

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM352402

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
General Electric Capital Corporation, as Agent		08/21/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Antares Capital LP, as Agent		
Street Address:	500 West Monroe Street		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60661		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 19			
Property Type	Number	Word Mark	
Registration Number:	3085454		
Registration Number:	1880959	CHAMPPS AMERICANA	
Registration Number:	1934801	CHAMPPS AMERICANA	
Registration Number:	1936515	CHAMPPS	
Registration Number:	2053083	CHAMPPS AMERICANA	
Registration Number:	2079548	CHAMPPS	
Registration Number:	2208732	CHAMPPS	
Registration Number:	1191885	CHAMP'S	
Registration Number:	1165030	CHAMP'S	
Registration Number:	2092808	SERIOUS FUN 7 BAILEY'S SPORTS GRILLE	
Registration Number:	3314852	RED FOX AMBER ALE	
Registration Number:	2946288	BAILEY'S PUB & GRILLE	
Registration Number:	3700264	FOX AND HOUND SPORTS, SPIRITS & FUN THE	
Registration Number:	1935127	7 BAILEY'S SPORTS GRILLE	
Registration Number:	2099517	FOX & HOUND	
Registration Number:	2191854	BAILEY'S SPORTS GRILLE	
Registration Number:	2740518	BAILEY'S SMOKEHOUSE & TAVERN	
Registration Number:	2825963	BEST COCKTAIL PARTY IN TOWN - SEVEN DAYS	
Registration Number:	4555525	FOX & HOUND SPORTS TAVERN	
TRADEMARK			

CH \$490.00 3085454

CORRESPONDENCE DATA**Fax Number:** 4045725135*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.***Phone:** 404-572-3493**Email:** kosborne@kslaw.com**Correspondent Name:** Karen Osborne, Senior Paralegal**Address Line 1:** 1180 Peachtree Street, N.E.**Address Line 2:** King & Spalding LLP**Address Line 4:** Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER:	09636.015105
NAME OF SUBMITTER:	Karen Osborne
SIGNATURE:	//Karen Osborne//
DATE SIGNED:	08/24/2015

Total Attachments: 5

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**ASSIGNMENT OF INTELLECTUAL PROPERTY
SECURITY AGREEMENT**

This **ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT** (this "Assignment"), dated as of August 21, 2015, is by **GENERAL ELECTRIC CAPITAL CORPORATION** (individually, "GECC"), acting in its capacity as the current and resigning administrative agent (in such capacity, the "Retiring Agent"), and **ANTARES CAPITAL LP**, a Delaware limited partnership (individually, "Antares"), acting in its capacity as the successor administrative agent (in such capacity, the "Successor Agent").

RECITALS:

WHEREAS, each grantor signatory thereto and Retiring Agent are parties to those certain intellectual property security agreements identified in Exhibit A attached hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, collectively, the "Agreements") covering certain intellectual property set forth on Exhibit B attached hereto; and

WHEREAS, pursuant to that certain Omnibus Agency Transfer Agreement by and among GECC, as the Retiring Agent, and Antares, as Successor Agent, Retiring Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreements, in each instance, in its capacity as administrative agent and, if applicable, collateral agent.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Retiring Agent hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreements.


This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

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IN WITNESS WHEREOF, Retiring Agent and Successor Collateral Agent have caused this Assignment to be duly executed as of the date first above written.

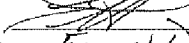
RETIRING AGENT:

GENERAL ELECTRIC CAPITAL
CORPORATION

By: 
Name: ELLEN D. WEAVER
Its: Duly Authorized Signatory

SUCCESSOR AGENT:

ANTARES CAPITAL LP

By: 
Name: ELLEN D. WEAVER
Title: Duly Authorized Signatory

ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT

TRADEMARK
REEL: 005606 FRAME: 0385

EXHIBIT A

Trademark Security Agreement dated as of March 12, 2014 and filed with the United States Patent and Trademark Office on March 12, 2014 at Reel 5235, Frame 0859.

Trademark Security Agreement dated as of March 12, 2014 and filed with the United States Patent and Trademark Office on March 12, 2014 at Reel 5235, Frame 0872.

EXHIBIT B

REGISTERED TRADEMARKS

Mark	Registration No.	Owner
Flag Logo Design	3,085,454	CHAMPPS RESTAURANTS IP, INC.
Champps Americana	1,880,959	CHAMPPS RESTAURANTS IP, INC.
Champps Americana	1,934,801	CHAMPPS RESTAURANTS IP, INC.
Champps	1,936,515	CHAMPPS RESTAURANTS IP, INC.
Champps Americana	2,053,083	CHAMPPS RESTAURANTS IP, INC.
Champps	2,079,548	CHAMPPS RESTAURANTS IP, INC.
Champps	2,208,732	CHAMPPS RESTAURANTS IP, INC.
Champ's*	1,191,885*	CHAMPPS RESTAURANTS IP, INC.
Champ's*	1,165,030*	CHAMPPS RESTAURANTS IP, INC.
Whitman Tavern	3338795 State of PA	CHAMPPS RESTAURANTS IP, INC.
Serious Fun 7 Bailey's Sports Grille	2,092,808	F&H RESTAURANTS IP, INC.
Red Fox Amber Ale	3,314,852	F&H RESTAURANTS IP, INC.
Bailey's Pub & Grille	2,946,288	F&H RESTAURANTS IP, INC.
Fox & Hound	53966 State of Texas	F&H RESTAURANTS IP, INC.
Fox and Hound Sports, Spirits & Fun The Best Party in Town	3,700,264	F&H RESTAURANTS IP, INC.
7 Bailey's Sports Grille (with design)	1,935,127	F&H RESTAURANTS IP, INC.
Fox & Hound	2,099,517	F&H RESTAURANTS IP, INC.

* The Pre-Petition Borrowers (as defined in the Credit Agreement) did not file the required renewals and/or affidavits with the USPTO due to the fact that they no longer used the mark and could not provide evidence of continued use as required by the USPTO.

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Mark	Registration No.	Owner
Red Fox Amber	800756256 State of Texas	F&H RESTAURANTS IP, INC.
Bailey's Sports Grille	2,191,854	F&H RESTAURANTS IP, INC.
Bailey's Smokehouse & Tavern	2,740,518	F&H RESTAURANTS IP, INC.
Best Cocktail Party in Town – Seven Days a Week*	2,825,963*	F&H RESTAURANTS IP, INC.
Fox & Hound Sports Tavern	4,555,525 (Serial No. 86103250)	F&H RESTAURANTS IP, INC.

* The Pre-Petition Borrowers (as defined in the Credit Agreement) did not file the required renewals and/or affidavits with the USPTO due to the fact that they no longer used the mark and could not provide evidence of continued use as required by the USPTO.

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