

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM479942

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest under Reel/Frame 4856/0548

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Golub Capital Markets LLC (f/k/a GCI Capital Markets LLC)		06/28/2018	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	Noodle Time, Inc.
Street Address:	8750 N.W. 36th Street, Suite 300
City:	Doral
State/Country:	FLORIDA
Postal Code:	33178
Entity Type:	Corporation: FLORIDA
Name:	RA Sushi Holding Corp.
Street Address:	8750 N.W. 36th Street, Suite 300
City:	Doral
State/Country:	FLORIDA
Postal Code:	33178
Entity Type:	Corporation: DELAWARE
Name:	Haru Holding Corp.
Street Address:	8750 N.W. 36th Street, Suite 300
City:	Doral
State/Country:	FLORIDA
Postal Code:	33178
Entity Type:	Corporation: DELAWARE
Name:	Benihana National Corp.
Street Address:	8750 N.W. 36th Street, Suite 300
City:	Doral
State/Country:	FLORIDA
Postal Code:	33178
Entity Type:	Corporation: DELAWARE
Name:	The Samurai Inc.
Street Address:	8750 N.W. 36th Street, Suite 300
City:	Doral

TRADEMARK

State/Country:	FLORIDA
Postal Code:	33178
Entity Type:	Corporation: NEW YORK

PROPERTY NUMBERS Total: 39

Property Type	Number	Word Mark
Registration Number:	1230609	BENIHANA
Registration Number:	1371624	BENIHANA
Registration Number:	1412570	BENIHANA
Registration Number:	2029115	BENIHANA
Registration Number:	2119770	BENIHANA GRILL
Registration Number:	2058184	BENIHANA GRILL
Registration Number:	0940142	BENIHANA OF TOKYO
Registration Number:	0937781	
Registration Number:	1426792	
Registration Number:	2030592	
Registration Number:	2054499	BENIPAC KANA
Registration Number:	3843673	THE CHEF'S TABLE C
Registration Number:	3784161	BENIHANA
Registration Number:	3634519	BENIGRAM
Registration Number:	2851354	
Registration Number:	2762510	KENMEI-ICHIBANCHA
Registration Number:	2778343	BENIHANA HERB TEA
Registration Number:	2983575	
Registration Number:	2709651	BENISUSHI
Registration Number:	4030723	KABUKI KIDS
Registration Number:	4030722	KABUKI KIDS
Registration Number:	3928737	BENIHANA
Registration Number:	3928723	
Registration Number:	3087776	IT'S MORE FUN IN THE RA
Registration Number:	3087775	RA
Registration Number:	2209246	RA
Registration Number:	3531838	RA SUSHI
Registration Number:	3408349	RA SUSHI BAR RESTAURANT
Registration Number:	4063423	
Registration Number:	2546193	HARU
Registration Number:	4111688	ACCESS
Registration Number:	4072721	SAMURAI STEAK - SEAFOOD - SUSHI
Serial Number:	85223480	BENIHANA

Property Type	Number	Word Mark
Serial Number:	85555344	THE CHEF'S TABLE
Serial Number:	85374460	THE HOOK UP
Serial Number:	85357575	RA
Serial Number:	85357569	RA
Serial Number:	85381901	HARU
Serial Number:	85223502	

CORRESPONDENCE DATA

Fax Number: 2129692900
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: 212-969-3000
Email: ypan@proskauer.com
Correspondent Name: William Majeski
Address Line 1: Proskauer Rose LLP
Address Line 2: Eleven Times Square
Address Line 4: New York, NEW YORK 10036-8299

ATTORNEY DOCKET NUMBER:	31199.072
NAME OF SUBMITTER:	William Majeski
SIGNATURE:	/William Majeski/
DATE SIGNED:	06/28/2018

Total Attachments: 12
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**TERMINATION AND RELEASE OF A SECURITY
INTEREST TRADEMARKS**

June 28, 2018

THIS TERMINATION AND RELEASE OF LIEN (this "Release") is made as of June 28, 2018, by Golub Capital Markets LLC (f/k/a GCI Capital Markets LLC), in its capacity as administrative agent under the Credit Agreement (as defined below) (the "Administrative Agent"), in favor of (i) Noodle Time, Inc., (ii) RA Sushi Holding Corp., (iii) Haru Holding Corp., Benihana National Corp. and (v) The Samurai, Inc. (each a "Grantor" and collectively, the "Grantors").

WHEREAS, Borrower, Holdings, the Subsidiary Guarantors, the Lenders and the Administrative Agent entered into that certain Credit Agreement, dated as of August 21, 2012, as amended by that certain Amendment No. 1 to Credit Agreement, dated as of January 18, 2013, that certain Amendment No. 2 to Credit Agreement, dated as of July 17, 2013, that certain Amendment No. 3 to Credit Agreement, dated as of September 30, 2014, that certain Amendment No. 4 to Credit Agreement, dated as of August 21, 2015 and that certain Amendment No. 5 to Credit Agreement, dated as of December 28, 2016 (as so amended, the "Credit Agreement");

WHEREAS, in connection with the Credit Agreement, the Grantors executed and delivered that certain Security Agreement dated as of August 21, 2012 (as amended, restated, extended, supplemented, waived, or otherwise modified in writing from time to time, the "Security Agreement"), pursuant to which the Grantors executed and delivered that certain Trademark Security Agreement dated as of August 21, 2012, including Schedule A thereto, which was recorded with the United States Patent and Trademark Office at Reel 4856, Frame 0548 (as amended, restated, extended, supplemented, waived, or otherwise modified in writing from time to time, the "Trademark Security Agreement" and together with the Security Agreement, the "Security Agreements");

WHEREAS, pursuant to the Security Agreements, each Grantor, granted to Golub Capital Markets LLC, as the Administrative Agent for the benefit of the Secured Parties, a Lien on and security interest in, all of Grantors' presently existing or after acquired right, title and interest in and to the Trademarks, including, without limitation, the Trademarks set forth on Schedule A hereto (the "Trademark Collateral"), to secure the prompt and complete payment and performance when due of the Obligations; and

WHEREAS, pursuant to that certain Payoff Letter dated as of June 28, 2018, entered into by the Administrative Agent and the Borrower, the Administrative Agent acknowledged the full payment and performance of the Obligations of each Grantor, and accordingly each Grantor has requested and Administrative Agent has agreed to provide a document suitable for recording in the United States Patent and Trademark Office evidencing and effecting the release, relinquishment and discharge of its security interest in the Trademark Collateral.

NOW, THEREFORE, in consideration of the foregoing and in exchange for

good and valuable consideration, Administrative Agent hereby agrees as follows:

1. Defined Terms. All capitalized terms used but not otherwise defined herein have the meanings given to them in the Trademark Security Agreement.

2. Release of Security Interest; Further Assurances. Administrative Agent, without any representation and warranty by or any recourse to Administrative Agent, hereby (i) fully terminates the Security Agreements, (ii) fully terminates, releases, relinquishes and discharges all of its Lien on and security interest in the Trademark Collateral, (iii) re-transfers and re-assigns to the applicable Grantor any and all right, title and interest that the Administrative Agent may have in, to and under the Trademark Collateral, (iv) agrees that it shall execute all other documents and do all other acts necessary or desirable to relinquish its security interests in the Trademark Collateral and effect the release of such rights to each Grantor, at Grantors' expense and (v) authorizes and requests that the United States Patent and Trademark Office note and record the release hereby given and any other filings necessary to evidence the release and termination of the Administrative Agent's rights under each of the Credit Agreement and the Security Agreements with respect to the Trademark Collateral.

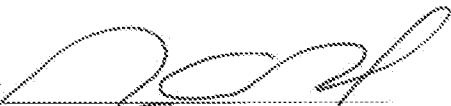
3. Electronic Delivery. Delivery of an executed signature page of this Release by electronic image scan transmission shall be effective as delivery of a manually executed counterpart hereof.

4. Governing Law. This Release shall be governed by, and construed and interpreted in accordance with, the laws of the State of New York.

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IN WITNESS WHEREOF, the undersigned has executed this Release by its duly authorized officer as of the date first above written.



Golub Capital Markets LLC,
as Administrative Agent


By: 
Name: Marc C. Robinson
Title: Managing Director

SCHEDULE A



Registered Trademarks


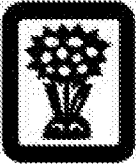
U.S. Federal Trademarks

Trademark	Registration Number or Serial Number	Registration Date or Filing Date	Owner
BENIHANA	1,230,609	03/08/1983	Noodle Time Inc.
BENIHANA	1,371,624	11/19/1985	Noodle Time, Inc.
BENIHANA	1,412,570	10/07/1986	Noodle Time, Inc.
BENIHANA and Design 	2,029,115	01/07/1997	Benihana National Corp.
BENIHANA GRILL (Stylized) 	2,119,770	12/09/1997	Noodle Time, Inc.
BENIHANA GRILL and Design	2,058,184	04/29/1997	Noodle Time, Inc.


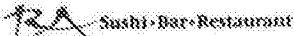

Trademark	Registration Number or Serial Number	Registration Date or Filing Date	Owner
			
BENIHANA OF TOKYO	940,142	08/01/1972	Noodle Time, Inc.
MISCELLANEOUS DESIGN 	937,781	07/11/1972	Noodle Time, Inc.
MISCELLANEOUS DESIGN 	1,426,792	01/27/1987	Noodle Time, Inc.
MISCELLANEOUS DESIGN 	2,030,592	01/14/1997	Noodle Time, Inc.

Trademark	Registration Number or Serial Number	Registration Date or Filing Date	Owner
BENIPAC KANA & DESIGN 	2,054,499	04/22/1997	Noodle Time, Inc.
THE CHEF'S TABLE & DESIGN 	3,843,673	09/07/2010	Noodle Time, Inc.
BENIHANA	3,784,161	05/04/2010	Noodle Time, Inc.
BENIGRAM	3,634,519	06/09/2009	Noodle Time, Inc.
KENMEI-ICHIBANCHA DESIGN	2,851,354	06/08/2004	Noodle Time, Inc.

Trademark	Registration Number or Serial Number	Registration Date or Filing Date	Owner
			
KENMEI-ICHIBANCHA	2,762,510	09/09/2003	Noodle Time, Inc.
BENIHANA HERB TEA	2,778,343	10/28/2003	Noodle Time, Inc.
MISCELLANEOUS DESIGN 	2,983,575	08/09/2005	Noodle Time, Inc.

Trademark	Registration Number or Serial Number	Registration Date or Filing Date	Owner
BENISUSHI	2,709,651	04/22/2003	Noodle Time, Inc.
KABUKI KIDS AND DESIGN 	4,030,723	09/27/2011	Noodle Time, Inc.
KABUKI KIDS	4,030,722	09/27/2011	Noodle Time, Inc.
BENIHANA	3,928,737	03/08/2011	Noodle Time, Inc.
FLOWER DESIGN 	3,928,723	03/08/2011	Noodle Time, Inc.
BENIHANA	85/223,480	01/21/2011	Noodle Time, Inc.

Trademark	Registration Number or Serial Number	Registration Date or Filing Date	Owner
FLOWER DESIGN 	1,072,697	01/21/2011	Noodle Time, Inc.
THE CHEF'S TABLE	85-555,344	02/28/2012	Noodle Time, Inc.
IT'S MORE FUN IN THE RA	3,087,776	05/02/2006	RA Sushi Holding Corp.
RA	3,087,775	05/02/2006	RA Sushi Holding Corp.
RA and DESIGN 	2,209,246	12/08/1998	RA Sushi Holding Corp.

Trademark	Registration Number or Serial Number	Registration Date or Filing Date	Owner
RA SUSHI and DESIGN 	3,531,838	11/11/2008	RA Sushi Holding Corp.
RA SUSHI BAR RESTAURANT 	3,408,349	04/08/2008	RA Sushi Holding Corp.
PHONETIC RA SYMBOL DESIGN 	4,063,423	11/29/2011	RA Sushi Holding Corp.
THE HOOK UP	85-374,460	07/18/2011	RA Sushi Holding Corp.

Trademark	Registration Number or Serial Number	Registration Date or Filing Date	Owner
RA	85-357,575	06/27/2011	RA Sushi Holding Corp.
RA	85-357,569	06/27/2011	RA Sushi Holding Corp.
HARU and DESIGN 	2,546,193	03/12/2002	Haru Holding Corp.
HARU and DESIGN 	85-381,901	07/27/2011	Haru Holding Corp.
ACCESS	4111688	03/13/2012	Haru Holding Corp.
SAMURAI STEAK SEAFOOD SUSHI AND DESIGN	4,072,721	12/20/2011	The Samurai, Inc.

Trademark	Registration Number or Serial Number	Registration Date or Filing Date	Owner
