

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM531997

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CLASSIC RESTAURANTS CORP.		07/16/2019	Corporation:
RECEIVING PARTY DATA			
Name:	NORTHLAND BUILDERS VENTURES LLC		
Street Address:	680 5th Avenue, 17th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10019		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	5543321	THE POOL ROOM	
Registration Number:	4880245	THE FOUR SEASONS RESTAURANT THE GRILL RO	
Registration Number:	4935254	THE FOUR SEASONS RESTAURANT THE POOL ROO	
Registration Number:	0936802	THE FOUR SEASONS	
Registration Number:	1322388	SPA CUISINE	
Registration Number:	1333820		
CORRESPONDENCE DATA			
Fax Number:			
<i>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.</i>			
Phone:	212-715-9100		
Email:	rjurist@kramerlevin.com		
Correspondent Name:	Kramer Levin Naftalis & Frankel LLP		
Address Line 1:	1177 Avenue of the Americas		
Address Line 4:	New York, NEW YORK 10036		
ATTORNEY DOCKET NUMBER:	072811-00002		
NAME OF SUBMITTER:	Rachel M. Jurist		
SIGNATURE:	/Rachel M. Jurist/		
DATE SIGNED:	07/16/2019		

CH \$165.00 5543321

Total Attachments: 5

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Trademark Security Agreement

Trademark Security Agreement, dated as of July 16, 2019 by CLASSIC RESTAURANTS CORP., a Delaware corporation (“Pledgor”), in favor of NORTHLAND BUILDERS VENTURES LLC, a Delaware limited liability company (“Lender”).

W I T N E S S E T H:

Whereas, Pledgor is party to a Loan and Security Agreement of even date herewith (as amended, amended and restated, supplemented or otherwise modified from time to time, the “Loan Agreement”) in favor of the Lender pursuant to which Pledgor is required to execute and deliver this Trademark Security Agreement;

Now, therefore, in consideration of the foregoing premises and other good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, and to induce the Lender to enter into the Loan Agreement, Pledgor hereby agrees with the Lender as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Loan Agreement and used herein have the meaning given to them in the Loan Agreement.

SECTION 2. Grant of Security Interest in Trademark Collateral. As collateral security for the payment and performance in full of all the Obligations, Pledgor hereby pledges and grants to the Lender a lien on and security interest in all of the right, title and interest of Pledgor in, to and under the following Collateral of Pledgor (collectively, “Trademark Collateral”):

- (a) Trademarks of Pledgor, including those listed on Schedule I attached hereto; and
- (b) all Proceeds of any and all of the foregoing.

SECTION 3. Security Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Lender pursuant to the Loan Agreement and Pledgor hereby acknowledge and affirm that the rights and remedies of the Lender with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Loan Agreement. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Loan Agreement, the provisions of the Loan Agreement shall control.

SECTION 4. Termination. Upon the payment in full of the Obligations and termination of the Loan Agreement, the Lender shall execute, acknowledge, and deliver to Pledgor an instrument in writing in recordable form releasing the collateral pledge, grant, assignment, lien and security interest in the Trademark Collateral under this Trademark Security Agreement.

SECTION 5. Counterparts. This Trademark Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Trademark Security Agreement by signing and delivering one or more counterparts.

SECTION 6. Governing Law. This Trademark Security Agreement and the transactions contemplated hereby, and all disputes between the parties under or relating to this Trademark Security Agreement or the facts or circumstances leading to its execution, whether in contract, tort or otherwise, shall be construed in accordance with and governed by the laws (including statutes of limitation) of the

State of New York, without regard to conflicts of law principles that would require the application of the laws of another jurisdiction.


[signature page follows]

IN WITNESS WHEREOF, Pledgor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

Very truly yours,

CLASSIC RESTAURANTS CORP.

By:



Name: Barry M. Korn

Title: Chief Financial Officer

Agreed to and Accepted:

NORTHLAND BUILDERS VENTURES, LLC

By:

Name:

Title:

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT
TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

Trademark Registrations:

OWNER	REGISTRATION NUMBER	MARK
Classic Restaurants Corp.	5543321	THE POOL ROOM
Classic Restaurants Corp.	4880245	THE FOUR SEASONS RESTAURANT THE GRILL ROOM
Classic Restaurants Corp.	4935254	THE FOUR SEASONS RESTAURANT THE POOL ROOM
Classic Restaurants Corporation	0936802	THE FOUR SEASONS
Classic Restaurants Corporation	1322388	SPA CUISINE
Classic Restaurants Corporation	1333820	Four Tree Design (black and white)