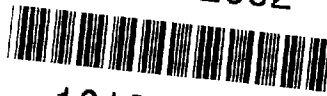


02-01-2002



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FORM PTO 1594
(Rev 6-93)

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

OMB No. 0651-0011 (exp. 4/94)

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

1. Name of conveying party(ies): U.S. Bank National Association *10.29.01*

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-Minnesota
 Other National Banking Association

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
 Name BUCA, INC.
 Internal Address: Suite 5003
 Street Address: 1300 Nicollet Avenue
 City: Minneapolis State: MN ZIP: 55403

Individual(s)
 Association
 General Partnership
 Limited Partnership
 Corporation-State Minnesota
 Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from Assignment)
 Additional name(s) & address(es) attached Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other: Release of Collateral Assignment of Trademarks

Execution Date: August 28, 2001

4. Application number(s) or patent number(s):
 A. Trademark Application No.(s)

B. Trademark Registration No.(s)
2,139,003 2,133,290
2,058,534

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Elizabeth C. Buckingham
 Internal Address: Dorsey & Whitney LLP
 Street Address: 220 South Sixth Street
 City: Minneapolis State: MN ZIP: 55402

6. Total Number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41). \$90.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
04-1420
 (Attach duplicate copy of this page if paying by deposit account)

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.

Elizabeth C. Buckingham Elizabeth C. Buckingham October 26, 2001
 Name of person Signing Signature Date

Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

01/31/2002 6TON11 00006307 2139003
 01 FC:481 40.00 OP
 02 FC:482 50.00 OP

Commissioner for Trademarks
 2900 Crystal Drive
 Arlington, Virginia 22202-3513

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and

TRADEMARK
REEL: 002435 FRAME: 0391

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

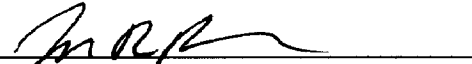
Name: 
Title: Assistant Vice President

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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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:

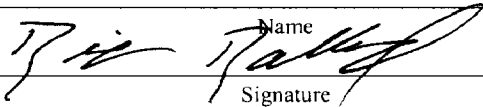
Enclosed herewith in connection with the recordal of the above Collateral Assignment of Trademarks are the following documents:

- 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

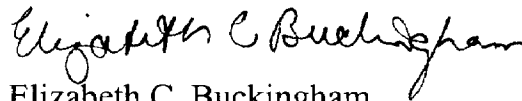
October 29, 2001

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



Elizabeth C. Buckingham

Attorney for Applicant

ECB:djt;pjb

Enclosures