



**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

**Name**

**Address (line 1)**

**Address (line 2)**

**Address (line 3)**

**Address (line 4)**

**Correspondent Name and Address**

Area Code and Telephone Number

**Name**

**Address (line 1)**

**Address (line 2)**

**Address (line 3)**

**Address (line 4)**

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2110315"/>	<input type="text" value="2135215"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment: Enclosed  Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

Authorization to charge additional fees:

Yes

No

**Statement and Signature**

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Jay E. Sloman

Name of Person Signing



Signature

12/23/99

Date Signed

## TRADEMARK ASSIGNMENT

WHEREAS, **WHIP POOLING CORPORATION**, a corporation organized and existing under the laws of the State of Georgia, with its principal place of business at 8215 Roswell Road, Building 200, Atlanta, Georgia 30350, ("ASSIGNOR"), has adopted and used and is the owner of the trademarks and service marks listed in the schedule attached hereto as Schedule A and made a part hereof (hereinafter referred to as the "Marks"), in connection with ASSIGNOR's goods and services, and the goodwill associated therewith; and

WHEREAS, **RARE HOSPITALITY INTERNATIONAL, INC.**, a Delaware corporation having its principal place of business at 8215 Roswell Road, Building 600, Atlanta, Georgia 30350 ("ASSIGNEE"), desires to acquire all right, title and interest in and to the Marks.

NOW, THEREFORE, ASSIGNOR does hereby assign and transfer unto ASSIGNEE, its successors, assigns, and legal representatives, all rights, title and interest in and to the Marks, including all registrations and applications for registration thereof, together with the goodwill of the business symbolized by the Marks, and including any and all claims for past infringement thereof, including all rights as opponents in any opposition or cancellation proceeding. ASSIGNOR further agrees to execute all documents necessary to perfect such rights, title, and interest in ASSIGNEE, its successors, assigns, and legal representatives.

IN WITNESS HEREOF, ASSIGNOR has caused this Trademark Assignment to be executed by a duly authorized corporate officer to be effective as of 12:01 a.m., December 27, 1999.

ASSIGNEE hereby consents to and accepts this Trademark Assignment and has caused it to be executed by a duly authorized corporate officer to be effective as of 12:01 a.m., December 27, 1999.

WHIP POOLING CORPORATION

By: *Philip J. Hickey, Jr.*

Name: Philip J. Hickey, Jr.

Title: President

STATE OF Georgia §

COUNTY OF Fulton §

On this 21<sup>st</sup> day of December, 1999, before me, a Notary Public in and for the State and County aforesaid, personally appeared Philip J. Hickey, Jr., known by me to be the person of the above name and an officer of WHIP POOLING CORPORATION duly authorized to execute this Trademark Assignment on behalf of WHIP POOLING CORPORATION, who signed and executed the foregoing instrument on behalf of WHIP POOLING CORPORATION.

*Alcedia Wata*  
Notary Public

My Commission Expires:  Notary Public, Cobb County, Georgia  
My Commission Expires Dec. 4, 2001

RARE HOSPITALITY INTERNATIONAL,  
INC.

By: Philip J. Hickey, Jr.

Name: Philip J. Hickey, Jr.

Title: President

STATE OF Georgia §

COUNTY OF Fulton §

On this 21<sup>st</sup> day of December, 1999, before me, a Notary Public in and for the State and County aforesaid, personally appeared Philip J. Hickey, Jr., known by me to be the person of the above name and an officer of RARE HOSPITALITY INTERNATIONAL, INC. duly authorized to execute this Trademark Assignment on behalf of RARE HOSPITALITY INTERNATIONAL, INC. who signed and executed the foregoing instrument on behalf of RARE HOSPITALITY INTERNATIONAL, INC.

Alcedia Watson  
Notary Public

My Commission Expires: **Notary Public, Cobb County, Georgia  
My Commission Expires Dec. 4, 2001**

SCHEDULE A

<u>Mark</u>	<u>Registration No.</u>	<u>Territory</u>
HEMENWAY'S SEAFOOD GRILL & OYSTER BAR	2,110,315	United States
HEMENWAY'S SEAFOOD GRILL & OYSTER BAR & Design	2,135,215	United States
GRIST MILL	n/a	
GRIST MILL & Design	n/a	