

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Memorandum of Security Interest in Trademarks and Registrations

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Mongolian Operating Company, L.L.C.		03/13/2007	LIMITED LIABILITY COMPANY: MICHIGAN
Mongolian Management and Investment Company, L.L.C.		03/13/2007	LIMITED LIABILITY COMPANY: MICHIGAN

RECEIVING PARTY DATA

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

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	1985482	BD'S MONGOLIAN BARBEQUE
Registration Number:	2011712	BD'S MONGOLIAN BARBEQUE
Registration Number:	2015481	BD'S MONGOLIAN BARBEQUE
Registration Number:	2020605	WE DO IT ON A GRILL
Registration Number:	2064907	BD'S
Registration Number:	2532010	BD'S MONGOLIAN BARBEQUE
Registration Number:	2714403	YOU RULE!
Registration Number:	2898218	BD'S STIR-FRY GRILL
Registration Number:	3099402	WE DO IT IN MONGOLIA
Serial Number:	78795200	BD'S MONGOLIAN GRILL
Serial Number:	78819934	BD'S MONGOLIAN GRILL

OP \$290.00 1985482

CORRESPONDENCE DATA

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Address Line 2: 1650 Farnam Street
Address Line 4: Omaha, NEBRASKA 68102

ATTORNEY DOCKET NUMBER:	MONGOLIAN/GE
NAME OF SUBMITTER:	Pamela S. Flint, Paralegal
Signature:	/Pamela S. Flint/
Date:	03/13/2007


Total Attachments: 3
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**MEMORANDUM OF SECURITY INTEREST IN
TRADEMARKS AND REGISTRATIONS**

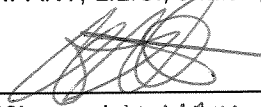
This Memorandum of Security Interest in Trademarks and Registrations evidences and confirms the following:

1. Mongolian Operating Company, L.L.C., a Michigan limited liability company and Mongolian Management and Investment Company, L.L.C., a Michigan limited liability company (collectively, the "Assignors"), for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by Assignor, pursuant to the Equipment Loan and Security Agreement dated March 13, 2007, creates, grants and assigns to General Electric Capital Corporation, a Delaware corporation ("Secured Party"), effective as of March 13, 2007, a continuing security interest in all rights, title, and interest in the names and trademarks identified in Schedule I attached hereto, and the goodwill of the business symbolized by and associated with the trademarks and registrations.
2. This security interest pertains to Assignor's rights everywhere throughout the world.
3. Assignors have not granted any assignment, mortgage, license or other interest effecting their rights and/or the property herein conveyed to any third party. Assignors have the full right to enter into and convey the rights described in the Loan and Security Agreement and this Memorandum of Security Agreement.

MONGOLIAN OPERATING COMPANY, L.L.C., a
Michigan limited liability company

By: 
Name: WILLIAM T DOWNS III
Its: LEO

MONGOLIAN MANAGEMENT AND INVESTMENT
COMPANY, L.L.C., a Michigan limited liability company

By: 
Name: WILLIAM T DOWNS III
Its: LEO

SCHEDULE I

TRADEMARKS

U.S. Registrations

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
BD'S MONGOLIAN BARBEQUE	1985482	July 9, 1996
BD'S MONGOLIAN BARBEQUE AND DESIGN	2011712	October 29, 1996 ¹
BD'S MONGOLIAN BARBEQUE AND DESIGN	2015481	November 12, 1996
WE DO IT ON A GRILL	2020605	December 3, 1996
BD'S	2064907	May 27, 1997
BD'S MONGOLIAN BARBECUE AND DESIGN	2532010	January 22, 2002
YOU RULE!	2714403	May 6, 2003
BD'S STIR-FRY GRILL & DESIGN	2898218	October 26, 2004
WE DO IT IN MONGOLIA	3099402	May 30, 2006

<u>Mark</u>	<u>Application No.</u>	<u>Filing Date</u>
BD'S MONGOLIAN GRILL	78795200	January 19, 2006
BD'S MONGOLIAN GRILL & DESIGN	78819934	February 21, 2006

Canadian Registrations

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
BD'S MONGOLIAN BARBEQUE	511948	May 18, 1999
BD'S MONGOLIAN BARBECUE AND DESIGN	514501	August 16, 1999
BD'S MONGOLIAN BARBEQUE & FLAME DESIGN	603952	March 3, 2004

¹ To the extent, if any, that the listed trademark and registration are still in effect.

China Applications

<u>Mark</u>	<u>Registration No.</u>	<u>Filing Date</u>
BD'S MONGOLIAN BARBEQUE & FLAME DESIGN	4521321	March 3, 2005
BD'S MONGOLIAN BARBEQUE & FLAME DESIGN	4521320	March 3, 2005
BD'S MONGOLIAN BARBEQUE & FLAME DESIGN	4521319	March 3, 2005
BD'S	4521324	March 3, 2005
BD'S	4521323	March 3, 2005
BD'S	4512322	March 3, 2005

Mongolia Registrations

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
BD'S MONGOLIAN BARBEQUE	5168	March 7, 2005
BD'S MONGOLIAN BARBEQUE & FLAME DESIGN	5169	March 7, 2005