

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM312649

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Red Lobster Hospitality LLC		07/28/2014	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Deutsche Bank AG New York Branch		
Street Address:	60 Wall Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10005		
Entity Type:	Foreign Banking Corporation: GERMANY		
PROPERTY NUMBERS Total: 34			
Property Type	Number	Word Mark	
Registration Number:	2912222	CHEDDAR BAY BISCUITS	
Registration Number:	3427843	COME SEE WHAT'S FRESH TODAY	
Serial Number:	86141553	CRABFEST	
Registration Number:	4196638		
Registration Number:	3187206	ENDLESS SHRIMP	
Registration Number:	1235024	FOR THE SEAFOOD LOVER IN YOU	
Registration Number:	1333484	FUDGE OVERBOARD	
Registration Number:	3068279	LOBSTER IN PARADISE	
Registration Number:	3068286	LOBSTER LOVER'S DREAM	
Serial Number:	85947604	LOBSTER LOVER'S GRILLED CHEESE	
Registration Number:	1060751	LOBSTER TALES	
Registration Number:	1538644	LOBSTERFEST	
Registration Number:	2906002	LOBSTERFEST	
Registration Number:	1989198	LOBSTERITA	
Serial Number:	85674256	MAINE STAYS	
Registration Number:	1557991	RED LOBSTER	
Registration Number:	1128443	RED LOBSTER	
Serial Number:	86281764	RED LOBSTER	
Registration Number:	1438742	RED LOBSTER	
TRADEMARK			

CH \$865.00 2912222

Property Type	Number	Word Mark
Registration Number:	1502609	RED LOBSTER
Registration Number:	2015236	RED LOBSTER
Registration Number:	1069147	RED LOBSTER
Registration Number:	1101522	RED LOBSTER
Serial Number:	85179591	RED LOBSTER FRESH FISH · LIVE LOBSTER
Serial Number:	85179618	RED LOBSTER FRESH FISH · LIVE LOBSTER
Serial Number:	86281766	RED LOBSTER FRESH FISH · LIVE LOBSTER
Serial Number:	86281765	RED LOBSTER FRESH FISH · LIVE LOBSTER
Registration Number:	1579587	RED LOBSTER QUALITY SINCE 1968 INSPECTED
Registration Number:	1067005	RL RED LOBSTER FINE SEAFOOD OYSTER BAR
Registration Number:	4427327	SEA FOOD DIFFERENTLY
Registration Number:	4299927	SEE FOOD DIFFERENTLY
Registration Number:	4401795	SEASIDE EXPRESS
Registration Number:	1305217	SHRIMPWRECK MARY
Registration Number:	3372867	ULTIMATE FEAST

CORRESPONDENCE DATA

Fax Number: 6502138158

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

Phone: 6502130300

Email: iprecordations@whitecase.com

Correspondent Name: White & Case LLP / Christina Ishihara

Address Line 1: 3000 El Camino Real, Bldg 5, 9th Floor

Address Line 4: Palo Alto, CALIFORNIA 94306

ATTORNEY DOCKET NUMBER:	1111779-2945
NAME OF SUBMITTER:	Christina Ishihara
SIGNATURE:	/Christina Ishihara/
DATE SIGNED:	08/01/2014

Total Attachments: 5

source=Red Lobster - IP - Grant of Security Interest in US Trademarks Executed#page1.tif

source=Red Lobster - IP - Grant of Security Interest in US Trademarks Executed#page2.tif

source=Red Lobster - IP - Grant of Security Interest in US Trademarks Executed#page3.tif

source=Red Lobster - IP - Grant of Security Interest in US Trademarks Executed#page4.tif

source=Red Lobster - IP - Grant of Security Interest in US Trademarks Executed#page5.tif

**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

July 28, 2014

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, RED LOBSTER HOSPITALITY LLC, a Delaware limited liability company (the "Grantor") with principal offices at c/o Red Lobster Management LLC, 1000 Darden Center Drive, Orlando, FL 32837, hereby grants to Deutsche Bank AG New York Branch, as Collateral Trustee, with principal offices at 60 Wall Street, New York, NY 10005, (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

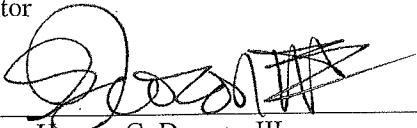
THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of July 28, 2014 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). Upon the occurrence of the termination date (as set forth in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

[Remainder of this page intentionally left blank; signature page follows]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date first written above.

RED LOBSTER HOSPITALITY LLC,
a Delaware limited liability company,
Grantor

By: 

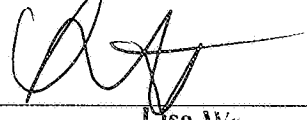
Name: Horace G. Dawson III

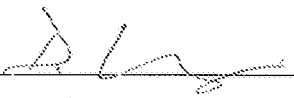
Title: Vice President

[Signature Page to Project Rocket Grant of Security Interest in United States Trademarks]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the
28th day of July, 2014.

DEUTSCHE BANK AG NEW YORK BRANCH,
as Collateral Trustee and Grantee

By 
Name: **Lisa Wong**
Title: **Vice President**

By 
Name: **Dusan Lazarov**
Title: **Director**

[Signature Page to Project Rocket Grant of Security Interest in United States Trademarks]

TRADEMARK
REEL: 005334 FRAME: 0757

SCHEDULE A

MARKS

Country	Trademark	App. Date	App. No.	Reg. Date	Reg. No.
U.S.	CHEDDAR BAY BISCUITS	7/2/2003	76526845	12/21/2004	2912222
U.S.	COME SEE WHAT'S FRESH TODAY	4/24/2007	77164455	5/13/2008	3427843
U.S.	CRABFEST	12/12/2013	86141553	--	--
U.S.	CRITTER (Lobster Design Only Color)	11/22/2010	85182072	8/28/2012	4196638
U.S.	ENDLESS SHRIMP	2/16/2006	78816059	12/19/2006	3187206
U.S.	FOR THE SEAFOOD LOVER IN YOU	1/7/1982	73344806	4/12/1983	1235024
U.S.	FUDGE OVERBOARD	5/14/1984	73480400	4/30/1985	1333484
U.S.	LOBSTER IN PARADISE	3/30/2005	78597930	3/14/2006	3068279
U.S.	LOBSTER LOVER'S DREAM	3/30/2005	78598207	3/14/2006	3068286
U.S.	LOBSTER LOVER'S GRILLED CHEESE	5/31/2013	85947604	--	--
U.S.	LOBSTER TALES	5/10/1976	73086551	3/8/1977	1060751
U.S.	LOBSTERFEST (Stylized)	9/22/1988	73753498	5/9/1989	1538644
U.S.	LOBSTERFEST (Word Mark)	11/12/2003	76558577	11/30/2004	2906002
U.S.	LOBSTERITA	10/4/1994	74581949	7/23/1996	1989198
U.S.	MAINE STAYS	7/11/2012	85674256	--	--
U.S.	RED LOBSTER	2/13/1989	73780197	9/26/1989	1557991
U.S.	RED LOBSTER	8/7/1978	73181246	12/25/1979	1128443
U.S.	RED LOBSTER	5/14/2014	86281764	--	--
U.S.	RED LOBSTER & Design Label	6/23/1986	73605677	5/5/1987	1438742
U.S.	RED LOBSTER & Design	4/15/1987	73655453	8/30/1988	1502609
U.S.	RED LOBSTER & Design	9/18/1995	74732044	11/12/1996	2015236
U.S.	RED LOBSTER (Stylized)	5/7/1975	73051689	7/5/1977	1069147
U.S.	RED LOBSTER (Stylized)	3/20/1978	73162915	9/5/1978	1101522

<u>Country</u>	<u>Trademark</u>	<u>App. Date</u>	<u>App. No.</u>	<u>Reg. Date</u>	<u>Reg. No.</u>
U.S.	RED LOBSTER FRESH FISH · LIVE LOBSTER Design (Color)	11/18/2010	85179591	--	--
U.S.	RED LOBSTER FRESH FISH · LIVE LOBSTER Design (B&W)	11/18/2010	85179618	--	--
U.S.	RED LOBSTER FRESH FISH · LIVE LOBSTER & Design (B&W)	5/14/2014	86281766	--	--
U.S.	RED LOBSTER FRESH FISH · LIVE LOBSTER & Design (Color)	5/14/2014	86281765	--	--
U.S.	RED LOBSTER QUALITY SINCE 1968 INSPECTED SEAFOOD & Design	5/10/1989	73798924	1/23/1990	1579587
U.S.	RL RED LOBSTER FINE SEAFOOD OYSTER BAR & Design	12/31/1968	72967005	5/31/1977	1067005
U.S.	SEA FOOD DIFFERENTLY	3/18/2011	85271223	11/5/2013	4427327
U.S.	SEE FOOD DIFFERENTLY (Stylized)	4/12/2011	85292657	3/12/2013	4299927
U.S.	SEASIDE EXPRESS	2/15/2012	85850765	9/10/2013	4401795
U.S.	SHRIMPWRECK MARY	10/5/1983	73446806	11/13/1984	1305217
U.S.	ULTIMATE FEAST	5/17/2005	78631177	1/22/2008	3372867