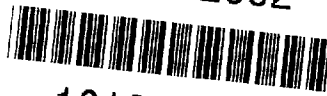


02-01-2002



101967560

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

| | |
|---|---|
| <p>1. Name of conveying party(ies): U.S. Bank National Association <i>10.29.01</i></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-Minnesota <input checked="" type="checkbox"/> Other <u>National Banking Association</u></p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> | <p>2. Name and address of receiving party(ies) Name <u>BUCA, INC.</u> Internal Address: <u>Suite 5003</u> Street Address: <u>1300 Nicollet Avenue</u> City: <u>Minneapolis</u> State: <u>MN</u> ZIP: <u>55403</u></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <u>Minnesota</u> <input type="checkbox"/> Other</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from Assignment) Additional name(s) & address(es) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> |
| <p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other: <u>Release of Collateral Assignment of Trademarks</u></p> <p>Execution Date: <u>August 28, 2001</u></p> | <p>4. Application number(s) or patent number(s):</p> <p>A. Trademark Application No.(s)</p> <p>B.Trademark Registration No.(s) <u>2,139,003</u> 2,133,290 <u>2,058,534</u></p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> |

| | |
|--|--|
| <p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Elizabeth C. Buckingham</u> Internal Address: <u>Dorsey & Whitney LLP</u> Street Address: <u>220 South Sixth Street</u> City: <u>Minneapolis</u> State: <u>MN</u> ZIP: <u>55402</u></p> | <p>6. Total Number of applications and registrations involved: <u>3</u></p> <p>7. Total fee (37 CFR 3.41). <u>\$90.00</u></p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>04-1420</u></p> <p>(Attach duplicate copy of this page if paying by deposit account)</p> |
|--|--|

DO NOT USE THIS SPACE

9. 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.

| | | |
|--|---|---------------------------------|
| <u>Elizabeth C. Buckingham</u> Name of person Signing | <u>Elizabeth C. Buckingham</u> Signature | <u>October 26, 2001</u> Date |
|--|---|---------------------------------|

Total number of pages comprising cover sheet: 1

RELEASE OF COLLATERAL ASSIGNMENT OF TRADEMARKS

BE IT KNOWN THAT:

WHEREAS, to secure payment of its obligations under that certain Credit Agreement dated as of February 5, 1999, by and between BUCA, INC., a Minnesota corporation and U.S. BANK NATIONAL ASSOCIATION, a national banking association (the "Credit Agreement"), BUCA, INC. (as "Assignor") pledged to the U.S. BANK NATIONAL ASSOCIATION (as "Assignee") certain assets including the trademarks, trademark applications and trademark registrations set forth on Exhibit A hereto (the "Trademarks") under that certain Collateral Assignment of Trademarks (the "Collateral Assignment") by and between Assignor, and the Agent dated as of February 5, 1999, and recorded in the United States Patent and Trademark Office on February 16, 1999 in Reel/Frame: 1856/0560.

WHEREAS, the Borrower's "Obligations" (as defined in the Credit Agreement) have been fully paid and discharged.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Agent, on behalf of itself and the Banks, does hereby release, satisfy, terminate and discharge the pledge to the Agent of, and its security interest in, the Trademarks as pledged under the Collateral Assignment, together with that part of the goodwill of the business connected with the use of and symbolized by the Trademarks, and any registrations that may issue in connection therewith.

Date: August ~~28~~, 2001

U.S. BANK NATIONAL ASSOCIATION, as Agent


Name: 
Title: Assistant Vice President

EXHIBIT A TO RELEASE OF
COLLATERAL ASSIGNMENT
OF TRADEMARKS

TRADEMARK REGISTRATIONS

| <u>Trademark</u> | <u>Reg. No.</u> | <u>Reg. Date</u> | <u>Country</u> |
|------------------|-----------------|------------------|----------------|
| BUCA DI BEPPO | 2139003 | 2/24/98 | USA |
| BEPPO | 2133290 | 1/27/98 | USA |
| BUCA | 2058534 | 5/6/97 | USA |

TRADEMARK APPLICATIONS

| <u>Trademark</u> | <u>Ser. No.</u> | <u>Appl. Date</u> | <u>Country</u> |
|------------------|-----------------|-------------------|----------------|
| None | | | |

DORSEY & WHITNEY LLP

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VANCOUVER
TORONTO
SHANGHAI

October 29, 2001

BOX ASSIGNMENT

Director – U.S. Patent and Trademark Office
Washington, D.C. 22202-3513

Re: Recordal of Release of Collateral Assignment of Trademarks
Our File: 250.ASG

Dear Sir or Madam:

Enclosed herewith in connection with the recordal of the above Collateral Assignment of Trademarks are the following documents:

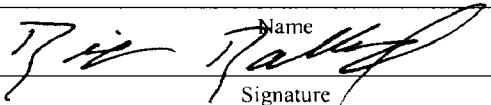
- Release of Collateral Assignment of Trademarks dated August 28, 2001 regarding Registration Nos. 2,139,003; 2,133,290; and 2,058,534;
- Recordation Form Cover Sheet;
- Check in the amount of \$90.00 to cover the recording fee; and
- Return postcard.

Express Mail mailing label number EV040149946US

Date of Deposit October 29, 2001

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to Director – U.S. Patent and Trademark Office, Washington, D.C. 20231.

Brian Ballard


Name
Signature

TRADEMARK
REEL: 002435 FRAME: 0394

DORSEY & WHITNEY LLP

Commissioner for Trademarks

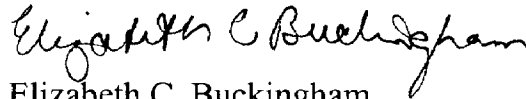
October 29, 2001

Page 2

Please stamp the date of receipt on the postcard and return it to the undersigned. Charge any additional fees or credit any overpayment to our Deposit Account No. 04-1420.

Respectfully submitted,

DORSEY & WHITNEY LLP

A handwritten signature in cursive script, reading "Elizabeth C. Buckingham".

Elizabeth C. Buckingham
Attorney for Applicant

ECB:djt;pjb
Enclosures