

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Il Fornaio (America) Corporation		05/10/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Wells Fargo Bank, National Association, as Administrative Agent
Street Address:	1808 Aston Avenue, Suite 250
City:	Carlsbad
State/Country:	CALIFORNIA
Postal Code:	92008
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	3201032	PASSAPORTO
Registration Number:	2442588	IL FORNAIO
Registration Number:	2275332	FESTA REGIONALE
Registration Number:	1828418	IL FORNAIO
Registration Number:	1795422	IL FORNAIO
Registration Number:	1758984	ENOTECA DEL FORNAIO
Registration Number:	1271995	IL FORNAIO

CORRESPONDENCE DATA

Fax Number: 9194168363
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Phone: 9192868049
 Email: pto_tmconfirmation@mvalaw.com
 Correspondent Name: Moore & Van Allen PLLC
 Address Line 1: 430 Davis Drive
 Address Line 2: Suite 500

OP \$190.00 3201032

Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER: 040324.099

NAME OF SUBMITTER: John E. Slaughter, III

Signature: /jes/

Date: 05/10/2013

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of May 10, 2013 (as the same may be amended, modified, restated or supplemented from time to time, the "Agreement") by and among the Obligor from time to time party thereto (each an "Obligor" and collectively, the "Obligors") and WELLS FARGO BANK, NATIONAL ASSOCIATION, as Administrative Agent (the "Administrative Agent") for the holders of the Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the Trademarks and Trademark applications owned by such Obligor and set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the holders of the Obligations.

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Obligations, hereby acknowledge and agree that the security interest in the Trademarks and Trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Agreement, (ii) is not to be construed as an assignment of any Trademark or Trademark application, and (iii) shall not include any "intent to use" Trademark applications for which a statement of use has not been filed and accepted (but only until such statement of use is filed and accepted) (but only if the grant of security interest to such "intent to use" Trademark applications could result in the voiding, unenforceability, cancellation or invalidity of such Trademark applications pursuant to 15 U.S.C. § 1060). Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to such terms in the Agreement.

[Signature Pages Follow]

Very truly yours,

IL FORNAIO (AMERICA) CORPORATION,
a Delaware corporation

By: 

Name: Stephen D. Aronson


Title: Authorized Signatory

IL FORNAIO (AMERICA) CORPORATION
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 005025 FRAME: 0628

Acknowledged and Accepted:

WELLS FARGO BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: 
Name: Stephen A. Leon
Title: Managing Director

IL FORNAIO (AMERICA) CORPORATION
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 005025 FRAME: 0629

Schedule 1

Il Fornaio (America) Corporation
(Delaware Corporation)

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
PASSAPORTO	3201032	01/23/07
IL FORNAIO	2442588	04/10/01
FESTA REGIONALE	2275332	09/07/99
IL FORNAIO	1828418	03/29/94
IL FORNAIO and Design	1795422	09/28/93
ENOTECA DEL FORNAIO	1758984	03/16/93
IL FORNAIO	1271995	03/27/84