

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM361050

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
RARE Hospitality Management, Inc.		11/03/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	RARE Hospitality Management, LLC		
Street Address:	1000 Darden Center Drive		
City:	Orlando		
State/Country:	FLORIDA		
Postal Code:	32837		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 25			
Property Type	Number	Word Mark	
Serial Number:	86382561		
Serial Number:	86382564	LONGHORN STEAKHOUSE	
Registration Number:	4544092	A GUARANTEED CUT ABOVE	
Registration Number:	4156122	CHOCOLATE STAMPEDE	
Registration Number:	1790813	COWBOY CUISINE	
Registration Number:	3690560	DISCOVER THE WEST IN YOU	
Registration Number:	4720190		
Registration Number:	4816261		
Registration Number:	4274880	FLAVORFUL UNDER 500	
Registration Number:	2239027	FLO'S FILET	
Registration Number:	1790812	GO WITH THE FLO	
Registration Number:	1320021	LONG HORN STEAKS	
Registration Number:	3662325	LONGHORN	
Registration Number:	1998115	LONGHORN STEAKHOUSE	
Registration Number:	3869749	LONGHORN STEAKHOUSE	
Registration Number:	4825219	LONGHORN STEAKHOUSE	
Registration Number:	3678258	LONGHORN STEAKHOUSE	
Registration Number:	1741952	LONGHORN STEAKS	
Registration Number:	3721608	OUTLAW RIBEYE	
TRADEMARK			

CH \$640.00 86382561

Property Type	Number	Word Mark
Registration Number:	3869857	PASSION FOR GRILLING
Registration Number:	2247835	TEXAS TONION
Registration Number:	2360420	THE RENEGADE
Registration Number:	3282216	WHEN LIFE CALLS FOR STEAK
Registration Number:	3805593	WILD WEST SHRIMP
Registration Number:	4786138	YOU CAN'T FAKE STEAK

CORRESPONDENCE DATA

Fax Number: 4072417800
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: 407-245-4978
Email: jhopkins@darden.com
Correspondent Name: Jennifer Hopkins
Address Line 1: 1000 Darden Center Drive
Address Line 4: Orlando, FLORIDA 32837

ATTORNEY DOCKET NUMBER:	RHM, LLC CONVERSION
NAME OF SUBMITTER:	Jennifer L. Hopkins
SIGNATURE:	/Jennifer L. Hopkins/
DATE SIGNED:	11/03/2015

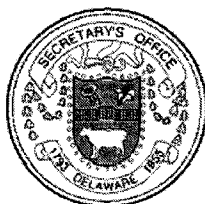
Total Attachments: 5
source=RARE Hospitality Management LLC Certified Coverision#page1.tif
source=RARE Hospitality Management LLC Certified Coverision#page2.tif
source=RARE Hospitality Management LLC Certified Coverision#page3.tif
source=RARE Hospitality Management LLC Certified Coverision#page4.tif
source=RARE Hospitality Management LLC Certified Coverision#page5.tif

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "RARE HOSPITALITY MANAGEMENT, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "RARE HOSPITALITY MANAGEMENT, INC." TO "RARE HOSPITALITY MANAGEMENT, LLC", FILED IN THIS OFFICE ON THE THIRD DAY OF NOVEMBER, A.D. 2015, AT 9:32 O`CLOCK A.M.



2365014 8100V
SR# 20150748324

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK". Below the signature is a horizontal line, and underneath the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 10348433
Date: 11-03-15

TRADEMARK
REEL: 005660 FRAME: 0267

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:32 AM 11/03/2015
FILED 09:32 AM 11/03/2015
SR 20150748324 - File Number 2365014

**CERTIFICATE OF CONVERSION
FROM A CORPORATION
TO A LIMITED LIABILITY COMPANY**

Pursuant to Sections 18-204 and 18-214 of the
Delaware Limited Liability Company Act
and Section 266 of the
General Corporation Law of the State of Delaware

1. The name of the Corporation immediately prior to the filing of this Certificate of Conversion is Rare Hospitality Management, Inc. The name under which the Corporation was originally incorporated is Bugaboo Creek Steak House, Inc.

2. The Corporation was originally incorporated on the 22nd day of December, 1993 under the laws of the State of Delaware. The Corporation's jurisdiction of incorporation immediately prior to the filing of this Certificate of Conversion is the State of Delaware.

3. The name of the Delaware limited liability company into which the Corporation shall be converted, as set forth in its Certificate of Formation, is Rare Hospitality Management, LLC.

4. The Conversion has been approved in accordance with the provisions of Section 266 of the General Corporation Law of the State of Delaware.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Corporation has caused this
Certificate of Conversion to be executed in its name this 3rd day of
November, 2015.

RARE HOSPITALITY
MANAGEMENT, INC.

By: W.P. White, III
Name: William P. White, III
Title: President

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "RARE HOSPITALITY MANAGEMENT, LLC" FILED IN THIS OFFICE ON THE THIRD DAY OF NOVEMBER, A.D. 2015, AT 9:32 O`CLOCK A.M.



2365014 8100V
SR# 20150748324

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 10348433
Date: 11-03-15

TRADEMARK
REEL: 005660 FRAME: 0270

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:32 AM 11/03/2015
FILED 09:32 AM 11/03/2015
SR 20150748324 - File Number 2365014

CERTIFICATE OF FORMATION

OF

RARE HOSPITALITY MANAGEMENT, LLC

1. The name of the limited liability company is Rare Hospitality Management, LLC.

2. The address of its registered office in the State of Delaware is 3411 Silverside Road Rodney Building #104, Wilmington, DE 19810. The name of its registered agent at such address is Corporate Creations Network, Inc.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation this 3rd day of November, 2015.

By: W.R. White, III
Name: William R. White, III
Title: Authorized Person

767977-WILSR01A - MSW