

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT																										
NATURE OF CONVEYANCE:	TERMINATION AND RELEASE OF COLLATERAL ASSIGNMENT OF TRADEMARKS																										
CONVEYING PARTY DATA																											
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CORRESPONDENCE DATA																											
<p>Fax Number: 2129692900 <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i></p> <p>Phone: 212-969-3000 Email: trademark@proskauer.com Correspondent Name: Jenifer deWolf Paine Address Line 1: Proskauer Rose LLP Address Line 2: Eleven Times Square Address Line 4: New York, NEW YORK 10036-8299</p>																											
ATTORNEY DOCKET NUMBER:	31199-072																										

NAME OF SUBMITTER:	Jenifer deWolf Paine
Signature:	/Jenifer deWolf Paine/
Date:	08/30/2012
Total Attachments: 4 source=Benihana - Release of Trademarks - FIRST UNION 1997 _5_#page1.tif source=Benihana - Release of Trademarks - FIRST UNION 1997 _5_#page2.tif source=Benihana - Release of Trademarks - FIRST UNION 1997 _5_#page3.tif source=Benihana - Release of Trademarks - FIRST UNION 1997 _5_#page4.tif	

**TERMINATION AND RELEASE OF
COLLATERAL ASSIGNMENT OF TRADEMARKS**

This Termination and Release of Collateral Assignment of Trademarks (the "Release") is conveyed as of August 21, 2012, by WELLS FARGO BANK, NATIONAL ASSOCIATION (successor to FIRST UNION NATIONAL BANK as successor to FIRST UNION NATIONAL BANK OF FLORIDA) as administrative agent under the Security Agreement referred to below (in such capacity, the "Administrative Agent"), in favor of the Assignors as identified on Schedule I attached hereto (the "Assignors"). Capitalized terms used herein and not otherwise defined herein shall have the respective meanings provided therefor in the Security Agreement referred to below.

WHEREAS, the Assignors and the other grantors and obligors identified therein entered into that certain Security Agreement, dated as of December 1, 1997 (as amended, amended and restated, or otherwise modified from time to time, the "Security Agreement") with the Administrative Agent, pursuant to which the Assignors granted to the Administrative Agent a continuing security interest in favor of the Administrative Agent in and to the trademark registrations and trademark applications listed on Exhibit A (the "Security Interest");

WHEREAS, in connection with the Security Agreement, the Assignors entered into that certain Notice of Grant of Security Interest, dated December 1, 1997 (as amended, amended and restated, or otherwise modified from time to time, the "Trademark Agreement") with the Administrative Agent, which was recorded with the United States Patent and Trademark Office on December 11, 1997, at Reel 1667, Frame 0855; and

WHEREAS, the Administrative Agent has agreed to terminate and release its Security Interest as herein provided.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which the parties acknowledge, the Administrative Agent hereby releases, terminates and discharges the Security Interest granted under the Security Agreement with respect to the trademark registrations and trademark applications listed on Exhibit A, and any right, title or interest of the Administrative Agent in such trademark registrations and trademark applications granted under the Security Agreement shall hereby cease and become void.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, the undersigned has caused this Release to be duly executed as of the date first written above.

**WELLS FARGO BANK NATIONAL
ASSOCIATION**, as Administrative Agent
(successor to FIRST UNION NATIONAL BANK
as successor to FIRST UNION NATIONAL BANK
OF FLORIDA)

By: Maureen S. Malphus
Name: Maureen S. Malphus
Title: Vice President

SCHEDULE I

ASSIGNORS

NOODLE TIME, INC. (as successor in interest of BENIHANA NATIONAL CORP. to the trademark registrations and trademark applications listed on Exhibit A)

EXHIBIT A

TRADEMARK REGISTRATIONS

Marks Owned by Noodle Time, Inc.

Trademark	Registration Number	Registration Date
BENIHANA GRILL	2,058,184	04/29/1997
BENIPAC KANA	2,054,499	04/22/1997
BENIHANA GRILL	2,119,770	12/09/1997