

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of Security Interest in Trademark Collateral		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Ares Capital Corporation, as Collateral Agent		08/09/2011	CORPORATION: MARYLAND
RECEIVING PARTY DATA			
Name:	OTG Experience, LLC		
Street Address:	JFK International Airport, Terminal 5		
City:	Jamaica		
State/Country:	NEW YORK		
Postal Code:	11430		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
Name:	OTG Management, Inc.		
Street Address:	JFK International Airport, Terminal 5		
City:	Jamaica		
State/Country:	NEW YORK		
Postal Code:	11430		
Entity Type:	CORPORATION: PENNSYLVANIA		
PROPERTY NUMBERS Total: 58			
Property Type	Number	Word Mark	
Registration Number:	3562380	5IVESTEAK	
Registration Number:	3596509	AERONUOVA	
Registration Number:	3583951	AN OTG EXPERIENCE	
Registration Number:	3670503	AN OTG EXPERIENCE	
Registration Number:	2936668	AWAY CAFE	
Registration Number:	3878075	BISOUX	
Registration Number:	2593285	CIBO EXPRESS	
Registration Number:	2772732	CIBO BISTRO & WINE BAR	

OP \$1465.00 3562380

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TRADEMARK
 REEL: 004600 FRAME: 0703

Registration Number:	2790801	CIBO BISTRO & WINE BAR
Registration Number:	3584432	CIBOSOUNDS
Registration Number:	3946406	CROQUE MADAME
Registration Number:	3583995	DEEP BLUE ON THE FLY
Registration Number:	2873836	DEEP BLUE SUSHI
Registration Number:	3558119	HORIZON BAKERY CAFÉ
Registration Number:	2317271	JET ROCK BAR & GRILL
Registration Number:	3250507	JOEY'S NEW YORK PIZZA
Registration Number:	3547572	LA VIE
Registration Number:	3576989	LUCY'S ASIAN KITCHEN
Registration Number:	3069045	MEX AND THE CITY
Registration Number:	2956056	NEW YORK SPORTS GRILL
Registration Number:	3195101	NYSB NEW YORK SPORTS BAR
Registration Number:	3027350	NYSG NEW YORK SPORTS GRILL
Registration Number:	3498678	OTG
Registration Number:	3737663	OTG INTERACTIVE
Registration Number:	3731825	OTGINTERACTIVE
Registration Number:	2908809	OTG MANAGEMENT
Registration Number:	3511478	OTG MANAGEMENT
Registration Number:	3550971	PIQUILLO
Registration Number:	3722104	RE:VIVE
Registration Number:	3581151	REVOLUCIÓN
Registration Number:	3140373	SANDWICH DIPPERS
Registration Number:	2696522	SKY ASIAN BISTRO
Registration Number:	3402563	SLIP MAHONEY'S BAR & GRILL
Registration Number:	3651885	THET5EXPERIENCE
Registration Number:	3877601	WORLD BEAN
Registration Number:	3881322	TAGLIARE
Serial Number:	77823980	AEROFRESCO
Serial Number:	77881588	BAR BRACE
Serial Number:	77131969	CANDYBAR
Serial Number:	85079429	CIBO EXPRESS BAZAAR
Serial Number:	77881519	COTTO
Serial Number:	85162078	"EMPIRE GRILL"
Serial Number:	77904897	HARRY'S DELI

	85162061	INTERWICH
Serial Number:	77855707	KOMBU
Serial Number:	77085849	LOFT KITCHEN AND BAR
Serial Number:	85079407	NOOBAR
Serial Number:	85054930	AN OTG EXPERIENCE
Serial Number:	85054928	OTG MANAGEMENT
Serial Number:	85054932	OTG DESIRE
Serial Number:	85036576	OTG DESIRE
Serial Number:	85054929	OTG INTERACTIVE
Serial Number:	85054933	OTG
Serial Number:	77862963	TW:EAT
Serial Number:	85042967	VAGABOND BURGER BAR
Serial Number:	77861115	WIBAR
Serial Number:	77888313	WIDGET SEAT
Serial Number:	78894100	BENZINA

CORRESPONDENCE DATA

Fax Number: (617)951-8736
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 617-951-8132
 Email: linda.salera@bingham.com
 Correspondent Name: Linda A. Salera
 Address Line 1: 1 Federal Street
 Address Line 2: c/o Bingham McCutchen LLP
 Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:	Linda A. Salera
Signature:	/Linda A. Salera/
Date:	08/09/2011

Total Attachments: 6

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RELEASE OF SECURITY INTEREST IN TRADEMARK COLLATERAL

This RELEASE OF SECURITY INTEREST IN TRADEMARK COLLATERAL (this "Release") is made as of August 9, 2011 (the "Effective Date"), by Ares Capital Corporation, a Maryland corporation in its capacity as collateral agent for the Lenders as defined in the below defined Financing Agreement (in such capacity, "Grantee"), in favor of OTG Experience, LLC, a Delaware limited liability company ("OTG Experience"), and OTG Management, Inc., a Pennsylvania corporation ("OTG"; and, together with OTG Experience, collectively, "Grantors" and, each individually, "Grantor").

WHEREAS, reference is made to that certain Second Lien Financing Agreement, dated as of April 30, 2010 (as amended, restated, supplemented or otherwise modified from time to time, the "Financing Agreement"), by and among OTG Consolidated Holdings, Inc., a Pennsylvania corporation ("Parent"), OTG, OTG Management, LLC, a Delaware limited liability company ("OTG Management"), each subsidiary of OTG Management listed as a "Borrower" on the signature pages thereto (together with Parent, OTG, and OTG Management, each a "Borrower" and collectively, jointly and severally, "Borrowers"), on the one hand, and the lenders party thereto and Grantee, on the other;

WHEREAS, reference is made to that certain Security Agreement, dated as of April 30, 2010 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), made by OTG, the other Grantors from time to time party thereto in favor of the Grantee;

WHEREAS, pursuant to the Security Agreement, OTG has granted to the Grantee, and granted to the Grantee for the benefit of the Secured Parties (as such term is defined in the Security Agreement), a continuing security interest in all right, title and interest of OTG in, to and under the Collateral to secure the payment, performance and observance of the Secured Obligations (as such term is defined in the Security Agreement);

WHEREAS, pursuant to the terms and conditions of that certain Grant of a Security Interest - Trademarks, dated as of April 30, 2010 (as amended, restated, supplemented or otherwise modified from time to time, the "First Trademark Grant"), by and between OTG and Grantee and certain other Loan Documents, OTG assigned, transferred and conveyed to Grantee, and granted to Grantee, a security interest in, all of OTG's right, title and interest in and to the Collateral;

WHEREAS, OTG Experience entered into that certain Supplement No. 1 to Security Agreement, dated as of December 22, 2010 (the "Security Agreement Supplement"), in favor of Grantee which Security Agreement Supplement supplements the Security Agreement;

WHEREAS, pursuant to the Trademark Assignment, dated as of December 26, 2010 (the "Trademark Assignment"), by and between OTG, as assignor, and OTG Experience, OTG assigned to OTG Experience all right, title and interest of OTG in, to and under certain of the Trademarks (as such term is defined in the Security Agreement), together with, among other things, the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral");

WHEREAS, pursuant to the Security Agreement Supplement, OTG Experience has granted to the Grantee, and granted to the Grantee for the benefit of the Secured Parties (as such term is defined in the Security Agreement), a continuing security interest in all right, title and interest of OTG Experience in, to and under the Collateral to secure the payment, performance and observance of the Secured Obligations (as such term is defined in the Security Agreement);

WHEREAS, pursuant to the terms and conditions of that certain Grant of a Security Interest - Trademarks, dated as of December 22, 2010 (as amended, restated, supplemented or otherwise modified from time to time, the "Second Trademark Grant"), by and between OTG Experience and Grantee and certain other Loan Documents, OTG Experience assigned, transferred and conveyed to Grantee, and granted to Grantee, a security interest in, all of OTG Experience's right, title and interest in and to the Collateral;

WHEREAS, the First Trademark Grant was recorded with the United States Patent and Trademark Office on May 5, 2010, at Reel 004198, Frame 0956 and (ii) the Second Trademark Grant was recorded with the United States Patent and Trademark Office on January 11, 2011, at Reel 004450, Frame 0868; and

WHEREAS, Grantee has consented to the release of its Lien on the Collateral, including, without limitation, the trademark registrations and applications listed on Schedule 1 hereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantee hereby covenants and agrees as follows:

1. All capitalized terms used but not otherwise defined herein shall have the meanings given to them in the Financing Agreement.
2. Grantee's Lien in the Collateral granted pursuant to any Loan Document is hereby terminated and released.
3. To the extent Grantee retains any interest in the Collateral, Grantee hereby assigns, transfers and conveys to the applicable Grantor, all of Grantee's right, title and interest, now owned or hereinafter acquired, that it may have whether by assignment or otherwise, in and to the Collateral.
4. Grantee hereby agrees to execute, acknowledge and deliver all such further instruments and to take all such further actions as may be reasonably requested or are required in order to more fully and effectively carry out the purposes of this Release at Grantors' sole cost and expense.

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IN WITNESS WHEREOF, Grantee has caused this Release to be executed by its duly authorized representative as of the Effective Date.

ARES CAPITAL CORPORATION,
a Maryland corporation
as Grantee

By: 

Name: JOSHUA M. BLOOMSTEIN

Title: AUTHORIZED SIGNATORY

[SIGNATURE PAGE TO RELEASE OF SECURITY INTEREST - TRADEMARKS]

TRADEMARK
REEL: 004600 FRAME: 0708

SCHEDULE 1**TRADEMARKS**

Grantor	Country	Mark	Type of Mark	Registration Number	Issue Date
OTG Experience	United States of America	5IVESTEAK	Word	3,562,380	01/13/2009
OTG Experience	United States of America	AERONUOVA	Word	3,596,509	03/24/2009
OTG Experience	United States of America	AN OTG EXPERIENCE	Word	3,583,951	03/03/2009
OTG Experience	United States of America	AN OTG EXPERIENCE	Word	3,670,503	08/18/2009
OTG Experience	United States of America	AWAY CAFE	Word	2,936,668	03/29/2005
OTG Experience	United States of America	BISOUX	Word	3,878,075	11/16/2010
OTG Experience	United States of America	CIBO EXPRESS	Word	2,593,285	07/09/2002
OTG Experience	United States of America	CIBO BISTRO & WINE BAR	Word	2,772,732	10/07/2003
OTG Experience	United States of America	CIBO BISTRO & WINE BAR	Word	2,790,801	12/09/2003
OTG Experience	United States of America	CIBOSOUNDS	Word	3,584,432	03/03/2009
OTG Experience	United States of America	CROQUE MADAME	Word	3,946,406	4/12/2011
OTG Experience	United States of America	DEEP BLUE ON THE FLY	Word	3,583,995	03/03/2009
OTG Experience	United States of America	DEEP BLUE SUSHI	Word	2,873,836	08/17/2004
OTG Experience	United States of America	HORIZON BAKERY CAFE	Word	3,558,119	01/06/2009
OTG Experience	United States of America	JET ROCK BAR & GRILL	Word	2,317,271	02/08/2000
OTG Experience	United States of America	JOEY'S NEW YORK PIZZA	Word	3,250,507	06/12/2007
OTG Experience	United States of America	LA VIE	Word	3,547,572	12/16/2008
OTG Experience	United States of America	LUCY'S ASIAN KITCHEN	Word	3,576,989	02/17/2009
OTG Experience	United States of America	MEX AND THE CITY	Word	3,069,045	03/14/2006
OTG Experience	United States of America	NEW YORK SPORTS GRILL	Word	2,956,056	05/24/2005
OTG Experience	United States of America	NYSB NEW YORK SPORTS BAR	Word	3,195,101	01/02/2007

OTG Experience	United States of America	NYSG NEW YORK SPORTS GRILL	Word	3,027,350	12/13/2005
OTG Experience	United States of America	OTG	Word	3,498,678	09/09/2008
OTG Experience	United States of America	OTG INTERACTIVE	Word	3,737,663	01/12/2010
OTG Experience	United States of America	OTGINTERACTIVE	Word	3,731,825	12/29/2009
OTG Experience	United States of America	OTG MANAGEMENT	Word	2,908,809	12/07/2004
OTG Experience	United States of America	OTG MANAGEMENT	Word	3,511,478	10/07/2008
OTG Experience	United States of America	PIQUILLO	Word	3,550,971	12/23/2008
OTG Experience	United States of America	RE:VIVE	Word	3,722,104	12/08/2009
OTG Experience	United States of America	REVOLUCIÓN	Word	3,581,151	02/24/2009
OTG Experience	United States of America	SANDWICH DIPPERS	Word	3,140,373	09/05/2006
OTG Experience	United States of America	SKY ASIAN BISTRO	Word	2,696,522	03/11/2003
OTG Experience	United States of America	SLIP MAHONEY'S BAR & GRILL	Word	3,402,563	03/25/2008
OTG Experience	United States of America	THET5EXPERIENCE	Word	3,651,885	07/07/2009
OTG Experience	United States of America	WORLD BEAN	Word	3,877,601	11/16/2010
OTG Experience	United States of America	TAGLIARE	Word	3,881,322	11/23/2010
OTG Experience	United States of America	AEROFRESCO	Word	Serial Number: 77-823980	Filing Date: 09/10/2009
OTG Experience	United States of America	BAR BRACE	Word	Serial Number: 77-881588	Filing Date: 11/27/2009
OTG Experience	United States of America	CANDYBAR	Word	Serial Number: 77-131969	Filing Date: 03/15/2007
OTG Experience	United States of America	CIBO EXPRESS BAZAAR	Word	Serial Number: 85-079429	Filing Date: 07/07/2010
OTG Experience	United States of America	COTTO	Word	Serial Number: 77-881519	Filing Date: 11/27/2009
OTG Experience	United States of America	"EMPIRE GRILL"	Word	Serial Number: 85-162078	Filing Date: 10/27/2010
OTG Experience	United States of America	HARRY'S DELI	Word	Serial Number: 77-904897	Filing Date: 01/05/2010
OTG Experience	United States of America	INTERWICH	Word	Serial Number: 85-162061	Filing Date: 10/27/2010
OTG Experience	United States of America	KOMBU	Word	Serial Number: 77-855707	Filing Date: 10/23/2009
OTG Experience	United States of America	LOFT KITCHEN AND BAR	Word	Serial Number: 77-085849	Filing Date: 01/18/2007
OTG Experience	United States of America	NOOBAR	Word	Serial Number: 85-079407	Filing Date: 07/07/2010

OTG Experience	United States of America	AN OTG EXPERIENCE	Word	Serial Number: 85-054930	Filing Date: 06/04/2010
OTG Experience	United States of America	OTG MANAGEMENT	Word	Serial Number: 85-054928	Filing Date: 06/04/2010
OTG Experience	United States of America	OTG DESIRE	Word	Serial Number: 85-054932	Filing Date: 06/04/2010
OTG Experience	United States of America	OTG DESIRE	Word	Serial Number: 85-036576	Filing Date: 05/12/2010
OTG Experience	United States of America	OTG INTERACTIVE	Word	Serial Number: 85-054929	Filing Date: 06/04/2010
OTG Experience	United States of America	OTG	Word	Serial Number: 85-054933	Filing Date: 06/04/2010
OTG Experience	United States of America	TW:EAT	Word	Serial Number: 77-862963	Filing Date: 11/02/2009
OTG Experience	United States of America	VAGABOND BURGER BAR	Word	Serial Number: 85-042967	Filing Date: 05/19/2010
OTG Experience	United States of America	WIBAR	Word	Serial Number: 77-861115	Filing Date: 10/30/2009
OTG Experience	United States of America	WIDGET SEAT	Word	Serial Number: 77-888313	Filing Date: 12/08/2009
OTG Experience	United States of America	BENZINA	Word	Serial Number: 78-894,100	Filing Date: 05/26/2006