

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

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):

Chart House, Inc.

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

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

3. Nature of conveyance:

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

Execution Date: July 23, 2002

2. Name and address of receiving party(ies)

Name: CHLN, Inc.

Internal

Address:

Street Address: 1510 West Loop South

City: Houston State: TX Zip: 77027

- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,061,033

Additional number(s) attached Yes No

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

Name: William D. Raman

Internal Address: THOMPSON & KNIGHT, L.L.P.

Street Address: 98 San Jacinto Blvd., Ste 1900

City: Austin State: TX Zip: 78701

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

20-0821

(Please reference Attorney Docket No. 504419.010010)

DO NOT USE THIS SPACE

9. Signature.

Sherril L. Eastley
Name of Person Signing

Sherril L. Eastley
Signature

4/1/04
Date

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

6

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

CH \$40.00 200821 1061033

TRADE/SERVICE MARK ASSIGNMENT

WHEREAS, Chart House Enterprises, Inc., a Delaware corporation having a place of business at 640 North LaSalle Street, Suite 295, Chicago, Illinois ("CHE"), and Chart House, Inc., a Delaware corporation having a place of business at 640 North LaSalle Street, Chicago, Illinois ("Seller" and, collectively with CHE, "Assignors"), own and have used in their business the marks and related registrations listed on Exhibit A (hereafter "Marks").

WHEREAS, Assignors, Chart House of Annapolis, Inc., a Delaware corporation, Chart House Enterprises of Idaho, Inc., an Idaho corporation, CHLN, Inc., a Delaware corporation ("Assignee"), LCHLN, Inc., a Delaware corporation, CHLN-Maryland, Inc., a Maryland corporation, and CHLN-Idaho, Inc., an Idaho corporation, entered into that certain Contribution Agreement dated as of July 23, 2002 (the "Contribution Agreement").

WHEREAS, pursuant to and in order to effectuate the Contribution Agreement, Assignors have agreed to formally assign all of their right, title and interest in the Marks to Assignee.

NOW THEREFORE, BE IT KNOWN that for and in consideration of the sum of One Dollar (\$1.00) to them in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged Assignors hereby assign to Assignee, its successors or assigns, the entire right, title and interest in and to any and all Marks and any registrations therefor, including, but not limited to, the Marks listed on Exhibit A hereto and including any renewals that may be granted thereon, together with the goodwill of the Business (as defined in the Purchase Agreement) connected therewith and any right to recover for past infringements thereof.

[signature page follows]

CHART HOUSE ENTERPRISES, INC.

By: *Kenneth R. Posner*
Name: Kenneth R. Posner
Title: President

CHART HOUSE, INC.

By: *Kenneth R. Posner*
Name: Kenneth R. Posner
Title: President

STATE OF ILLINOIS §
 §
COUNTY OF COOK §

This instrument was acknowledged before me this 23rd day of July, 2002, by Kenneth R. Posner, President of Chart House Enterprises, Inc., a Delaware corporation, on behalf of said corporation.



Laine B. Drogos
Notary Public, State of Illinois

My Commission Expires:

L A I N E B . D R O G O S
Printed Name of Notary

STATE OF ILLINOIS §
 §
COUNTY OF COOK §

This instrument was acknowledged before me this 23rd day of July, 2002, by Kenneth R. Posner, President of Chart House, Inc., a Delaware corporation, on behalf of said corporation.



Laine B. Drogos
Notary Public, State of Illinois

My Commission Expires:

L A I N E B . D R O G O S
Printed Name of Notary