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
Seminole Hard Rock Entertainment, Inc.		03/05/2007	CORPORATION: FLORIDA
Seminole Hard Rock International, LLC		03/05/2007	LIMITED LIABILITY COMPANY: FLORIDA
Hard Rock Cafe International (USA), Inc.		03/05/2007	CORPORATION: FLORIDA

RECEIVING PARTY DATA

Name:	U.S. Bank National Association, as Collateral Agent
Street Address:	500 West Cyprus Creek Road
City:	Fort Lauderdale
State/Country:	FLORIDA
Postal Code:	33309
Entity Type:	National Banking Association:

PROPERTY NUMBERS Total: 17

Property Type	Number	Word Mark
Registration Number:	3744716	SLEEP LIKE A ROCK
Serial Number:	77778279	HARD ROCK GAMING
Serial Number:	77778305	HARD ROCK BINGO
Serial Number:	77778226	ROCK WALL
Serial Number:	77778238	HARD ROCK CASINO
Serial Number:	77778274	HARD ROCK POKER
Serial Number:	77814374	ALL IS ONE
Serial Number:	77814340	LOVE ALL SERVE ALL
Serial Number:	77814356	SAVE THE PLANET
Serial Number:	77848794	ROCK YOUR STAY
Serial Number:	77867453	NEW YEARS EVE GUITAR DROP HARD ROCK CAFE

OP $440.00 3744716

Serial Number:	77867400	ROCKLAMATION
Serial Number:	77873766	VELVET SESSIONS
Serial Number:	77922769	EDEN
Serial Number:	77922752	HIVE
Serial Number:	77932551	HARD ROCK AT THE FALLS
Serial Number:	77938786	THE SOUND OF YOUR STAY

CORRESPONDENCE DATA

Fax Number: (407)445-7630

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 407-445-7625

Email: ipenforcement@hardrock.com

Correspondent Name: Rebecca L Roby

Address Line 1: 6100 Old Park Lane

Address Line 2: Hard Rock Cafe International (USA), Inc.

Address Line 4: Orlando, FLORIDA 32835

NAME OF SUBMITTER:	Rebecca L. Roby
Signature:	/rlr/
Date:	03/23/2010

Total Attachments: 10

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Trademark Security Agreement

Trademark Security Agreement, dated as of March 5, 2007, by Seminole Hard Rock Entertainment, Inc, Seminole Hard Rock International, LLC and Hard Rock Cafe International (USA), Inc, (individually, a "Pledgor", and, collectively, the "Pledgors"), in favor of U.S. Bank National Association, in its capacity as collateral agent pursuant to the Security Agreement (in such capacity, the "Collateral Agent").

WITNESSETH:

WHEREAS, the Pledgors are party to a Security Agreement of even date herewith (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Security Agreement") in favor of the Collateral Agent pursuant to which the Pledgors are required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Collateral Agent, for the benefit of the Secured Parties, to enter into the Security Agreement, the Pledgors hereby agree with the Collateral Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. Grant of Security Interest in Trademark Collateral. Each Pledgor hereby pledges and grants to the Collateral Agent for the benefit of the Secured Parties a lien on and security interest in and to all of its right, title and interest in, to and under all the following Pledged Collateral of such Pledgor:

(a) Trademarks of such Pledgor listed on Schedule I attached hereto;

(b) all Goodwill associated with such Trademarks; and

(c) all Proceeds of any and all of the foregoing (other than Excluded Property).

SECTION 3. Security Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Collateral Agent pursuant to the Security Agreement, and Pledgors hereby acknowledge and affirm that the rights and remedies of the Collateral Agent with respect to the security interest in the Trademarks made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control.

SECTION 4. Termination. Upon the payment in full of the Secured Obligations and termination of the Security Agreement, the Collateral Agent shall execute, acknowledge, and deliver to the Pledgors an instrument in writing in recordable form releasing the collateral pledge, grant, assignment, lien and security interest in the Trademarks under this Trademark Security Agreement.

SECTION 5. Counterparts. This Trademark Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Trademark Security Agreement by signing and delivering one or more counterparts.

[signature page follows]

IN WITNESS WHEREOF, each Pledgor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

Very truly yours,

HARD ROCK CAFE INTERNATIONAL (USA) INC.

By: _____
Name: HAMISH DODDS
Title: PRESIDENT

[trademark security agreement]

Accepted and Agreed:

U.S. BANK NATIONAL ASSOCIATION,
as Collateral Agent

By: _____
Name: Scott A. Schuhle
Title: Vice President

[*trademark security agreement*]

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT
TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

Trademark Registrations:

Hard Rock CAFE International (USA), Inc.	SC3000006123	HARD ROCK CAFE & DESIGN
Hard Rock CAFE International (USA), Inc.	SC3000006122	HARD ROCK CAFE & DESIGN
Hard Rock CAFE International (USA), Inc.	SC3000006299	HARD ROCK CAFE
Hard Rock CAFE International (USA), Inc.	Pending - 78/740,533	HARD ROCK PARK
Hard Rock CAFE International (USA), Inc.	Pending - 78/756,044	HARD ROCK PARK & DESIGN
Hard Rock CAFE International (USA), Inc.	2,499,114	HARD ROCK CASINO
Hard Rock CAFE International (USA), Inc.	3,144,793	BODY ROCK
Hard Rock CAFE International (USA), Inc.	Pending - 78/895,911	HROCK
Hard Rock CAFE International (USA), Inc.	2,655,039	CAMP LIL'ROCK
Hard Rock CAFE International (USA), Inc.	Pending - 78/699,336	THE APARTMENT
Hard Rock CAFE International (USA), Inc.	Pending - 78/882,641	AMBASSADORS OF ROCK & Design
Hard Rock CAFE International (USA), Inc.	Pending - 78/934,713	MAXI BAR
Hard Rock CAFE International (USA), Inc.	2,561,989	HARD ROCK LIVE
Hard Rock CAFE International (USA), Inc.	2,771,895	HARD ROCK LIVE & DESIGN
Hard Rock CAFE International (USA), Inc.	Pending - 78/729,700	ROCK SHOP
Hard Rock CAFE International (USA), Inc.	3,081,882	HARD ROCK CAFE & DESIGN

Hard Rock CAFE International (USA), Inc.	2,814,205	HARD ROCK VAULT
Hard Rock CAFE International (USA), Inc.	Pending - 78/228,714	ULTIMATE ALTITUDE BUZZ
Hard Rock CAFE International (USA), Inc.	Pending - 78/423,932	HARD ROCK BAR
Hard Rock CAFE International (USA), Inc.	2,725,918	MUSIC FOR LIFE
Hard Rock CAFE International (USA), Inc.	Pending - 78/699,321	ROCK SPA
Hard Rock CAFE International (USA), Inc.	2,349,579	HARD ROCK LIVE
Hard Rock CAFE International (USA), Inc.	2,349,580	HARD ROCK LIVE & DESIGN
Hard Rock CAFE International (USA), Inc.	2,589,942	VELVET
Hard Rock CAFE International (USA), Inc.	Pending - 78/799,401	AMBASSADORS OF ROCK
Hard Rock CAFE International (USA), Inc.	2,789,028	HARD ROCK CASINO
Hard Rock CAFE International (USA), Inc.	2,324,683	CAVERN CLUB
Hard Rock CAFE International (USA), Inc.	2,363,818	HARD ROCK LIVE
Hard Rock CAFE International (USA), Inc.	2,349,514	HARD ROCK LIVE & DESIGN
Hard Rock CAFE International (USA), Inc.	2,375,996	HARD ROCK LIVE & DESIGN
Hard Rock CAFE International (USA), Inc.	1,713,000	LOVE ALL, SERVE ALL
Hard Rock CAFE International (USA), Inc.	Pending - 78/969,067	HRH
Hard Rock CAFE International (USA), Inc.	Pending - 78/973,381	HARD ROCK HOTEL & DESIGN
Hard Rock CAFE International (USA), Inc.	2,373,803	HARD ROCK LIVE
Hard Rock CAFE International (USA), Inc.	2,031,803	HARD ROCK HOTEL
Hard Rock CAFE International (USA), Inc.	2,478,328	HARD ROCK

Hard Rock CAFE International (USA), Inc.	2,052,776	HARD ROCK CAFE & DESIGN
Hard Rock CAFE International (USA), Inc.	394	HARD ROCK CAFE
Hard Rock CAFE International (USA), Inc.	86/708	HARD ROCK CAFE & DESIGN
Hard Rock CAFE International (USA), Inc.	91/395	HARD ROCK CAFE & DESIGN
Hard Rock CAFE International (USA), Inc.	91/396	HARD ROCK CAFE & DESIGN
Hard Rock CAFE International (USA), Inc.	1,398,940	HARD ROCK CAFE & DESIGN
Hard Rock CAFE International (USA), Inc.	1,504,905	HARD ROCK CAFE & DESIGN
Hard Rock CAFE International (USA), Inc.	1,397,180	HARD ROCK CAFE
Hard Rock CAFE International (USA), Inc.	1,492,907	HARD ROCK CAFE & DESIGN
Hard Rock CAFE International (USA), Inc.	2,038,391	HARD ROCK CAFE & DESIGN
Hard Rock CAFE International (USA), Inc.	2,006,584	HARD ROCK CAFE & DESIGN
Hard Rock CAFE International (USA), Inc.	2,029,866	HARD ROCK HOTEL & DESIGN
Hard Rock CAFE International (USA), Inc.	1,549,089	HARD ROCK TIMES
Hard Rock CAFE International (USA), Inc.	1,504,904	HARD ROCK CAFE
Hard Rock CAFE International (USA), Inc.	1,635,792	HARD ROCK CAFE & DESIGN
Hard Rock CAFE International (USA), Inc.	1,408,637	HARD ROCK CAFE & DESIGN
Hard Rock CAFE International (USA), Inc.	2,047,974	HARD ROCK CAFE
Hard Rock CAFE International (USA), Inc.	2,029,855	HARD ROCK HOTEL
Hard Rock CAFE International (USA), Inc.	1,909,483	HARD ROCK HOTEL
Hard Rock CAFE International (USA), Inc.	2,038,394	HARD ROCK HOTEL

Hard Rock CAFE International (USA), Inc.	2,029,870	HARD ROCK HOTEL
Hard Rock CAFE International (USA), Inc.	3,043,021	SAVE THE PLANET
Hard Rock CAFE International (USA), Inc.	4003030 (Hawaii)	HARD ROCK CAFE MAUI
Hard Rock CAFE International (USA), Inc.	4003032 (Hawaii)	HARD ROCK CAFE HONOLULU
Hard Rock CAFE International (USA), Inc.	4003034 (Hawaii)	HARD ROCK CAFE
Hard Rock CAFE International (USA), Inc.	4003035 (Hawaii)	HARD ROCK CAFE-KONA

Trademark Applications:

See List Above for Pending Registrations.		

Additional Trademark Filings-as of 8/13/07

Owner	Application Number	Mark
Hard Rock Café International (USA), Inc.	77/067,538	HARD ROCK BAR

ADDITIONAL TRADEMARK FILINGS & REGISTRATIONS AS OF 3/3/2008

Trademark Applications:

OWNER	APPLICATION SERIAL NUMBER	TRADEMARK
Hard Rock Café International (USA), Inc.	77/268,140	HARD ROCK CONDOS
Hard Rock Café International (USA), Inc.	77/265/141	HARD ROCK HOTEL Plus Design
Hard Rock Café International (USA), Inc.	77/268,150	HARD ROCK RESIDENCES

Trademark Registrations:

Hard Rock Café International (USA), Inc.	Reg. No. 3,272,459	HARD ROCK HOTEL Plus Design

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