

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
Cafe Rio, Inc.		02/28/2007	CORPORATION: UTAH

RECEIVING PARTY DATA

Name:	Zions First National Bank
Street Address:	10 East South Temple, Suite 200
Internal Address:	Zions Bank Building
City:	Salt Lake City
State/Country:	UTAH
Postal Code:	84133
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	3122594	
Registration Number:	3081609	
Registration Number:	3204242	CAFE RIO
Registration Number:	3194740	CAFE RIO
Registration Number:	3194739	CAFE RIO
Registration Number:	3184160	CAFE RIO
Registration Number:	2668739	CAFE RIO
Registration Number:	2671574	CAFE RIO
Registration Number:	2389800	CAFE RIO
Registration Number:	2568555	
Registration Number:	2551248	
Registration Number:	2262789	CAFE RIO MEXICAN GRILL

CORRESPONDENCE DATA

900072408

**TRADEMARK
 REEL: 003505 FRAME: 0648**

OP \$315.00 3122594

Fax Number: (801)364-9127
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 801-530-7346
Email: bemorris@cnmlaw.com
Correspondent Name: Bradley E. Morris
Address Line 1: 10 East South Temple, Suite 900
Address Line 2: Zions Bank Building
Address Line 4: Salt Lake City, UTAH 84133

ATTORNEY DOCKET NUMBER:	ZL321.022011
NAME OF SUBMITTER:	Bradley E. Morris
Signature:	/Bradley E. Morris/
Date:	03/22/2007

Total Attachments: 3
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GRANT OF SECURITY INTEREST

TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of February 28, 2007, executed by Café Rio, Inc., a Utah corporation ("Debtor"), in favor of Zions First National Bank ("Secured Party").

A. Reference is made to a Security Agreement, dated as of February 28, 2007 (the "Security Agreement"), by and between Debtor and Secured Party, the terms and provisions of which are hereby incorporated herein as if fully set forth herein.

B. Debtor has adopted, used and is using the trademarks, more particularly described on Schedule 1 annexed hereto as part hereof, which trademarks are registered in the United States Patent and Trademark Office (collectively, the "Trademarks");

C. Schedule 1 hereto constitutes a complete list, as of the date hereof, of registrations or applications for registrations of Trademarks in or to which Debtor has any right, title, interest, claim or demand.

D. Debtor hereby grants to Secured Party a security interest in all right, title and interest of Debtor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the customer lists and records related to the Trademarks and the applications and registrations thereof, and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the payment, performance and observance of the Obligations, as defined in the Security Agreement, the terms and provisions of which are hereby incorporated herein as if fully set forth herein.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Debtor does hereby further grant to Secured Party a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

Debtor does hereby further acknowledge and affirm that the rights and remedies of Secured Party with respect to the security interest in the Collateral granted hereby are more fully set forth in the Security Agreement.

Secured Party's address is: Zions First National Bank
Commercial Banking Division
10 East South Temple, Suite 200
Salt Lake City, Utah 84133
Attention: Michael Brough

IN WITNESS WHEREOF, Debtor has caused this instrument to be executed as of the day and year first above written.

CAFÉ RIO, INC.

By: 

Name: Robert T. Nilsen

Title: President and Chief Executive Officer

SCHEDULE 1 TO GRANT OF SECURITY INTEREST

TRADEMARKS

<u>Mark</u>	<u>Registration Date</u>	<u>Registration No.</u>
Design Mark	2006-08-01	3122594
Design Mark	2006-04-18	3081609
CAFE RIO	2007-01-30	3204242
CAFE RIO	2007-01-02	3194740
CAFE RIO	2007-01-02	3194739
CAFE RIO	2006-12-12	3184160
CAFE RIO	2002-12-31	2668739
CAFE RIO	2003-01-07	2671574
CAFE RIO	2000-09-26	2389800
Design Mark	2002-05-07	2568555
Design Mark	2002-03-19	2551248
CAFE RIO MEXICAN GRILL	1999-07-20	2262789