

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

Release of Assignment for Security of Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Madison Capital Funding LLC		12/23/2003	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	Papa Gino's, Inc.
Street Address:	600 Providence Highway
City:	Wedham
State/Country:	MASSACHUSETTS
Postal Code:	02026
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	2259541	A PASSION FOR PIZZA
Registration Number:	1241353	MASTERPIZZA
Registration Number:	1204948	PIZZA & MORE
Registration Number:	1135377	PAPA GINO'S

CORRESPONDENCE DATA

Fax Number: (312)863-7809

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 312-863-7292

Email: ian.hathaway@goldbergekohn.com

Correspondent Name: Ian Hathaway

Address Line 1: 55 East Monroe Street

Address Line 2: Goldberg, Kohn et al

Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER:

4975.025

NAME OF SUBMITTER:

Ian Hathaway

TRADEMARK

900005729

REEL: 002802 FRAME: 0214

OP \$115.00 2259541

Total Attachments: 2
source=Papa#page1.tif
source=Papa#page2.tif

RELEASE OF ASSIGNMENT FOR SECURITY OF TRADEMARKS

THIS RELEASE is made as of this 23rd day of December, 2003, by **Madison Capital Funding LLC, as Administrative Agent** (successor agent to IBJ Whitehall Bank & Trust Company, as Administrative Agent) ("Administrative Agent") under that certain Amended and Restated Credit Agreement (as amended) dated as of July 12, 2001, among Administrative Agent, the Company (as defined below), the lenders party thereto and the subsidiary guarantors party thereto, in favor of **Papa Gino's, Inc.**, a Delaware corporation ("Company").

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and adequacy of which are hereby acknowledged, Administrative Agent hereby unconditionally and expressly releases, terminates, and extinguishes any and all of its right, title and interest in and to any and all liens and security interests it may have, under and pursuant to that certain Amended and Restated Credit Agreement (as amended) dated as of July 12, 2001, upon each of the trademarks listed on Exhibit A attached hereto and made a part hereof.

This Release shall be binding upon Administrative Agent's legal representatives, assigns and successors.

MADISON CAPITAL FUNDING LLC

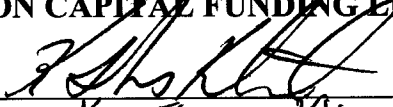
By: 
Name: K. Thomas Klimmek
Title: Managing Director

EXHIBIT A

Trademarks

TRADEMARK	REGISTRATION NUMBER	REGISTRATION DATE
A PASSION FOR PIZZA	2,259,541	07/06/99
MASTERPIZZA	1,241,353	06/07/83
PIZZA & MORE	1,204,948	08/10/82
PAPA GINO'S	1,135,377	05/13/80