

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Memorandum of Security Interest in Trademarks and Registrations		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Donick Holdings, Inc.		10/15/2008	CORPORATION:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	General Electric Capital Corporation		
<b>Street Address:</b>	8377 East Hartford Drive		
<b>Internal Address:</b>	Suite 200		
<b>City:</b>	Scottsdale		
<b>State/Country:</b>	ARIZONA		
<b>Postal Code:</b>	85255		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2536588	BE HAPPY INSIDE	
Registration Number:	2687933	BOSTON BLACKIES	
Registration Number:	2694719	BOSTON BLACKIE'S BURGER	
Registration Number:	3082589	BOSTON BLACKIES	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(402)346-1148		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	402-346-6000		
<b>Email:</b>	pamela.flint@kutakrock.com		
<b>Correspondent Name:</b>	Pamela Flint, Paralegal		
<b>Address Line 1:</b>	1650 Farnam Street		
<b>Address Line 2:</b>	Kutak Rock LLP		
<b>Address Line 4:</b>	Omaha, NEBRASKA 68102		
<b>ATTORNEY DOCKET NUMBER:</b>	DONICK HOLDINGS		

OP \$115.00 2536588

NAME OF SUBMITTER:	Pamela S. Flint, Paralegal
Signature:	/Pamela S. Flint/
Date:	10/20/2008
<b>Total Attachments: 3</b> source=Donick Holdings PTO1_1#page1.tif source=Donick Holdings PTO1_2#page1.tif source=Donick Holdings PTO1_3#page1.tif	

## MEMORANDUM OF SECURITY INTEREST IN TRADEMARKS AND REGISTRATIONS

This Memorandum of Security Interest in Trademarks and Registrations is made as of October 15, 2008 and evidences and confirms the following:

1. **DONICK HOLDINGS, INC.**, an Illinois corporation ("*Debtor*"), for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by Grantor, pursuant to the Intellectual Property Security Agreement dated as of the date hereof, creates, grants and assigns to **GENERAL ELECTRIC CAPITAL CORPORATION**, a Delaware corporation ("*Secured Party*"), effective as of the date hereof, 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 (the "*Security Agreement*").
2. This security interest pertains to Grantor's rights everywhere throughout the world.
3. Grantor has not granted any assignment, mortgage, license or other interest effecting their rights and/or the property herein conveyed to any third party. Grantor have the full right to enter into and convey the rights described in the Security Agreement.

[SIGNATURE PAGE TO FOLLOW]

Contract No. 15503001  
Asset Nos. 056453 et al.

  
**DONICK HOLDINGS, INC.**, an Illinois corporation

By: \_\_\_\_\_  
Printed Name: NICK GIANNIS  
Its: PRESIDENT  
Date Signed: 10 - 7, 2008

Principal Place of Business and Address for Notices:  
801 West Adams Street  
Chicago, IL 60607-3035

Contract No. 15503001  
Asset Nos. 056453 et al.

**SCHEDULE I**  
**PATENTS, TRADEMARKS AND COPYRIGHTS**

**U.S. Registrations**

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
Be Happy Inside	2,536,588	2/5/2002
Boston Blackies (Name)	2,687,933	2/18/2003
Boston Blackie's Burger	2,694,719	3/11/2003
Boston Blackie's (Mark)	3,082,589	4/18/2006

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Contract No. 15503001  
Asset Nos. 056453 et al.

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**RECORDED: 10/20/2008**

**TRADEMARK**  
**REEL: 003873 FRAME: 0604**