

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Advance Food Company, Inc.		03/16/2007	CORPORATION: OKLAHOMA

RECEIVING PARTY DATA

Name:	Wachovia Bank, National Association, as Administrative Agent
Street Address:	201 South College Street
Internal Address:	CP-8
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28288-0680
Entity Type:	national banking association: UNITED STATES

Name:	Wachovia Bank, National Association, as Control Agent
Street Address:	201 South College Street
Internal Address:	CP-8
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28288-0680
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 48

Property Type	Number	Word Mark
Registration Number:	3124403	PHILLY FREEDOM PREMIUM PHILLY-STYLE STEAKS
Registration Number:	3121529	PHILLY FREEDOM
Registration Number:	2996125	TASTY FILLET
Registration Number:	2990141	MUNCHEZE
Registration Number:	2990140	MUNCHEZE BREADED APPETIZERS
Registration Number:	2896934	VINCELLO VEAL

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Registration Number:	2888491	TASTY STEAK
Registration Number:	2885850	THE COUNTRY FRIED STEAK EXPERTS
Registration Number:	2804582	KITCHEN SENSATIONS
Registration Number:	2804581	KITCHEN SENSATIONS
Registration Number:	2866192	VINCELLO VEAL
Registration Number:	2867554	SERVING UP SUCCESS
Registration Number:	2928368	VEAL PETITE OSSO BUCO
Registration Number:	2968824	VEAL PETITE RACKS
Registration Number:	2726469	SMARTSERVE
Registration Number:	2731225	SMARTSERVE
Registration Number:	2681727	KITCHEN SENSATIONS
Registration Number:	2484613	AWESOME ANGUS
Registration Number:	2362399	VEAL MARINETTE
Registration Number:	2362398	VEAL ITALIETTE
Registration Number:	2486586	SMARTSERVE
Registration Number:	2463199	SMARTSERVE
Registration Number:	2417880	SINDIE'S QUALITY FOODS
Registration Number:	2176679	Q QUIK-TO-FIX FOODS
Registration Number:	1863397	MESQUITE BROIL
Registration Number:	1903684	BREAKFAST PALS
Registration Number:	1693360	REDI RIBS
Registration Number:	1669611	TASTYRIB
Registration Number:	1662616	CHAR D'OEUVRE
Registration Number:	1558271	CHARSTEAKS
Registration Number:	1537518	TEJITA BITES
Registration Number:	1537517	TEJITAS
Registration Number:	1567718	CRISP N TENDER
Registration Number:	1479792	TENDERBROIL
Registration Number:	1480931	GORGES
Registration Number:	1332465	IT'S THE VEAL THING
Registration Number:	1296605	IT'S THE VEAL THING
Registration Number:	1040675	QUIK-TO-FIX
Registration Number:	2440602	KING B THE KING OF BELGIAN WAFFLES
Serial Number:	78710802	EXCLUSIVE CUT
Serial Number:	78710795	THE LEGEND COUNTRY FRIED STEAK

Serial Number:	78710791	THE LEGEND
Serial Number:	78372175	PUB STYLE BURGER
Serial Number:	78372161	PUB STEAK BURGER
Serial Number:	78284577	CHOMPS TAKE A BITE!
Serial Number:	78284476	CHOMPS
Serial Number:	76653515	54TH STREET DELI FROM ADVANCE FOOD COMPANY
Serial Number:	78284491	CHOMPS TAKE A BITE

CORRESPONDENCE DATA

Fax Number: (919)416-8363
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 9192868041
Email: pto_tmconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 430 Davis Drive
Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	512485.1573NTADVANCE2EAR
NAME OF SUBMITTER:	Ellen A. Rubel
Signature:	/Ellen A. Rubel/
Date:	03/26/2007

Total Attachments: 5
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Second Lien Security Agreement dated as of March 16, 2007 (the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors"), Wachovia Bank, National Association, as Administrative Agent (the "Administrative Agent") for the lenders referenced therein (the "Lenders") and Wachovia Bank, National Association, as Control Agent for the Administrative Agent (for the benefit of the Lenders), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark</u>	<u>Date of Trademark</u>
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See Attached Schedule 1

TRADEMARK APPLICATIONS

<u>Trademark Application No.</u>	<u>Description of Trademark Applied For</u>	<u>Date of Trademark Application</u>
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See Attached Schedule 1

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

ADVANCE FOOD COMPANY, INC.,
an Oklahoma corporation

By: W. Frank Merritt
Name: W. Frank Merritt
Title: VP, Asst. Secretary & CFO

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: _____
Name: _____
Title: _____

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Control Agent

By: _____
Name: _____
Title: _____

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

ADVANCE FOOD COMPANY, INC.,
an Oklahoma corporation

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: Beth Rue
Name: Beth Rue
Title: Vice President

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Control Agent

By: Beth Rue
Name: Beth Rue
Title: Vice President

Schedule 1

Advance Food Company, Inc.
(Oklahoma Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
PHILLY FREEDOM PREMIUM PHILLY-STYLE STEAKS	3124403	8/1/06
PHILLY FREEDOM	3121529	7/25/06
TASTY FILLET	2996125	9/13/05
MUNCHEEZE	2990141	8/30/05
MUNCHEEZE BREADED APPETIZERS and Design	2990140	8/30/05
VINCELLO VEAL and Design	2896934	10/26/04
TASTY STEAK	2888491	9/28/04
THE COUNTRY FRIED STEAK EXPERTS	2885850	9/21/04
KITCHEN SENSATIONS and Design	2804582	1/13/04
KITCHEN SENSATIONS	2804581	1/13/04
VINCELLO VEAL	2866192	7/27/04
SERVING UP SUCCESS	2867554	7/27/04
VEAL PETITE OSSO BUCO	2928368	2/22/05
VEAL PEITE RACKS	2968824	7/12/05
SMARTSERVE	2726469	6/17/03
SMARTSERVE	2731225	7/1/03
KITCHEN SENSATIONS	2681727	1/28/03
AWESOME ANGUS	2484613	9/4/01
VEAL MARINETTE	2362399	6/27/00
VEAL ITALIETTE	2362398	6/27/00
SMARTSERVE	2486586	9/11/01
SMARTSERVE	2463199	6/26/01
SINDIE'S QUALITY FOODS	2417880	1/2/01
Q QUIK-TO-FIX FOODS and Design	2176679	7/28/98
MESQUITE BROIL	1863397	11/15/94
BREAKFAST PALS	1903684	7/4/95
REDI RIBS	1693360	6/9/92
TASTYRIB	1669611	12/24/91
CHAR D'OEUVRE	1662616	10/29/91
CHARSTEAKS	1558271	9/26/89
TEJITA BITES	1537518	5/2/89

Mark	Registration No.	Registration Date
TEJITAS	1537517	5/2/89
CRISP N TENDER	1567718	11/21/89
TENDERBROIL	1479792	3/8/88
GORGES	1480931	3/15/88
IT'S THE VEAL THING and Design	1332465	4/23/85
IT'S THE VEAL THING	1296605	9/18/84
QUIK-TO-FIX and Design	1040675	6/1/76
KING B THE KING OF BELGIAN WAFFLES	2440602	4/3/01

Pending Applications

Mark	Application No.	Filing Date
EXCLUSIVE CUT	78710802	9/12/05
THE LEGEND CONTRY FRIED STEAK and Design	78710795	9/12/05
THE LEGEND	78710791	9/12/05
PUB STYLE BURGER	78372175	2/23/04
PUB STEAK	78372161	2/23/04
CHOMPS TAKE A BITE! And Design	78284577	8/7/03
CHOMPS	78284476	8/7/03
54TH STREET DELI FROM ADVANCE FOOD COMPANY and Design	76653515	1/17/06
CHOMPS TAKE A BITE	78284491	8/7/03