

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM366277

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
HOULIHAN'S RESTAURANTS, INC.		12/17/2015	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	CIT BANK, N.A., as Administrative Agent		
<b>Street Address:</b>	11 West 42nd Street		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10036		
<b>Entity Type:</b>	national association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 29</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86508148	THE OYSTER BAR AT DEVON SEAFOOD GRILL	
<b>Serial Number:</b>	86410445	PLATE IT FORWARD	
<b>Registration Number:</b>	4663763	FEED YOUR LIFESTYLE	
<b>Registration Number:</b>	4490859	J. GILBERT'S WOOD-FIRED STEAKS & SEAFOOD	
<b>Registration Number:</b>	4257782	DEVON SEAFOOD + STEAK	
<b>Registration Number:</b>	4257260	H-LISTED	
<b>Registration Number:</b>	4568568	THE SINK	
<b>Registration Number:</b>	4362660	FOODY CALL	
<b>Registration Number:</b>	3358755	HOULIHAN'S RESTAURANT + BAR	
<b>Registration Number:</b>	3076726	DEVON	
<b>Registration Number:</b>	3076728	DEVON SEAFOOD GRILL	
<b>Registration Number:</b>	3276715	LIVE FULL	
<b>Registration Number:</b>	3040743	H	
<b>Registration Number:</b>	3127861	H LIST	
<b>Registration Number:</b>	3056361	CALIFORNIA MASHERS	
<b>Registration Number:</b>	2983852	NLINE	
<b>Registration Number:</b>	2758669	JG	
<b>Registration Number:</b>	3011726	HOULI	
<b>Registration Number:</b>	2527341	BRAXTON SEAFOOD GRILL	
<b>TRADEMARK</b>			

CH \$740.00 86508148

Property Type	Number	Word Mark
Registration Number:	2285522	HOULIHAN'S
Registration Number:	2274633	H
Registration Number:	2011988	JG J. GILBERT'S WOOD-FIRED STEAKS
Registration Number:	2129750	J. GILBERT'S
Registration Number:	2018664	HOULIHAN'S
Registration Number:	1566527	BRAXTON SEAFOOD GRILL
Registration Number:	1835780	HOULIHAN'S
Registration Number:	1363864	DEVON BAR & GRILL
Registration Number:	1130582	HOULIHAN'S OLD PLACE
Registration Number:	1050344	HOULIHAN'S OLD PLACE

**CORRESPONDENCE DATA**

**Fax Number:** 3107884471

*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:** 310-788-4442

**Email:** vickie.lee@kattenlaw.com

**Correspondent Name:** Vickie Lee c/o Katten Muchin Rosenman

**Address Line 1:** 2029 Century Park East

**Address Line 2:** Suite 2600

**Address Line 4:** Los Angeles, CALIFORNIA 90067

**ATTORNEY DOCKET NUMBER:** 387253.00009

**NAME OF SUBMITTER:** Vickie Lee

**SIGNATURE:** /Vickie Lee/

**DATE SIGNED:** 12/17/2015

**Total Attachments: 6**

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## NOTICE OF SECURITY INTEREST IN TRADEMARKS

December 17, 2015

United States Department of Commerce  
Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

Ladies and Gentlemen:

Pursuant to the Security and Pledge Agreement, dated as of December 17, 2015 (as amended, restated, amended and restated, supplemented, extended, refinanced or otherwise modified from time to time, the "Security Agreement") by and among the grantors party thereto and CIT Bank, N.A., as Administrative Agent (the "Administrative Agent") for the Secured Parties referenced therein, Houlihan's Restaurants, Inc., a Delaware corporation (the "Assignor"), has granted to the Administrative Agent for ratable benefit of the Secured Parties, a security interest in the Trademarks (as such term is defined in the Security Agreement) including the trademarks listed on the annexed Exhibit A, and all applications, registrations, renewals and proceeds (including accounts receivable and royalties) thereof (the "Trademarks").

The Assignor hereby acknowledges and agrees that the security interest in the foregoing trademark registrations and trademark applications (a) may only be terminated in accordance with the terms of the Security Agreement and (b) is not to be constructed as an assignment of any trademark registration or trademark application.

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Very truly yours





HOULIHAN'S RESTAURANTS, INC.,  
a Delaware corporation, as Assignor


By:   
Name: Michael Archer  
Title: Chief Executive Officer

**EXHIBIT A**

<b>Citation</b>	<b>Source</b>	<b>Image</b>	<b>Owner Name</b>	<b>Application Number</b>	<b>Registration Number</b>
THE OYSTER BAR AT DEVON SEAFOOD GRILL	USPTO	THE OYSTER BAR AT DEVON SEAFOOD GRILL	HOULIHAN'S RESTAURANTS, INC.	App 86508148	
PLATE IT FORWARD	USPTO	PLATE IT FORWARD	HOULIHAN'S RESTAURANTS, INC.	App 86410445	
FEED YOUR LIFESTYLE <b>Cross References:</b> FEED YOUR LIFE STYLE	USPTO	FEED YOUR LIFESTYLE	HOULIHAN'S RESTAURANTS, INC.	App 86292549	Reg 4663763
J. GILBERT'S WOOD-FIRED STEAKS & SEAFOOD <b>Cross References:</b> J GILBERTS WOOD FIRED STEAKS & SEAFOOD	USPTO	J. GILBERT'S WOOD-FIRED STEAKS & SEAFOOD	HOULIHAN'S RESTAURANTS, INC.	App 86005816	Reg 4490859
DEVON SEAFOOD + STEAK <b>Cross References:</b> DEVON SEAFOOD AND STEAK	USPTO	DEVON SEAFOOD + STEAK	HOULIHAN'S RESTAURANTS, INC.	App 85663036	Reg 4257782
H-LISTED <b>Cross References:</b> H LISTED	USPTO	H-LISTED	HOULIHAN'S RESTAURANTS, INC.	App 85605456	Reg 4257260
THE SINK	USPTO	THE SINK	HOULIHAN'S RESTAURANTS, INC.	App 85228947	Reg 4568568
FOODY CALL	USPTO	FOODY CALL	HOULIHAN'S RESTAURANTS, INC.	App 77747917	Reg 4362660

HOULIHAN'S RESTAURANT + BAR <b>Cross References:</b> HOULIHAN'S RESTAURANT PLUS BAR, HOULIHAN'S RESTAURANT AND BAR	USPTO		HOULIHAN'S RESTAURANTS, INC.	<b>App</b> 77137816	<b>Reg</b> 3358755
DEVON	USPTO		HOULIHAN'S RESTAURANTS, INC.	<b>App</b> 78610143	<b>Reg</b> 3076726
DEVON SEAFOOD GRILL	USPTO		HOULIHAN'S RESTAURANTS, INC.	<b>App</b> 78610161	<b>Reg</b> 3076728
LIVE FULL	USPTO		HOULIHAN'S RESTAURANTS, INC.	<b>App</b> 78585466	<b>Reg</b> 3276715
H	USPTO		HOULIHAN'S RESTAURANTS, INC.	<b>App</b> 78485467	<b>Reg</b> 3040743
H LIST	USPTO		HOULIHAN'S RESTAURANTS, INC.	<b>App</b> 78485503	<b>Reg</b> 3127861
CALIFORNIA MASHERS	USPTO		HOULIHAN'S RESTAURANTS, INC.	<b>App</b> 78354129	<b>Reg</b> 3056361
NLINE <b>Cross References:</b> N LINE	USPTO		HOULIHAN'S RESTAURANTS, INC.	<b>App</b> 78204983	<b>Reg</b> 2983852
JG	USPTO		HOULIHAN'S RESTAURANTS, INC.	<b>App</b> 76464636	<b>Reg</b> 2758669
HOULI	USPTO		HOULIHAN'S RESTAURANT, INC.	<b>App</b> 76396829	<b>Reg</b> 3011726

BRAXTON SEAFOOD GRILL	USPTO		HOULIHAN'S RESTAURANTS, INC.	<b>App</b> 76220412	<b>Reg</b> 2527341
HOULIHAN'S	USPTO		HOULIHAN'S RESTAURANTS, INC.	<b>App</b> 75580617	<b>Reg</b> 2285522
H	USPTO		HOULIHAN'S RESTAURANTS, INC.	<b>App</b> 75580619	<b>Reg</b> 2274633
JG J. GILBERT'S WOOD-FIRED STEAKS <b>Cross References:</b> JG J. GILBERT'S WOOD FIRED STEAKS	USPTO		HOULIHAN'S RESTAURANTS, INC.	<b>App</b> 75025030	<b>Reg</b> 2011988
J. GILBERT'S	USPTO		HOULIHAN'S RESTAURANTS, INC.	<b>App</b> 75025025	<b>Reg</b> 2129750
HOULIHAN'S	USPTO		HOULIHAN'S RESTAURANTS, INC.	<b>App</b> 74600268	<b>Reg</b> 2018664
BRAXTON SEAFOOD GRILL	USPTO		HOULIHAN'S RESTAURANTS, INC.	<b>App</b> 73781175	<b>Reg</b> 1566527
HOULIHAN'S	USPTO		HOULIHAN'S RESTAURANTS, INC.	<b>App</b> 73567687	<b>Reg</b> 1835780
DEVON BAR & GRILL	USPTO		HOULIHAN'S RESTAURANTS, INC.	<b>App</b> 73532457	<b>Reg</b> 1363864

HOULIHAN'S OLD PLACE	USPTO		HOULIHAN'S RESTAURANTS. INC	<b>App 73178447</b>	<b>Reg 1130582</b>
HOULIHAN'S OLD PLACE	USPTO		HOULIHAN'S RESTAURANTS. INC	<b>App 73055934</b>	<b>Reg 1050344</b>