

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
TD Bank, National Association		01/21/2011	National Association:

RECEIVING PARTY DATA

Name:	Hooters of America, Inc
Street Address:	1815 The Exchange
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30339
Entity Type:	CORPORATION: GEORGIA

Name:	HI Limited Partnership
Street Address:	1815 The Exchange
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30339
Entity Type:	LIMITED PARTNERSHIP: FLORIDA

PROPERTY NUMBERS Total: 43

Property Type	Number	Word Mark
Registration Number:	1320029	HOOTERS
Registration Number:	1590973	HOOTERS
Registration Number:	1544529	HOOTER PATROL
Registration Number:	1534320	HOOTERS
Registration Number:	1531149	HOOTERS
Registration Number:	1602377	HOOTERS
Registration Number:	1557380	HOOTERS
Registration Number:	1659704	HOOTERS

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Registration Number:	1652377	HOOTERS
Registration Number:	1653233	HOOTERS
Registration Number:	1697574	HOOTERS
Registration Number:	1691271	HOOTERS
Registration Number:	1747873	HOOTERS
Registration Number:	1742448	HOOTERS
Registration Number:	1787576	HOOTERS
Registration Number:	1727934	HOOTERS
Serial Number:	75524126	HOOTERS
Serial Number:	75524128	HOOTERS
Registration Number:	3121117	DELIGHTFULLY TACKY, YET UNREFINED
Serial Number:	76436023	BUFFALO SHRIMP
Serial Number:	76436024	MORE THAN A MOUTHFUL
Serial Number:	76436045	THE CURE FOR THE COMMON RESTAURANT
Serial Number:	76436151	BUFFALO SHRIMP INVASION
Serial Number:	76437975	HOOTER'S THE ORIGINAL BAKE 'R FRY BUFFALO SHRIMP
Serial Number:	76441719	HOOTERS
Registration Number:	2736549	THE SOON TO BE RELATIVELY FAMOUS
Registration Number:	2736550	LOOK DEEPLY INTO MY EYES AND CONSIDER THIS
Serial Number:	76476325	SOUTHWEST FIESTA SALAD
Registration Number:	3107195	BAYOU BASKETBALL BASH
Serial Number:	76476451	BAYOU GUMBO
Serial Number:	76477071	DELTA COBB SALAD
Serial Number:	76524861	WINGING
Serial Number:	76530674	DELIGHTFULLY TACKY YET UNREFINED
Serial Number:	76530896	HOOTERS
Serial Number:	76532500	HOOTERS AIRLINES
Registration Number:	2944603	HOOTERS AIR
Serial Number:	76532502	1-888-FLY-HOOT
Serial Number:	76532503	1-900-FLY-HOOT
Serial Number:	76532504	1-866-FLY-HOOT
Serial Number:	76532505	1-800-FLY-HOOT
Serial Number:	76546017	LITTLE HOOTS
Serial Number:	76546018	LIL HOOTS
Serial Number:	76576313	FLAPPERTIZER

TRADEMARK

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CORRESPONDENCE DATA

Fax Number: (617)235-9493

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

Phone: 617-951-7170

Email: TRADEMARKS@ROPESGRAY.COM

Correspondent Name: Emilia F. Cannella

Address Line 1: Prudential Tower, 800 Boylston Street

Address Line 4: Boston, MASSACHUSETTS 02199-3600

ATTORNEY DOCKET NUMBER:	105008-0015-002
NAME OF SUBMITTER:	Emilia F. Cannella
Signature:	/Emilia F Cannella/
Date:	01/25/2011

Total Attachments: 3

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RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (the "Release") is made as of the 21st day of January, 2011, among Hooters of America, Inc. and HI Limited Partnership (collectively, the "Grantor"), and TD Bank, National Association, as successor by merger to Carolina First Bank (the "Bank").

WHEREAS, in connection with certain loan documents, Grantor and Bank entered into certain loan and security agreements, including the Amended and Restated Conditional Assignment and Trademark Security Agreement described below (as amended, supplemented, or otherwise modified from time to time, the "Agreement"), for the purpose of securing certain obligations of Grantor to Bank;

WHEREAS, pursuant to the Agreement, dated as of March 11, 2004, which was recorded in the United States Patent and Trademark Office on March 26, 2004 at Reel/Frame 2941/0884, Grantor granted, assigned, conveyed, mortgaged, pledged, hypothecated, and transferred to the Bank a continuing security interest in and lien upon all of its right, title, and interest in, to and under certain Trademarks as defined in the Agreement, and including but not limited to the Trademarks identified on Exhibit A attached hereto (the "Trademarks"), and pledged and mortgaged (but did not transfer title to) the Trademarks to Bank; and

WHEREAS, all of the indebtedness and other obligations secured by the Grantor's interest in the Trademarks have been repaid in their entirety, and the Bank is therefore obligated to release its security interest in the Trademarks.

NOW, THEREFORE, for valuable consideration and pursuant to the terms and conditions set forth in the Agreement:

Bank hereby terminates and releases its security interest in the Trademarks, and Bank hereby assigns and transfers to Grantor the Bank's entire right, title, and interest in and to the Trademarks, effective as of the date set forth above.

Bank hereby agrees to execute such further instruments and documents and perform such further acts as Grantor may reasonably deem necessary to secure to Grantor the rights herein conveyed, in each case at the cost and expense of the Grantor.

BANK

TD BANK, NATIONAL ASSOCIATION (SEAL)

By: 

Name: _____

JAMES T. PARSBOTTEN

Title: _____

S.V.P.

EXHIBIT A
TRADEMARKS

Mark	Registration or Serial Number	Registration or Filing Date
HOOTERS	1320029	2/12/1985
HOOTERS	1590973	4/10/1990
HOOTER PATROL	1544529	6/20/1989
HOOTERS	1534320	4/11/1989
HOOTERS	1531149	3/21/1989
HOOTERS	1602377	6/19/1990
HOOTERS	1557380	9/19/1989
HOOTERS	1659704	10/8/1991
HOOTERS	1652377	7/30/1991
HOOTERS	1653233	8/6/1991
HOOTERS	1697574	6/30/1992
HOOTERS	1691271	6/9/1992
HOOTERS	1747873	1/19/1993
HOOTERS	1742448	12/22/1992
HOOTERS	1787576	8/10/1993
HOOTERS	1727934	10/27/1992
HOOTERS	75524126	7/21/1998
HOOTERS	75524128	7/21/1998
DELIGHTFULLY TACKY, YET UNREFINED	3121117	7/25/2006
BUFFALO SHRIMP	76436023	7/31/2002
MORE THAN A MOUTHFUL	76436024	7/31/2002

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THE CURE FOR THE COMMON RESTAURANT	76436045	7/31/2002
BUFFALO SHRIMP INVASION	76436151	7/31/2002
HOOTER'S THE ORIGINAL BAKE 'R FRY BUFFAL	76437975	8/5/2002
HOOTERS	76441719	8/20/2002
THE SOON TO BE RELATIVELY FAMOUS	2736549	7/15/2003
LOOK DEEPLY INTO MY EYES AND CONSIDER TH	2736550	7/15/2003
SOUTHWEST FIESTA SALAD	76476325	12/18/2002
BAYOU BASKETBALL BASH	3107195	6/20/2006
BAYOU GUMBO	76476451	12/18/2002
DELTA COBB SALAD	76477071	12/19/2002
WINGING	76524861	6/20/2003
DELIGHTFULLY TACKY YET UNREFINED	76530674	7/18/2003
HOOTERS	76530896	7/18/2003
HOOTERS AIRLINES	76532500	7/28/2003
HOOTERS AIR	2944603	4/26/2005
1-888-FLY-HOOT	76532502	7/28/2003
1-900-FLY-HOOT	76532503	7/28/2003
1-866-FLY-HOOT	76532504	7/28/2003
1-800-FLY-HOOT	76532505	7/28/2003
LITTLE HOOTS	76546017	9/22/2003
LIL HOOTS	76546018	9/22/2003
FLAPPERTIZER	76576313	2/19/2004

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