

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
RTBD, Inc.		12/03/2013	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	101 S. Tryon Street		
Internal Address:	Mail Code: NC1-002-15-36		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28255		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 15			
Property Type	Number	Word Mark	
Registration Number:	3970360	FRESH TASTE. FRESH PLACE.	
Registration Number:	3928502	LIME	
Registration Number:	3496050	RUBY T	
Registration Number:	3492660	RUBY MINIS	
Registration Number:	3248303	WOK HAY	
Registration Number:	3054007	LIME FRESH MEXICAN GRILL	
Registration Number:	2906632	RUBY TUESDAY'S SMART EATING	
Registration Number:	3867368	NOT YOUR AVERAGE BURRITO JOINT	
Registration Number:	3867367	LIME	
Registration Number:	4021117	RUBY TUESDAY SIMPLE FRESH AMERICAN DININ	
Registration Number:	3409948	RUBYTUEGO	
Registration Number:	2074191	TALLCAKE	
Registration Number:	1879012	RUBY TUESDAY	

OP \$390.00 3970360

Registration Number:	1110690	RUBY TUESDAY
Registration Number:	3504273	WOK HAY FRESH ASIAN DINING

CORRESPONDENCE DATA

Fax Number: 9192868199

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 919 286-8000

Email: PTO_TMconfirmation@mvalaw.com

Correspondent Name: Moore & Van Allen PLLC

Address Line 1: 430 Davis Drive

Address Line 2: Suite 500

Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	327000-11809 JES
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NAME OF SUBMITTER:	John E. Slaughter
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Signature:	/John E. Slaughter/
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Date:	12/19/2013
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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 Agreement dated as of December 3, 2013 (as the same may be amended, modified, restated or supplemented from time to time, the "Security Agreement") by and among the Grantors from time to time party thereto (each an "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the Secured Creditors referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Creditors.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Creditors, 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 Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

[Signature Page Follows]

Very truly yours,

RTBD, INC., a Delaware corporation

By: 

Name: Scarlett May

Title: Vice President and Secretary

Ruby Tuesday, Inc.

150 West Church Avenue

Maryville, TN 37801

Attention: Chief Financial Officer

Telecopy: 865-379-6817

RUBY TUESDAY, INC.
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 005178 FRAME: 0286

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Administrative Agent

By: Erik M. Truette

Name: Erik M. Truette

Title: Assistant Vice President

Bank of America, N.A.
Agency Management
Attn. Erik Truette
101 S. Tryon Street
Mailcode: NC1-002-15-36
Charlotte, NC 28255-0001
Phone: 980-387-5451
Fax: 704-409-0015
Email: erik.m.truette@bam1.com

With a copy to:

Bank of America, N.A.
100 Federal Street
Boston, MA 02110
Attention: John H. Schmidt

RUBY TUESDAY, INC.
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 005178 FRAME: 0287

Schedule I

Trademarks

<u>Grantor</u>	<u>Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
RTBD, Inc.	FRESH TASTE. FRESH PLACE.	3970360	05/31/11
RTBD, Inc.	LIME	3928502	03/08/11
RTBD, Inc.	RUBY T	3496050	09/02/08
RTBD, Inc.	RUBY MINIS	3492660	08/26/08
RTBD, Inc.	WOK HAY	3248303	05/29/07
RTBD, Inc.	LIME FRESH MEXICAN GRILL	3054007	01/31/06
RTBD, Inc.	RUBY TUESDAY'S SMART EATING	2906632	11/30/04
RTBD, Inc.	NOT YOUR AVERAGE BURRITO JOINT	3867368	10/26/10
RTBD, Inc.	LIME and Design	3867367	10/26/10
RTBD, Inc.	RUBY TUESDAY SIMPLE FRESH AMERICAN DINING	4021117	09/06/11
RTBD, Inc.	RUBYTUEGO	3409948	04/08/08
RTBD, Inc.	TALLCAKE	2074191	06/24/97
RTBD, Inc.	RUBY TUESDAY	1879012	02/14/95
RTBD, Inc.	RUBY TUESDAY	1110690	01/02/79
RTBD, Inc.	WOK HAY FRESH ASIAN DINING	3504273	09/23/08

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