| FORM PTO-1594 (Rev. 6-93)   | 02-16                        | -2001                                  | SHEET                        | U.S. DEPARTMENT OF COMMERC          |
|---|------------------------------|--|------------------------------|-------------------------------------|
| OMB Nc. 0651-0011 (exp. 4/9)  |                              |  | Υ                            |                                     |
| Tab settingS□□□ ▼ ▼   |                              |  |                              | ▼ ▼                                 |
| To the Honorable Commissioner of Pato   | 10161                        | 4525                                   | .ched original de            | ocuments or copy thereof.           |
| 1. Name of conveying party(ies):<br>Gary's Operating, Inc.                                    |                              |  | address of rec               | _                                   |
|   |                              | Name: <u>Hell</u>                      | er Financial, In             | С.                                  |
| v   |                              | Internal Ad                            | dress:                       |                                     |
| □ Individual(s) □ Associ  | iation                       | Street Add                             | ress : <u>500 We</u>         | est Monroe                          |
| □ General Partnership □ Limited ☑ Corporation-State DE  | l Partnership                | City: <u>Chi</u> c                     | ago                          | State: <u>IL</u> zip: <u>60661</u>  |
| □ Other ————————————————————————————————————  |                              | □ Individa                             | ıal(s) citzenshi             | p                                   |
| Additional name(s) of conveying party(ies) attached   |                              | □ Associa                              |                              | <b>Y</b>                            |
| 3. Nature of conveyance: 🔰 🚄 –  | > <i>l</i>                   | □ Genera                               | Partnership                  |                                     |
|   |                              |  | Partnersnip                  | DE                                  |
|   | □ Merger<br>□ Change of Name | □ Other                                |                              |                                     |
| □ Other   |                              | If assignee is not                     | domiciled in the U           |                                     |
|   |                              | designation is att<br>(Designations mu | ached:<br>st be a separate d | ☐ Yes ☐ No ocument from assignment) |
| Execution Date: <u>January 30, 2001</u>   |                              | Additional name(                       | s) & address(es) a           | ttached? □ Yes ፡ No                 |
| 4. Application number(s) or trademark   |                              | 1                                      |                              |                                     |
| A. Trademark Application No.(s) NONE  |                              | B. Traden<br>1,297,975                 | nark Registrati<br>1,269,494 | on<br>74/262,646                    |
|   | Additional numbers           | attached? NO                           |                              |                                     |
| Name and address of party to whom coconcerning document should be mailed:                     | =                            | 6. Total numb                          | per of applications          | ions and 3                          |
|   |                              |  |                              | 7:0<br>AS                           |
| Nat <b>RETURN TO:</b>   |                              | 7. Total fee (                         | R7 CFR                       | 8 <b>90.00</b> J                    |
| INTEDERAL RESEARCE  | CHCODD                       | ⊠ Enclose                              |                              |                                     |
| 400 SEVENTH STA   | REET NW                      |  | -                            | y Seed to deposit                   |
| Street WASHINGTON DO  | 20004                        | 8. Deposit ac                          | count number:                | ÆD                                  |
| City:Stat   | ZIP                          | (Attach duplica                        | ate copy of this pa          | ge if paying by deposit account)    |
|   | DO NOT USE T                 | HIS SPACE                              |                              | an E                                |
|   |                              |  | <u>.</u>                     | 90E                                 |
| 9. Statement and signature.  To the best of my knowledge and belief of the original document. | ef, the foregoing info       | ormation is true an                    | d correct and a              | ny attached copy is a true          |
| Rebecca L. Foley  | Keline                       | R. Fole                                |                              | 1/30/01                             |
| Name of Person  | )                            | Signature                              |                              | Date.                               |
| Tota  | al number of pages inclu     | ding cover sheet, attac                | chments, and                 | Batte                               |
| Mail documents t<br>Commissioner of Patent  | to be recorded with          |  |                              |                                     |



IN WITNESS WHEREOF, Grantor has caused this Trademark Security Agreement to be duly executed by its duly authorized officer thereunto as of the 30th day of January, 2001.

GARY'S OPERATING, INC., a Delaware corporation

Name: CEOL President

**Acknowledged:** 

HELLER FINANCIAL, INC., a Delaware corporation, as Agent

| By:    |  |
|--------|--|
| Name:  |  |
| Title: |  |

IN WITNESS WHEREOF, Grantor has caused this Trademark Security Agreement to be duly executed by its duly authorized officer thereunto as of the 30th day of January, 2001.

| GARY'S OF corporation | PERATING, INC., a Delawar |
|-----------------------|---------------------------|
| By: Name: Title:      |                           |

## **Acknowledged:**

HELLER FINANCIAL, INC., a Delaware

corporation, as Agent

By: \_ Name: PATRICK HENDIAN

Title:

Trademark Security Agreement

TRADEMARK
REEL: 002237 FRAME: 0003

## **ACKNOWLEDGMENT**

| STATE OF CAUFORNIA   | )       |  |
|--|---------|--|
|  | )       | SS.  |
| COUNTY OF LOS ANGELES  | )       |  |
|  |         |  |
| On the 24 day of Januar  | v. 2001 | 1, before me personally appeared שויים אין אין אין אויים אויים אין |
|  | -       | e on the basis of satisfactory evidence to be the person   |
|  |         | regoing instrument as PRESIDENT of Gary's  |
|  |         | (the "Corporation"), who being by me duly sworn, did   |
| <del>-</del>   |         | of the Corporation, the Corporation described in   |
| · · · · · · · · · · · · · · · · · · ·  |         |  |
|  |         | ent; that the said instrument was signed on behalf of the  |
| · ·  |         | ectors; and that he acknowledged said instrument to be   |
| the free act and deed of the Corpo   | ration. |  |
|  |         |  |
| to Life of Leep seefing of Leep seefing of   |         | 1 1/11/1/1   |
| 德的人 医克克斯特 医二甲二苯二   |         | the contiffee that   |
| A Property of the control of the con |         | - CENCY MUSE   |
|  |         | Notary Public  |

My commission expires:

{Seal}

MAN 7, 2002

## **TRADEMARKS**

| <u>Mark</u>                | State or Country | Class(es) | Reg./App. No. | Exp. Date     |
|----------------------------|------------------|-----------|---------------|---------------|
| Gary's Operating, Inc.     |                  |           |               |               |
| Computux                   | USA              |           | 1,297,975     |               |
| Gary's in Fanciful Script  | California       |           | 19,316        | · <del></del> |
| Gary's                     | California       |           | 14,395        |               |
| Gary's                     | USA              |           | 1,269,494     |               |
| Jeffrey Morton Formal Wear | USA              |           | 74/262,646    |               |

TRADEMARK
RECORDED: 02/02/2001 REEL: 002237 FRAME: 0005