

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Specialty Restaurant Group, LLC		01/16/2007	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	General Electric Capital Corporation
Street Address:	8377 East Hartford Drive #200
City:	Scottsdale
State/Country:	ARIZONA
Postal Code:	85255
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 29

Property Type	Number	Word Mark
Registration Number:	2252600	LEAN-A COCINA
Registration Number:	2545516	MARGARI-TIA'S
Registration Number:	2176451	THE REAL TASTE OF TEX-MEX
Registration Number:	1868777	TIA'S
Registration Number:	1728389	TIA'S
Registration Number:	2212233	TOR-TIA WRAPPERS
Registration Number:	1924241	THE FRESH STUFF
Registration Number:	1329876	AMERICAN CAFE
Registration Number:	1967808	MOZZA RITA
Registration Number:	2594807	SILVER SPOON THE AMERICAN CAFE
Registration Number:	1640046	L&N SEAFOOD
Registration Number:	1397222	L & N SEAFOOD GRILL
Registration Number:	2528856	LOCO MAYO FIESTA

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Registration Number:	1963808	MOZZA MARY
Registration Number:	1841529	MOZZARELLA'S
Registration Number:	1841528	MOZZARELLA'S CAFE
Registration Number:	1874374	MOZZARELLA'S
Registration Number:	2537100	SILVER SPOON THE AMERICAN CAFE
Registration Number:	2254726	TASTES OF AMERICA
Registration Number:	1321023	THE AMERICAN CAFE
Registration Number:	1194122	THE AMERICAN CAFE
Registration Number:	1272941	THE AMERICAN CAFE
Registration Number:	2548730	THE AMERICAN CAFE
Registration Number:	1421282	THE AMERICAN CAFE MARKET
Registration Number:	2666520	SILVER SPOON CAFE
Registration Number:	2591766	CAFE MARY
Registration Number:	2578840	LOTTO LUNCH
Registration Number:	2594443	CAFE RITA
Registration Number:	2596032	SRG SPECIALITY RESTAURANT GROUP

CORRESPONDENCE DATA

Fax Number: (206)628-7699
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (206) 628-7677
Email: petermucklestone@dwt.com
Correspondent Name: Peter Mucklestone
Address Line 1: Davis Wright Tremaine LLP
Address Line 2: 1501 Fourth Avenue, Suite 2600
Address Line 4: Seattle, WASHINGTON 98101

ATTORNEY DOCKET NUMBER:	66757-52
NAME OF SUBMITTER:	Kristine Fyfe, Davis Wright Tremaine LLP
Signature:	/kristinefyfe/
Date:	01/17/2007

Total Attachments: 3
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TRADEMARK SECURITY AGREEMENT

THIS TRADEMARK SECURITY AGREEMENT (this “**Agreement**”) is dated January 16, 2007, and is entered into by SPECIALTY RESTAURANT GROUP, LLC, a Delaware limited liability company (“**Debtor**”) in favor of GENERAL ELECTRIC CAPITAL CORPORATION, a Delaware corporation (“**Secured Party**”).

RECITALS

WHEREAS, Debtor executed that certain Security Agreement dated of even date herewith to and in favor of Secured Party (as the same may be renewed, extended, amended, modified, restated, supplemented and in effect from time to time the “**Security Agreement**”) (any and all capitalized terms not defined in this Agreement shall have the meanings ascribed to such term in the Security Agreement);

WHEREAS, Debtor owns certain Trademarks;

WHEREAS, pursuant to the terms of the Security Agreement, Debtor granted to Secured Party a security interest in all of Debtor’s right, title and interest in, to and under all now owned and hereafter acquired Trademarks, together with the goodwill of the business symbolized by Debtor’s Trademarks, and all products and proceeds thereof, to secure the payment of the Indebtedness;

AGREEMENT

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and confessed, Debtor does hereby grant to Secured Party a continuing security interest in all of Debtor’s right, title and interest in, to and under the following (all of the following items or types of property being herein collectively referred to as the “**Trademark Collateral**”), whether presently existing or hereafter created or acquired:

(1) each Trademark, trademark registration (“**Trademark Registration**”) and trademark application (“**Trademark Application**”), including, without limitation, each Trademark, Trademark Registration and Trademark Application referred to in Schedule 1 annexed hereto, together with the goodwill of the business symbolized thereby; and

(2) each Trademark License, including, without limitation, each Trademark License listed in Schedule 1 annexed hereto; and

(3) all products and proceeds of the foregoing, including, without limitation, any claim by Debtor against third parties for past, present or future (a) infringement, dilution or breach of any Trademark, Trademark Registration and Trademark Application, including, without limitation, any Trademark, Trademark Registration and Trademark Application referred to in

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Schedule 1 annexed hereto, and any Trademark Registration issued pursuant to a Trademark Application referred to in Schedule 1 annexed hereto; or (b) injury to the goodwill associated with any Trademark, Trademark Registration and Trademark Application.

This security interest is granted in conjunction with the security interests granted to Secured Party pursuant to the Security Agreement. Debtor hereby acknowledges and affirms that the rights and remedies of Secured Party with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

IN WITNESS WHEREOF, Debtor has caused this Agreement to be duly executed and acknowledged by its duly authorized officer thereunto as of the 16th day of January, 2007.

DEBTOR:

SPECIALTY RESTAURANT GROUP LLC,
a Delaware limited liability company

James H. CarMichael
James H. CarMichael,
President and Chief Executive Officer

ACKNOWLEDGMENT

STATE OF ~~TEXAS~~ Tennessee)
COUNTY OF ~~DALLAS~~ Blount)

This instrument was acknowledged before me this 16th day of January, 2007, by James H. CarMichael, President and Chief Executive Officer of SPECIALTY RESTAURANT GROUP, LLC, a Delaware limited liability company, on behalf of such company.

Brandon Jay Buschell
Notary Public in and for the State of Texas

My commission expires: 12-5-09



**SCHEDULE 1
TO TRADEMARK
SECURITY AGREEMENT**

TRADEMARKS

	<u>U.S. Registration</u>
LEAN-A COCINA	2252600
MARGARI-TIA'S	2545516
THE REAL TASTE OF TEX-MEX	2176451
TIA'S	1868777
TIA'S (STYLIZED)	1728389
TOR-TIA WRAPPERS	2212233
THE FRESH STUFF	1924241
AMERICAN CAFÉ	1329876
MOZZA RITA	1967808
SILVER SPOON THE AMERICAN CAFÉ AND DEVICE	2594807
L&N SEAFOOD	1640046
L&N SEAFOOD GRILL & DEVICE	1397222
LOCO MAYO FIESTA	2528856
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SILVER SPOON THE AMERICAN CAFÉ AND DEVICE	2537100
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THE AMERICAN CAFÉ	1321023
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SILVER SPOON CAFE	2666520
CAFÉ MARY	2591766
LOTTO LUNCH	2578840
CAFÉ RITA	2594443
SRB SPECIALTY RESTAURANT GROUP AND DESIGN	2596032
THE AMERICAN CAFÉ	<u>Maryland Registration Number</u> 1991/S2703