

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|---|-------------------------------|--|-------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | SECURITY INTEREST | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| S.B. Restaurant Co. | | 07/10/2012 | CORPORATION: CALIFORNIA |
| RECEIVING PARTY DATA | | | |
| Name: | Fidus Mezzanine Capital, L.P. | | |
| Street Address: | 1603 Orrington Avenue | | |
| Internal Address: | Suite 820 | | |
| City: | Evanston | | |
| State/Country: | ILLINOIS | | |
| Postal Code: | 60201 | | |
| Entity Type: | LIMITED PARTNERSHIP: DELAWARE | | |
| PROPERTY NUMBERS Total: 8 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 1439560 | ELEPHANT BAR | |
| Registration Number: | 2415892 | ELEPHANT BAR RESTAURANT A DINING ADVENTURE | |
| Registration Number: | 2925313 | | |
| Registration Number: | 2997209 | ELEPHANT BAR RESTAURANT A DINING ADVENTURE | |
| Registration Number: | 3555569 | GLOBAL GRILL / WOK KITCHEN | |
| Registration Number: | 3617148 | ELEPHANT BAR | |
| Registration Number: | 3680728 | ELEPHANT BAR GLOBAL GRILL / WOK KITCHEN | |
| Registration Number: | 3696548 | ELEPHANT BAR GLOBAL GRILL WOK KITCHEN | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 7043393470 | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | | | |
| Email: | ecampbell@rbh.com | | |
| Correspondent Name: | Elizabeth Campbell | | |

OP \$215.00 1439560

Address Line 1: 101 N. Tryon Street
Address Line 2: Suite 1900
Address Line 4: Charlotte, NORTH CAROLINA 28246

ATTORNEY DOCKET NUMBER: 18865.00060

NAME OF SUBMITTER: Elizabeth Campbell

Signature: /Elizabeth Campbell/

Date: 07/11/2012

Total Attachments: 3
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GRANT OF A SECURITY INTEREST -- TRADEMARKS

This Trademark Security Agreement (this "Trademark Security Agreement") is made as of July 10, 2012, by S.B. RESTAURANT CO. ("Grantor"), in favor of Fidus Mezzanine Capital, L.P., in its capacity as collateral agent for the Secured Parties (together with its successor and assigns in such capacity, the "Grantee").

WHEREAS, Grantor owns the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Grantor has entered into a Pledge and Security Agreement, dated July 10, 2012 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of the Grantee, as the Collateral Agent for itself and the Lenders;

WHEREAS, pursuant to the Security Agreement, the Grantor has granted to the Grantee for the benefit of the Secured Parties (each such term as defined in the Security Agreement), a continuing security interest in Trademarks, together with all goodwill associated therewith and symbolized thereby and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action arising out of or relating to any infringement thereof and any and rights to recover from past, present and future violations thereof (the "IP Collateral"), as collateral security for the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement).

NOW, THEREFORE, as collateral security for the payment, performance and observance of all of the Secured Obligations, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor hereby pledges and grants to the Grantee, for the benefit of the Secured Parties, a continuing security interest in the IP Collateral (other than, to the extent provided in the Security Agreement, any Excluded Property).

All capitalized terms used but not otherwise defined herein have the meanings given to them in the Security Agreement.

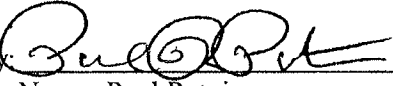
The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Grantee with respect to the IP Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

This Trademark Security Agreement may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Signature pages may be detached from multiple separate counterparts and attached to a single counterpart.

[Remainder of page intentionally left blank; signature page follows]

IN WITNESS WHEREOF, the Grantor has caused this Trademark Security Assignment to be duly executed by its officer thereunto duly authorized as of the date first written above.

S.B. Restaurant Co.

By:  _____
Name: Paul Potvin
Title: Chief Financial Officer

TRADEMARK SECURITY AGREEMENT

TRADEMARK
REEL: 004818 FRAME: 0900

SCHEDULE A TO GRANT OF A SECURITY INTEREST

| <u>Pledgor</u> | <u>Mark</u> | <u>Application or Registration No.</u> | <u>Country</u> | <u>Registration or Filing Date</u> |
|---------------------|---|--|----------------|--|
| S.B. Restaurant Co. | Elephant Bar (Design Mark) | 1,439,560 | USA | 5/12/87 |
| S.B. Restaurant Co. | Elephant Bar Restaurant A Dining Adventure (Word Mark) | 2,415,892 | USA | 12/26/00 |
| S.B. Restaurant Co. | Elephant (Design Mark) | 2,925,313 | USA | 2/8/05 |
| S.B. Restaurant Co. | Elephant Bar Restaurant A Dining Adventure (Design Mark) | 2,997,209 | USA | 9/20/05 |
| S.B. Restaurant Co. | Global Grill/Wok Kitchen(Word Mark) | 3,555,569 | USA | 12/30/08 |
| S.B. Restaurant Co. | Elephant Bar (Compass Design) | 3,617,148 | USA | 5/5/09 |
| S.B. Restaurant Co. | Elephant Bar Global Grill/Wok Kitchen (Word Mark) | 3,680,728 | USA | 9/8/09 |
| S.B. Restaurant Co. | Elephant Bar Restaurant A Dining Adventure (Compass Design) | 3,696,548 | USA | 10/13/09 |