

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		RELEASE BY SECURED PARTY	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Deutsche Bank AG New York Branch		09/15/2009	Bank acting as Collateral Agent:
RECEIVING PARTY DATA			
Name:	OS Tropical, LLC		
Street Address:	2202 N. West Shore Blvd., 5th Floor		
City:	Tampa		
State/Country:	FLORIDA		
Postal Code:	33607		
Entity Type:	LIMITED LIABILITY COMPANY:		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3602981	PARADISE BEACH ALE	
Registration Number:	3610212	WHY AREN'T YOU HERE?	
CORRESPONDENCE DATA			
Fax Number:	(813)387-8358		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	813-282-1225		
Email:	dolorenesackman@outback.com		
Correspondent Name:	Kelly Braun Lefferts		
Address Line 1:	2202 N. West Shore Blvd., 5th Floor		
Address Line 4:	Tampa, FLORIDA 33607		
NAME OF SUBMITTER:	Kelly Braun Lefferts		
Signature:	/Kelly Braun Lefferts/		
Date:	09/30/2009		

OP \$65.00 3602981

Total Attachments: 5

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September 15, 2009

OS Tropical LLC
Cheeseburger in Paradise, LLC
2202 North West Shore Blvd., Suite 500
Tampa, FL 33607
Attention: Chief Financial Officer

Dear Sir/Madam:

Reference is made to that certain (i) Credit Agreement, dated as of June 14, 2007 (the "Credit Agreement"), among OSI Restaurant Partners, LLC (as "Borrower"), OSI Holdco, Inc. ("Holdings"), Deutsche Bank AG New York Branch ("DBTCA"), as Administrative Agent, Bank of America, N.A., as syndication agent, and General Electric Capital Corporation, SunTrust Bank, Cooperatieve Centrale Raiffeisen – Boerenleenbank, B.A. "Rabobank International," New York Branch, La Salle Bank, N.A., Wachovia Bank, N.A. and Wells Fargo Bank, N.A., collectively, as co-documentation agents, and (ii) Security Agreement, dated as of June 14, 2007 (the "Security Agreement") among the Borrower, Holdings and DBTCA, as Collateral Agent. Unless otherwise defined herein, capitalized terms used in this Certificate shall have the meanings set forth in the Credit Agreement.

The sale by OS Tropical LLC, a Florida limited liability company and a Restricted Subsidiary of Borrower, of (i) its membership interests (the "Membership Interests") in Cheeseburger in Paradise, LLC, a Delaware limited liability company (the "Company") and (ii) the Trademarks listed on Annex A hereto (the "Trademarks") to Paradise Restaurant Group, LLC in accordance with the terms of the Purchase and Sale Agreement, dated as of September 15, 2009 (as in effect on such date and without giving effect to any subsequent amendments or modifications thereto, the "Sale Agreement") is permitted pursuant to, and in accordance with the terms of, Section 7.05(1) of the Credit Agreement (the "Cheeseburger Sale").

Immediately upon the closing (the "Release Date") of the Cheeseburger Sale in accordance with terms of the Sale Agreement, the Collateral Agent, without recourse, representation or warranty of any kind or nature, express or implied, hereby, automatically and without any further action, terminates and releases that portion (and only that portion) of the Collateral (as defined in each of the Security Agreement) constituting the Membership Interests and the Trademarks.

As of the Release Date, the Borrower and its respective counsel are hereby authorized and directed, without further notice, to (i) file all lien releases, including, without limitation, Uniform Commercial Code financing statement amendments, that are necessary to release all security interests, pledges, assignments and liens which the Borrower or any other obligor has granted to the Collateral Agent or any lender under the Credit Agreement (each a "Lender" and collectively, the "Lenders"), in, of or on the Membership Interests without the signature of the Collateral Agent or any Lender, to the extent permitted by law and (ii) file releases of all security filings in the United States patent and trademarks or copyright office, or any similar office, filed in favor of the Collateral Agent or Lenders in connection with the Trademarks.

The Borrower and its respective counsel are hereby authorized and directed, without further notice, to deliver a copy of this agreement to any insurance company, insurance broker, bank, landlord, tenant, warehouseman, governmental authority (including state title registries) or other person to evidence the termination and release of all security interests, pledges, assignments and liens which the Borrower or any other obligor has granted to the Collateral Agent or any Lender in the Membership Interests and/or the Trademarks, and thereafter any contract, agreement, control, blocked account or deposit account agreement, bailee or warehousemen agreement, landlord or collateral access agreement, non-disturbance and attornment agreement, tenant estoppel agreement, commitment to deliver insurance certificates and proceeds and the like, in each case solely with respect to the Membership Interests and/or the Trademarks, executed by any such party in favor of the Collateral Agent or any Lender shall be automatically terminated, without further action of or consent by the Collateral Agent.

The Collateral Agent agrees that, at any time and from time to time, they will promptly execute and deliver such other agreements and instruments in form and substance reasonably satisfactory to the Borrower, as any of them may reasonably request, to further evidence and effect the release of the security interests, pledges, assignments and liens in, of or on the Membership Interests and/or the Trademarks.

* * *

Very truly yours,

DEUTSCHE BANK AG NEW YORK
BRANCH, as Collateral Agent

By: *Scottye Lindsey*

Name: **Scottye Lindsey**

Title: **Director**


By: *Mayra Laucella*

Name: **Mayra Laucella**

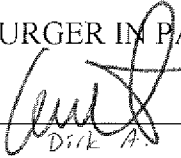
Title: **Vice President**

Acknowledged and Agreed this
15 day of September, 2009

OSI TROPICAL LLC

By: 
Name: Dirk A. Montgomery
Title: C.F.O.

CHEESEBURGER IN PARADISE, LLC

By: 
Name: Dirk A. Montgomery
Title: C.F.O.

ANNEX A

U.S. TRADEMARKS

Trademark	Reg. No. Issued	Reel/Frame	Date of Recordation
Paradise Beach Ale	3602981	3566/0679	06/25/2007
Why Aren't You Here	3610212	4038/0001	08/05/2009