

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A., successor in interest to U.S. TRUST COMPANY OF CALIFORNIA, N.A.		12/09/2008	CORPORATION: CALIFORNIA

**RECEIVING PARTY DATA**

Name:	AMERICAN RESTAURANT GROUP, INC.
Street Address:	4410 El Camino Real
Internal Address:	Suite 201
City:	Los Altos
State/Country:	CALIFORNIA
Postal Code:	94022
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 7**

Property Type	Number	Word Mark
Registration Number:	1511302	VELVET TURTLE
Registration Number:	2161727	SA
Registration Number:	1063552	STUART ANDERSON'S CATTLE COMPANY
Registration Number:	1152752	STUART ANDERSON'S BLACK ANGUS
Registration Number:	1173706	STUART ANDERSON'S BLACK ANGUS/CATTLE COMPANY RESTAURANTS
Registration Number:	1255615	STUART ANDERSON'S
Registration Number:	1464994	

**CORRESPONDENCE DATA**

Fax Number: (212)558-3588  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 212-558-7763

**900122848**

**TRADEMARK  
 REEL: 003905 FRAME: 0072**

**OP \$190.00 1511302**

Email: fishermf@sullcrom.com, nguyenb@sullcrom.com  
Correspondent Name: Melissa F. Fisher  
Address Line 1: Sullivan & Cromwell LLP  
Address Line 2: 125 Broad Street  
Address Line 4: New York, NEW YORK 10004

ATTORNEY DOCKET NUMBER:	019588/0010
NAME OF SUBMITTER:	Melissa F. Fisher
Signature:	/Melissa Fisher/
Date:	12/16/2008

**Total Attachments: 4**

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## TERMINATION AND RELEASE OF SECURITY INTERESTS IN TRADEMARK RIGHTS

This TERMINATION AND RELEASE OF SECURITY INTERESTS IN TRADEMARK RIGHTS (this "Termination and Release"), dated as of December 9, 2008 is granted by THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A., successor in interest to U.S. TRUST COMPANY OF CALIFORNIA, N.A., a California corporation, located at 101 Barclay Street, 8 West, New York, New York, 10286, as collateral agent (the "Collateral Agent") for certain banks and other financial institutions, in favor of AMERICAN RESTAURANT GROUP, INC., a Delaware corporation with its principal place of business located at 4410 El Camino Real, Suite 201, Los Altos, CA 94022 and its Subsidiaries (the "Releasees").

WHEREAS, pursuant to that certain Trademark Collateral Security Agreement, dated as of February 25, 1998, made by the Releasees in favor of the Collateral Agent, (the "Trademark Security Agreement"), the Releasees granted a security interest (the "Security Interest") in and to certain Collateral (as defined in the Trademark Security Agreement) including without limitation the trademarks set forth on Schedule A (together, the "Trademark Collateral");

WHEREAS, the Security Interest was recorded in the United States Patent and Trademark Office on May 5, 1998, at Reel 1769 and Frame 0342; and

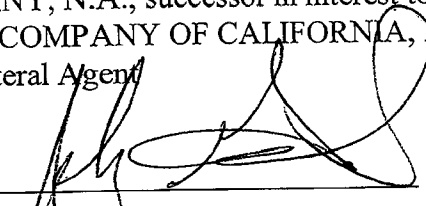
WHEREAS, the Collateral Agent now desires to terminate and release the entirety of its Security Interest in and to the Trademark Collateral;

NOW, THEREFORE, for good and valuable consideration, including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark Collateral, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Collateral Agent hereby states as follows:

1. Definitions. The Term "Subsidiaries" means: ARG Enterprises, Inc.; ARG Property Management Corporation; Grandy's, Inc.; Spectrum Foods, Inc.; Local Favorite, Inc.; and Spoons Restaurants, Inc.
2. Release of Security Interest. The Collateral Agent hereby irrevocably and forever terminates, releases and discharges the entirety of its Security Interest in and to the Trademark Collateral, and any right, title or interest the Collateral Agent may have in and to such Trademark Collateral shall hereby cease and become void.
3. Further Assurances. The Collateral Agent hereby agrees to duly execute, acknowledge and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the Security Interest contemplated hereby.
4. Choice of Law. This Termination and Release shall be governed by the laws of the State of New York.

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first written above.

THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A., successor in interest to U.S. TRUST COMPANY OF CALIFORNIA, N.A., as Collateral Agent

By: 

Name: JOHN GUILIANO

Title: AUTHORIZED SIGNER

[Termination and Release Signature Page]

STATE OF New York )  
COUNTY OF New York )

ss.:

On this 9<sup>th</sup> day of December 2008, before me, the undersigned, a notary public in and for said state and county, personally appeared John Guiliano, personally known to me (or proved to me on the basis of satisfactory evidence), to be the individual who executed the foregoing instrument on behalf of THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A., successor in interest to U.S. TRUST COMPANY OF CALIFORNIA, N.A., a California Corporation, as the Authorized Signer of such corporation and acknowledged to me that the execution and delivery of said instrument was duly authorized by said corporation.

  
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Notary Public

(Affix Seal Below)

CAROLINA KOLIK  
Notary Public, State of New York  
No. 01KO6173055  
Qualified in Kings County  
Commission Expires 08/20/2011

Schedule A

**United States Trademark Registrations**

<b>Trademark</b>	<b>Registration Number</b>
VELVET TURTLE	1,511,302
SA	2,161,727
STUART ANDERSON'S CATTLE COMPANY	1,063,552
STUART ANDERSON'S BLACK ANGUS	1,152,752
STUART ANDERSON'S BLACK ANGUS/CATTLE COMPANY RESTAURANTS	1,173,706
STUART ANDERSON'S	1,255,615
CROUCHING COWBOY & Design	1,464,994