION</u>
HOUSE OF BLUES (ROOF DESIGN)	74/515,897	1,891,179	Clothing, namely shirts, sweatshirts, jackets and hats
HOUSE OF BLUES (ROOF DESIGN)	74/613,364	1,938,673	Bar and restaurant services
HOUSE OF BLUES (ROOF DESIGN)	74/595,659		Bar and restaurant services
HOUSE OF BLUES (STYLIZED)	74/604,933	1,940,915	Hats, caps, T-shirts, sweatshirts, jackets
HOUSE OF BLUES LOUISIANA CAJUN HOT SAUCE	75/199,595		Hot sauce
HOUSE OF BLUES STUDIOS	75/104,437	2,047,856	Music recording studio services
HOUSE OF BREWS	75/120,053		Restaurant and bar services
HOUSE OF BREWS	75/430,335		Restaurant and bar services
IN BLUES WE TRUST	75/169,977		Hotel services
IN BLUES WE TRUST	75/107,768	2,050,935	Restaurant and bar services
IN BLUES WE TRUST	74/480,363	1,981,453	Clothing, namely shirts, hats, jackets
INTERNATIONAL HOUSE OF BLUES FOUNDATION (AND DESIGN)	75/275,034		Charitable services, namely, providing free educational courses, seminars, lectures and presentations concerning culture and history
INTERNATIONAL HOUSE OF JAZZ	75/173,227		Restaurant, bar, memorabilia and entertainment services Hamp's Entertainment, LLC
LIVE FROM THE HOUSE OF BLUES	74/630,713	1,953,059	Entertainment services, namely an on-going television variety series
S.I.N	75/087,295		Entertainment in the nature of special events held at nightclubs featuring food and music for employees of the service industry
SERVICE INDUSTRY NIGHT	75/087,294		Special events wherein musical entertainment and food are provided in a nightclub environment to individuals employed in a particular industry

<u>TRADE/SERVICE MARK</u>	<u>APP NO.</u>	<u>REG. NO.</u>	<u>DESCRIPTION</u>
SMOKIN' GROOVES	75/126,013		Printed matter, namely, calendars, stationery, greeting cards, postcards, stickers, posters and restaurant menus
SMOKIN' GROOVES	75/126,535		Prerecorded audio and video tapes, cassettes, cartridges, compact discs, phonograph records and other sound and video recordings featuring music
SMOKIN' GROOVES	75/126,012		Luggage and tote bags
SMOKIN' GROOVES	75/126,011		Clothing, namely hats, caps, visors, headbands, neckwear, scarves, shirts, swimsuits, T-shirts, sweatshirts, coats, shorts
SMOKIN' GROOVES	75/126,010		Entertainment services, namely, live musical entertainment, and radio and television programming featuring musical entertainment
SMOKIN' TEES	75/278,834		Celebrity golf tournament, television programming featuring a celebrity golf tournament
SMOKIN' TEES	75/278,954		Wearing apparel, namely hats, caps, visors, headbands, neckwear, scarves, polo-shirts, swimsuits, sweatsuits, coats, shorts, slacks, jeans, pants, jackets, gloves, belts, socks, shoes, slippers, and undergarments
SMOKIN' TEES	75/279,293		Golf clubs, golf bags, golf balls, golf tees, golf ball markers
SMOKIN' TEES	75/278,835		Luggage, tote bags, and umbrellas
UNITY IN DIVERSITY	75/170,557		Hotel services
UNITY IN DIVERSITY	74/665,104	1,951,612	Bar and restaurant services
UNITY IN DIVERSITY	74/802,491	1,975,465	Clothing, namely shirts and sweatshirts
VOODOO GARDEN	75/126,527		Clothing, namely hats, caps, visors, headbands, neckwear, scarves, shirts, swimsuits, T-shirts, sweatshirts, coats, shorts, slacks, jeans, pants, jackets, gloves, belts, socks, shoes, slippers, and undergarments

<u>TRADE/SERVICE MARK</u>	<u>APP NO.</u>	<u>REG. NO.</u>	<u>DESCRIPTION</u>
VOODOO GARDEN	75/126,530		Restaurant and bar services
VOODOO GARDEN	75/126,526		Luggage and tote bags
VOODOO GARDEN	75/126,528		Television production and programming services; entertainment services in the nature of television series in the fields of comedy, real-life adventure and miscellaneous general interest stories
WHERE THE HEART MEETS THE SOUL	75/171,632		Clothing, namely, T-shirts and work shirts
WHERE THE HEART MEETS THE SOUL	75/126,555		Television production and programming services; entertainment services in the nature of television series in the fields of comedy, real-life adventure and miscellaneous general interest stories
WHERE THE HEART MEETS THE SOUL	75/228,694	2,130,445	Luggage and tote bags
WHERE THE HEART MEETS THE SOUL	75/126,525		Restaurant and bar services
WHERE THE HEART MEETS THE SOUL	75/169,982		Hotel services
YAKETY YAK	75/170,563		Computer services, namely, an on-line forum on the global computer network, featuring chat sessions with celebrities