

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM842345

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Transfer of Security Interest from Reel/Frame 7547/0062		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
FIFTH THIRD BANK, NATIONAL ASSOCIATION, AS ADMINISTRATIVE AGENT		09/01/2023	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	RG Group Holdco, LLC		
Street Address:	1701 Village Center Circle		
City:	Las Vegas		
State/Country:	NEVADA		
Postal Code:	89134		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 16			
Property Type	Number	Word Mark	
Registration Number:	5339753	O'CHARLEY'S KITCHEN AND BAR	
Registration Number:	5339707	O'CHARLEY'S KITCHEN AND BAR	
Registration Number:	4945965	THE \$9.99ER	
Registration Number:	5223878	PRIME RIB LOVERS' WEEKEND FOR TWO	
Registration Number:	4945967	PRIME RIB LOVERS' WEEKEND FOR TWO	
Registration Number:	4392020	O'CHARLEY'S	
Registration Number:	4110363	LUNCH EXPRESS	
Registration Number:	1788688	O'CHARLEY'S	
Registration Number:	1789555	O'CHARLEY'S	
Registration Number:	1338554	O'CHARLEYS	
Registration Number:	5355589	THE \$9.99ER	
Serial Number:	97048799	BUTCHER BLOCK FAVORITES	
Registration Number:	6797577	UNDERGROUND CHUCK'S	
Serial Number:	97048801	BUTCHER BLOCK FAVORITES	
Registration Number:	6793838	COOP & RUN	
Registration Number:	6952537	DOCKSIDE CHARLIE'S	
CORRESPONDENCE DATA			

CH \$415.00 5339753

Fax Number: 8032559831

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: 8037992000

Email: meredith.ridley@nelsonmullins.com

Correspondent Name: Craig N. Killen

Address Line 1: 301 S. College Street

Address Line 2: Suite 2300, IP Department

Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER:	059774/09013
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NAME OF SUBMITTER:	Craig N. Killen
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SIGNATURE:	/Craig N. Killen/
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DATE SIGNED:	09/27/2023
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Total Attachments: 5

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ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT

This ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT (this “**Assignment**”), dated as of September 1, 2023, is by Fifth Third Bank (individually, “**FTB**”), acting in its capacity as the current and resigning administrative agent and collateral agent (in such capacities, the “**Resigning Agent**”) and RG Group Holdco, LLC, a Delaware limited liability company (individually, “**RG Group**”), acting in its capacity as the successor administrative agent and collateral agent (in such capacity, the “**Successor Agent**”).

RECITALS:

WHEREAS, O’Charley’s Management Company, LLC, a Tennessee limited liability company, as “Grantor”, and Resigning Agent are parties to that certain Trademark Security Agreement, dated as of December 31, 2021, and recorded with the Trademark Division of the United States Patent and Trademark Office on December 31, 2021, at Reel 7547, Frame 0062 (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, collectively, the “**Agreement**”) conveying certain trademarks set forth on Exhibit A attached hereto; and

WHEREAS, pursuant to that certain Agent Resignation and Appointment Agreement, dated as of the date hereof (the “**Agency Transfer Agreement**”), by and among, *inter alios*, FTB, as the Resigning Agent and RG Group, as Successor Agent, the Resigning Agent, without recourse, representation or warranty, has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreement, in each instance, in its capacity as collateral agent and, if applicable, administrative agent.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Resigning Agent, without recourse, representation or warranty, hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreement.

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, Resigning Agent and Successor Agent have caused this Assignment to be duly executed as of the date first above written.

RESIGNING AGENT:

FIFTH THIRD BANK

By: Wendi Merritt
Name: Wendi Merritt
Title: Assistant Vice President

SUCCESSOR AGENT:

RG GROUP HOLDCO, LLC

By: 
Bryan D. Coy, Chief Financial Officer

Assignment of Trademark Security Agreement

TRADEMARK
REEL: 008212 FRAME: 0607

EXHIBIT A

A. REGISTERED TRADEMARKS

Mark	App. Date	Reg. No.	Reg. Date	Owner
	4/26/17	5339753	11/21/17	O'Charley's Management Company, LLC
OCHARLEY'S KITCHEN AND BAR	4/26/17	5339707	11/21/17	O'Charley's Management Company, LLC
THE \$9.99ER	9/15/15	4945965	4/26/16	O'Charley's Management Company, LLC
PRIME RIB LOVERS' WEEKEND FOR TWO	9/15/15	5223878	6/13/17	O'Charley's Management Company, LLC
PRIME RIB LOVERS' WEEKEND FOR TWO	9/15/15	4945967	4/26/16	O'Charley's Management Company, LLC
THE \$9.99ER	9/15/15	4945965	4/26/16	O'Charley's Management Company, LLC
	1/18/13	4392020	8/27/13	O'Charley's Management Company, LLC
LUNCH EXPRESS	7/6/10	4110363	3/6/12	O'Charley's Management Company, LLC
O'CHARLEY'S	1/7/93	1788688	8/17/93	O'Charley's Management Company, LLC
O'CHARLEY'S	1/7/93	1789555	8/24/93	O'Charley's Management Company, LLC
	11/19/84	1338554	5/28/85	O'Charley's Management Company, LLC
THE \$9.99ER	09/15/15	5355589	12/12/17	O'Charley's Management Company, LLC

B. TRADEMARK APPLICATIONS

Mark	App. No.	App. Date	Owner
BUTCHER BLOCK FAVORITES	97048799	9/28/2021	O'Charley's Management Company, LLC
UNDERGROUND CHUCK'S	97048798	9/28/2021	O'Charley's Management Company, LLC

BUTCHER BLOCK FAVORITES	97048801	9/28/2021	O'Charley's Management Company, LLC
COOP & RUN	90808077	7/2/2021	O'Charley's Management Company, LLC
DOCKSIDE CHARLIE'S	90808073	7/2/2021	O'Charley's Management Company, LLC