

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

08/11/2006
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SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the Reg. No. 1439409 should be changed to 1439460 and the nature of the conveyance of all marks from Assignment to Security Interest previously recorded on Reel 003019 Frame 0254. Assignor(s) hereby confirms the Pledgor does hereby assign and grant the Collateral Agent a security interest.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
S.B. Restaurant Co.		01/27/2005	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	ALLIED CAPITAL CORPORATION
Street Address:	401 N MICHIGAN AVENUE
Internal Address:	SUITE 3310
City:	CHICAGO
State/Country:	ILLINOIS
Postal Code:	60611
Entity Type:	CORPORATION: MARYLAND

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Serial Number:	75489648	ELEPHANT BAR RESTAURANT A DINING ADVENTURE
Registration Number:	2415892	ELEPHANT BAR RESTAURANT A DINING ADVENTURE
Registration Number:	1423365	
Registration Number:	1424352	ELEPHANT BAR & RESTAURANT
Registration Number:	1417002	THE ELEPHANT BAR & RESTAURANT
Registration Number:	1439560	ELEPHANT BAR

CORRESPONDENCE DATA

Fax Number: (704)339-3425
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 704-377-8125
Email: jhunter@rbh.com

OP \$165.00 75489648

Correspondent Name:	Jayne C. Hunter
Address Line 1:	101 North Tryon Street
Address Line 2:	Suite 1900
Address Line 4:	Charlotte, NORTH CAROLINA 28242
ATTORNEY DOCKET NUMBER:	12714.01021
NAME OF SUBMITTER:	Jayne C. Hunter
Signature:	/Jayne C. Hunter/
Date:	08/11/2006
Total Attachments: 2 source=Elephant Bar Security Interest#page1.tif source=Elephant Bar Security Interest#page2.tif	

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*original filing
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Form PTO/BB4 (Rev. 03/01) OMB No. 0927-0027 (exp. 5/31/2002) Tab settings

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 document or copy thereof.

<p>1. Name of conveying party(ies): <u>S.B. Restaurant Co.</u></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation/State (California) <input type="checkbox"/> Other</p> <p>Additional name(s) of service provider/assignee? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other</p> <p>Execution Date: <u>January 20, 2005</u></p>	<p>2. Name and address of receiving party(ies) Name: <u>Killer Capital Corporation</u> Internal Address: _____ Address: _____ <u>Street Address: 401 North Michigan Ave. Suite 3810</u> <u>City: Chicago State: IL Zip: 60611</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation/State (Maryland) <input type="checkbox"/> Other _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small></p>
<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) <u>752489, 7524</u></p>	<p>B. Trademark Registration No.(s)</p> <div style="border: 1px solid black; width: 50px; height: 50px; margin: 0 auto; text-align: center; line-height: 50px;"> </div> <p><small>Additional number(s) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small></p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Stephanie Lamberson, Paralegal</u> Internal Address: _____ <u>Robinson, Bradshaw & Hinson P.C.</u> Street Address: <u>101 N. Tryon Street Suite 1900</u> City: <u>Charlotte</u> State: <u>NC</u> Zip: <u>28246</u></p>	<p>6. Total number of applications and registrations involved: <u>3</u></p> <p>7. Total fee (37 CFR 3.41) <u>\$1000</u></p> <p><input type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account (shortage only) <u>See attached fee authorization</u></p> <p>8. Deposit account number: _____</p> <p><small>(Attach duplicate copy of this page if paying by deposit account)</small></p>
<p>DO NOT USE THIS SPACE</p>	
<p>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.</p> <p><u>Stephanie Lamberson, Paralegal</u> Name of Person Signing</p> <p><i>[Signature]</i> Signature</p> <p><u>January 20, 2005</u> Date</p> <p style="text-align: center;">Total number of pages including cover sheet, attachments, and documents: <u>3</u></p> <p style="text-align: center;"><small>Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademark, Box Assignments</small></p>	

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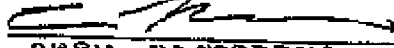
Received 01/27/2005 09:57AM in 05:58 on line [7] for 4000 INCOMING FAX * Pg 6/7
1/27/05 9:57 PAGE 006/007 Fax Server**ASSIGNMENT AND GRANT OF SECURITY INTEREST
IN TRADEMARKS**

WHEREAS, S.B. RESTAURANT CO., a California corporation (the "Pledgor"), is the owner of the trademarks and service marks listed on Schedule A attached hereto, which marks are registered or have pending registrations in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (all such trademarks, service marks, registrations and applications, collectively, the "Trademarks"); and

WHEREAS, the Pledgor has entered into a Security Agreement (as amended, restated, modified or supplemented from time to time, the "Security Agreement"), dated as of December 22, 2004, in which the Pledgor has agreed with Allied Capital Corporation, as Collateral Agent (the "Collateral Agent"), with offices at 401 N. Michigan Avenue, Suite 3310, Chicago, Illinois 60611, to execute this Assignment;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, as security for the payment and performance of the Secured Obligations (as defined in the Security Agreement), the Pledgor does hereby assign and grant to the Collateral Agent a security interest in all of its right, title and interest in and to the Trademarks, and the use thereof, together with all proceeds and products thereof and the goodwill of the businesses symbolized by the Trademarks. This Assignment has been given in conjunction with the assignment and security interest granted to the Collateral Agent under the Security Agreement, and the provisions of this Assignment are without prejudice to and in addition to the provisions of the Security Agreement, which are incorporated herein by this reference.

S.B. RESTAURANT CO.

By: 
CHRIS N. [unclear]




Title: CEO

TRADEMARK

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SCHEDULE A
TRADEMARKS AND TRADEMARK APPLICATIONS

<u>Pledgor</u>	<u>Mark</u>	<u>Application or Registration No.</u>	<u>Country</u>	<u>Issue or Filing Date</u>
S.B. Restaurant Co.	ELEPHANT BAR RESTAURANT A DINING ADVENTURE	2,415,892	United States	Dec. 26, 2000
S.B. Restaurant Co.		1,423,365	United States	Dec. 30, 1986
S.B. Restaurant Co.	(design only) 	1,424,352	United States	Jan. 6, 1987 ¹
S.B. Restaurant Co.	(design only) THE ELEPHANT BAR & RESTAURANT	1,417,002	United States	Nov. 11, 1986
S.B. Restaurant Co.	ELEPHANT BAR	1,439,409	United States	May 12, 1987
S.B. Restaurant Co.	 (design only)	75/489,648	United States	May 22, 1998

TRADEMARK

RECORDED: 08/16/2006

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