

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	SECURITY INTEREST
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Buffet Partners, L.P.		09/30/2003	LIMITED PARTNERSHIP: TEXAS

RECEIVING PARTY DATA	
Name:	Wells Fargo Foothill, Inc.
Street Address:	2450 Colorado Avenue
Internal Address:	Suite 3000 West
City:	Santa Monica
State/Country:	CALIFORNIA
Postal Code:	90404
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	1878073	FURR'S FAMILY DINING
Registration Number:	1870079	FURR'S
Registration Number:	1629549	FURRS PIE KITCHEN
Registration Number:	1423406	FOOD(S) UNLIMITED FU
Registration Number:	1129705	FURR'S CAFETERIAS
Registration Number:	1987794	DYNAMIC FOODS
Registration Number:	1608630	CARRYOUT KITCHEN
Registration Number:	1093001	FURR'S CAFETERIAS
Registration Number:	1297173	F

CORRESPONDENCE DATA	
Fax Number:	(214)939-6100
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	214-939-5804
Email:	nealk@hughesluce.com

CH \$240.00 1878073

Correspondent Name: Michele P. Schwartz  
Address Line 1: 1717 Main Street  
Address Line 2: Suite 2800  
Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER: 9056.73

NAME OF SUBMITTER: Kristy Neal

Total Attachments: 4  
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## **TRADEMARK ASSIGNMENT OF SECURITY**

WHEREAS, Buffet Partners, L.P., a limited partnership formed under the laws of Texas located at 3001 E. President George Bush Hwy., Suite 200, Richardson, Texas 75082 ("Borrower"), has acquired the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to Wells Fargo Foothill, Inc., a California corporation (the "Agent") and the Lenders (defined below) pursuant to (i) a certain Loan and Security Agreement, dated as of the date hereof, by and among Borrower, certain lenders from time to time parties thereto (the "Lenders"), and Agent as arranger and administrative agent, and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Borrower in favor of Agent, for the benefit of Agent and the Lenders (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Borrower is granting to Agent, for the benefit of Agent and the Lenders, a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign unto Agent for its benefit and grant to Agent for its benefit a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

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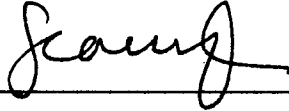
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**TRADEMARK**  
**REEL: 002725 FRAME: 0282**

Borrower expressly acknowledges and affirms that the rights and remedies of Agent with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.


Dated: September 30, 2003

Witness:

  
\_\_\_\_\_

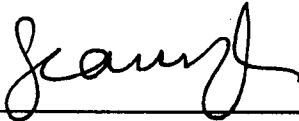
BUFFET PARTNERS, L.P.

By: BUFFET G.P., INC.,  
its general partner


By:   
\_\_\_\_\_

Monty Standifer,  
Executive Vice President

Witness:

  
\_\_\_\_\_

WELLS FARGO FOOTHILL, INC.,  
as arranger and administrative agent

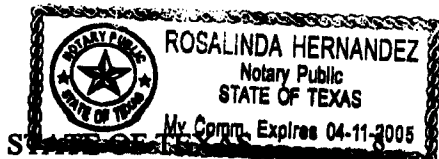
By:   
\_\_\_\_\_

Rhonda Noell  
Senior Vice President \_\_\_\_\_

STATE OF TEXAS §  
: ss.:  
COUNTY OF DALLAS §

On this 30th day of September, 2003, before me personally came Monty Standifer to me known, who, being by me duly sworn, did depose and say that he is the Executive Vice President of Buffet G.P., Inc., the sole general partner of Buffet Partners, L.P., the limited partnership described in and which executed the foregoing instrument.

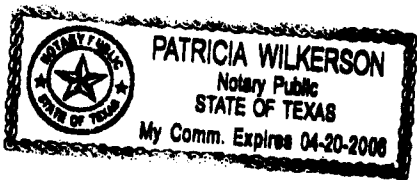
Rosalinda Hernandez  
Notary Public



STATE OF TEXAS : ss.:  
COUNTY OF DALLAS §

On this 30th day of September, 2003, before me personally came Rhonda R. Moell, to me known, who, being by me duly sworn, did depose and say that she is the Asst. V.P. of Wells Fargo Foothill, Inc., the corporation described in and which executed the foregoing instrument.

Patricia Wilkerson  
Notary Public



**SCHEDULE A**

Schedule A to a Trademark Assignment of Security dated September 30, 2003, by and between BUFFET PARTNERS, L.P., and WELLS FARGO FOOTHILL, INC.

**TRADEMARKS**

**U. S. Registrations**

<b><u>Item</u></b>	<b><u>Reg./App #</u></b>	<b><u>Mark</u></b>
1	1878073	Furr's Family Dining
2	1870079	Furr's
3	1629549	Furr's Pie Kitchen
4	1423406	Foods Unlimited
5	1129705	Furr's Cafeteria & Design
6	1987794	Dynamic Foods
7	1608630	Carryout Kitchen & Design
8	1093001	Furr's Cafeterias & Design
9	1297173	F & Design

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