

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Brazos Restaurant Acquisition Corp.		08/28/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Cheddar's Casual Cafe, Inc.		
Street Address:	6600 E. Campus Circle Dr. Ste. 560		
City:	Irving		
State/Country:	TEXAS		
Postal Code:	75063		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	76658425	CHEDDAR'S	
CORRESPONDENCE DATA			
Fax Number:	(303)313-2827		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	3032985901		
Email:	ptodenver@gibsondunn.com		
Correspondent Name:	Peter F. Weinberg		
Address Line 1:	1801 California St., Suite 4200		
Address Line 4:	Denver, COLORADO 80202		
ATTORNEY DOCKET NUMBER:	SALE OF CHEDDAR'S		
NAME OF SUBMITTER:	Peter F. Weinberg		
Signature:	/pfw/		
Date:	10/03/2006		

OP \$40.00 76658425

Total Attachments: 3

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "BRAZOS RESTAURANT ACQUISITION CORP.", CHANGING ITS NAME FROM "BRAZOS RESTAURANT ACQUISITION CORP." TO "CHEDDAR'S CASUAL CAFE, INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF AUGUST, A.D. 2006, AT 1:31 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



3648895 8100
060799370

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5004028

DATE: 08-28-06

TRADEMARK
REEL: 003401 FRAME: 0900

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:31 PM 08/28/2006
FILED 01:31 PM 08/28/2006
SRV 060799370 - 3648895 FILE

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
BRAZOS RESTAURANT ACQUISITION CORP.**

August ~~24~~ 2006

The undersigned, on behalf of BRAZOS RESTAURANT ACQUISITION CORP., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify that:

FIRST: The Board of Directors of the Corporation, acting by written consent, duly adopted resolutions setting forth a proposed amendment to the Certificate of Incorporation of the Corporation (this "Certificate of Amendment"), declaring this Certificate of Amendment to be advisable, and directing that this Certificate of Amendment be submitted to the stockholder of the Corporation for its consideration.

SECOND: The stockholder of the Corporation has consented to and adopted this Certificate of Amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: The Certificate of Incorporation of the Corporation is hereby amended by deleting Article First and replacing such Article First as follows:

"FIRST: The name of the Corporation is: Cheddar's Casual Café, Inc."

FOURTH: This Certificate of Amendment has been duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

[Remainder of page intentionally left blank.]

(00246062; 2; 5004-149)

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment as of the date first written above.

BRAZOS RESTAURANT ACQUISITION CORP.

By: 
Name: Douglas H. Rogers
Title: President

{00246062; 2; 5004-149}