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11-6-03

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

Tab settings

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

1. Name of conveying party(ies):

DENALI PROPERTIES, L.L.P., SUCCESSOR IN INTEREST TO CHEDDAR'S, INC.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other LIMITED LIABILITY PARTNERSHIP

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

3. Nature of conveyance:

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

Execution Date: November 3, 2003

2. Name and address of receiving party(ies)

Name: BRAZOS RESTAURANT ACQUISITION

Internal Address: CORP.

Street Address: 616 SIX FLAGS DRIVE

City: ARLINGTON State: TX Zip: 76011

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

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) 1343555, 2720689

Additional number(s) attached Yes No

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

Name: c/o Kelly Dybala

Internal Address:

Street Address: 200 Crescent Court, Suite 300

City: Dallas State: TX Zip: 76011

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$ 80.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Mitchell S. Padover Name of Person Signing

Signature

November 3, 2003 Date

Total number of pages including cover sheet, attachments, and document: 4

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

11/10/2003 ECOOPER 00000101 1343555

01 FC:0521 02 FC:0522

40.00 DP 25.00 DP

TRADEMARK REEL: 002861 FRAME: 0594

Refund Ref: 11/10/2003 ECOOPER 00000101

CHECK Refund Total: \$15.00

2003 NOV - 8 AM 7:22 OPR/FINANCE

TRADEMARK ASSIGNMENT

COPY

This TRADEMARK ASSIGNMENT ("Trademark Assignment") dated as of November 3, 2003 ("Effective Date"), is made by and between Brazos Restaurant Acquisition Corp., a Delaware corporation ("Assignor"), and Denali Properties, L.L.P., a Texas registered limited liability partnership and successor in interest to Cheddar's, Inc., a Texas corporation ("Assignee").

WHEREAS, Assignor and Assignee have entered into an Assignment of Intellectual Property, executed on even date herewith, pursuant to which Assignor has agreed to assign to Assignee the Marks (as defined below).

NOW, THEREFORE, for good and valuable consideration, including the promises and covenants set forth in the Assignment of Intellectual Property, the parties agree as follows:

1. **Marks.**

"Marks" shall mean the registered and unregistered trademarks, trade names, service marks, trade dress, logos, slogans and corporate names (including, but not limited to, the names "Cheddar's" and "Fish Daddy's"), together with all translations, adaptations, derivations and combinations thereof and including all goodwill associated therewith, and all applications, registrations and renewals in connection therewith, including, without limitation, those registrations and applications identified on Attachment 1 hereto.

2. **Assignment.**

Assignor hereby assigns, transfers and conveys to Assignee all of its rights, title and interest throughout the world in and to the Marks, and the registrations and applications relating thereto, together with the goodwill of the business symbolized by the Marks and all rights, claims and privileges pertaining thereto, including, without limitation, the right to sue and recover damages for past, present and future infringement thereof, and the right to prosecute and maintain trademark applications and the registrations for the Marks.

* * * * *

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IN WITNESS WHEREOF, the parties have caused this Trademark Assignment to be executed as of the Effective Date.

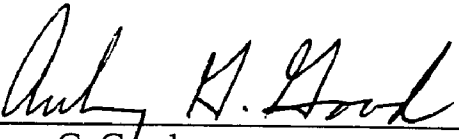
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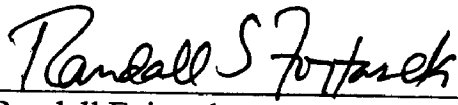
ASSIGNOR:

ASSIGNEE:

DENALI PROPERTIES, L.L.P.

**BRAZOS RESTAURANT
ACQUISITION CORP.**

By: 
Aubrey G. Good
Managing Partner

By: 
Randall Fojtasek
President

ATTACHMENT 1

COPY

TRADEMARKS

Mark	Registration Number	Registration Date
CHEDDAR's	1,343,555	June 18, 1985
FISHDADDY'S SEAFOOD GRILL	2,720,689	June 3, 2003