

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Red Robin International, Inc.		01/05/2009	CORPORATION: NEVADA
RECEIVING PARTY DATA			
Name:	Red Robin Foundation		
Street Address:	6312 South Fiddlers Green Circle		
Internal Address:	Suite 200 North		
City:	Greenwood Village		
State/Country:	COLORADO		
Postal Code:	80111		
Entity Type:	FOUNDATION: COLORADO		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3531718	U-ACT	
CORRESPONDENCE DATA			
Fax Number:	(206)682-6031		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	206-622-4900		
Email:	KevinC.docketing@SeedIP.com		
Correspondent Name:	Kevin S. Costanza		
Address Line 1:	701 Fifth Avenue		
Address Line 2:	Suite 5400		
Address Line 4:	Seattle, WASHINGTON 98104		
ATTORNEY DOCKET NUMBER:	790017.397		
NAME OF SUBMITTER:	Kevin S. Costanza		
Signature:	/Kevin S. Costanza/		

CH \$40.00 3531718

Date:

01/06/2009

Total Attachments: 1

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ASSIGNMENT


WHEREAS, Red Robin International, Inc., a Nevada corporation having a principal place of business at 6312 South Fiddlers Green Circle, Suite 200 North, Greenwood Village, Colorado 80111 ("Assignor") has adopted and used in its business the trademark "U-ACT" ("Trademark"), which is registered in the United States Patent and Trademark Office under Registration No. 3,531,718 ("Registration"), which issued November 11, 2008;

WHEREAS, Red Robin Foundation, a non-profit corporation of the State of Colorado having a principal place of business at 6312 South Fiddlers Green Circle, Suite 200 North, Greenwood Village, Colorado 80111 ("Assignee"), is desirous of acquiring said Trademark and ownership of said Registration.

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN:

Be it known that for and in consideration of One Dollar (\$1.00) and other good and valuable consideration to it paid, the receipt and sufficiency of which are hereby acknowledged, effective as of January 1, 2009, said Assignor, by these presents, does sell, assign and transfer unto said Assignee the entire right, title and interest in and to said Trademark, Registration, the goodwill of the business in connection with which said Trademark is used, all claims for damages by reason of past infringement of said Trademark and Registration, and the right to sue for and collect such damages.

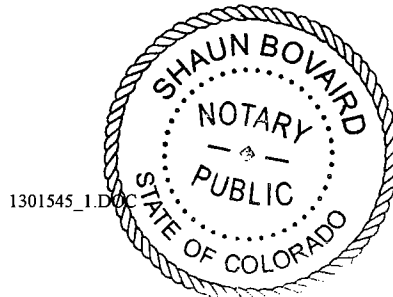
January 5, 2009
Date

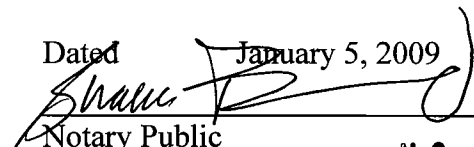


John W. Grant
Vice President and Assistant Secretary

State of Colorado)
County of Arapahoe)

I certify that I know or have satisfactory evidence that John W. Grant signed this instrument, on oath stated that he/she was authorized to execute the instrument, and acknowledged it as the Vice President and Assistant Secretary for Red Robin International, Inc. to be the free and voluntary act of such corporation for the uses and purposes mentioned in the instrument.



Dated January 5, 2009


Notary Public
My appointment expires _____
My Commission Expires 5-19-2009