

01-04-2001

Tab settings 000

To the Honorable Commissioner of Pa-

or copy thereof.

1. Name of conveying party(ies):

GR OF MINN., INC.

(ies):

Name THE GROUND ROUND, INC.

Internal Address:

Street Address: 35 Braintree Hill Office Park

P.O. Box 859078

City Braintree State MA ZIP02184-9078

Individual(s)

General Partnership

Corporation-State Delaware

Other

Association  
 Limited Partnership

Additional name(s) of conveying party(ies) attached?  Yes  No

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State Delaware

Other

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

Assignment

Merger

Security Agreement

Change of Name

Other

Execution Date: October 30, 2000

4. Application number(s) or registration number(s):

75/454118  
75/540402  
A. Trademark Application No.(s)  
75/236979 75/485912 75/891680  
75/563696 75/738935 75/688705  
75/486105 75/236924 75/672893  
75/540400 75/698011

2244563 2200405  
2315216 1454666  
2299729 1720553  
B. Trademark registration No.(s)  
2294367 1561634  
2312061 1563606  
2259603 927498  
2143078 1173499

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Teresa C. Tucker

HAYES, SOLOWAY, HENNESSEY, GROSSMAN & HAGE

Internal Address:

Street Address: 175 Canal Street

City: Manchester State: NH ZIP 03101

6. Total number of applications and registrations involved: 27

7. Total fee (37 CFR 3.41): \$ 690.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: 08-1391

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Teresa C. Tucker

Name of Person Signing

*Teresa C. Tucker*

Signature

November 9, 2000

Date

01/03/2001 NTHA11 00000282 75454118

Total number of pages comprising cover sheet: 5

01 6C:441 40.00 00  
00 6C:442 0651-0011 (exp. 4/94) 650.00 00

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Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

**ASSIGNMENT OF TRADEMARKS**

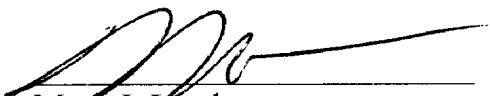
WHEREAS, GR of Minn., Inc. of 35 Braintree Hill Office Park, Braintree, Massachusetts, 02184-9078 a Delaware corporation, is the owner of the trademarks and U.S. and Canadian Trademark Applications and Registrations as shown in the attached Schedules A, B, and C; and

WHEREAS, those trademarks, trademark applications and trademark registrations set forth in the attached Schedule C are subject to a security interest in favor of The Bank of New York, a New York corporation, (the "Bank") granted to it by GR of Minn., Inc., a Delaware Corporation which security interest was recorded in the U.S. Patent and Trademark Office at Reel 1080/Frame 0342 to which reference may be had and the debt to the Bank, for which such security interest was granted, remains outstanding; and

WHEREAS, THE GROUND ROUND, INC., of 35 Braintree Hill Office Park, P.O. Box 859078, Braintree, Massachusetts 02184-9078, a Delaware corporation, is desirous of acquiring said trademarks, trademark applications and trademark registrations and the good will associated therewith;

NOW THEREFORE, in consideration of and in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, GR of Minn., Inc. does sell, assign, transfer and set over to THE GROUND ROUND, INC. the entire right, title and interest in and to said trademarks, trademark applications and trademark registrations, and the good will of the marks and of the business associated with said marks to the full extent permitted by applicable law.

GR OF MINN., INC.

By:   
Mark J. Lawless  
Vice President

Date: As of October 1, 2000

COMMONWEALTH OF MASSACHUSETTS )  
COUNTY OF Norfolk )ss.

Sworn to and subscribed before me this 30<sup>th</sup> day of October, 2000.

  
NOTARY PUBLIC

(SEAL)

My Commission expires:

RICHARD L. ARMSTRONG, JR.  
Notary Public  
My Commission Expires  
January 20, 2006

SCHEDULE A

MARK

US REGISTRATION NO.

DEFINITELY CHOCOLATE	2244563
MIXOLOGY AN INTERACTIVE PRIMER (PLUS DESIGN)	2315216
T & TAP DESIGN	2299729
TAP & GRILL (PLUS DESIGN)	2294367
THAT REALLY BIG PRETZEL	2312061
TROMBO	2259603
TRIPLE CHIPS	2143078
GOLD FORK	2200405

MARK

US APPLICATION NO.

G PLUS FORK DESIGN	75/236979
AHCI (PLUS DESIGN)	75/563696
AMERICAN HOSPITALITY CONCEPTS INC.	75/486105
AMERICAN HOSPITALITY CONCEPTS INC. (PLUS DESIGN)	75/540400
BERKSHIRE GRILL	75/485912
CRANE'S RESTAURANT AND BAR	75/738935
GOLD FORK CASUAL FOOD & SPIRIT (PLUS DESIGN)	75/236924
RUMBLESEATS	75/698011
SPEEDY LUNCH	75/454118
TAP & GRILL (PLUS GREEN AND GOLD DESIGN)	75/540402
THE BIG GRILL EVENT	75/891680
TIN ALLEY GRILL	75/688705
TIN ALLEY PUB	75/672893

SCHEDULE B

<u>MARK</u>	<u>CANADIAN REGISTRATION NO.</u>
JUST A PENNY A POUND KIDS PAY WHAT THEY WEIGH	418876 418875
THE GROUND ROUND	225827
THE GROUND ROUNDER (PLUS DESIGN)	413905

<u>MARK</u>	<u>CANADIAN APPLICATION NO.</u>
G, PLUS FORK DESIGN	836106
GOLD FORK	836107
GOLD FORK CASUAL FOOD & SPIRIT (PLUS DES.)	836105
MIXOLOGY AN INTERACTIVE PRIMER (PLUS DESIGN)	849567
SIDE KICK	848842
TIN ALLEY GRILL	1012239
TIN ALLEY PUB	1010624

SCHEDULE C

MARKS SUBJECT TO SECURITY INTEREST OF BANK OF NEW YORK

MARK

REGISTRATION NO.

BINGO THE CLOWN	1454666
CINNAMON DIPPERS	1720553
JUST A PENNY A POUND	1561634
SLIDER	1563606
THE GROUND ROUND	
(PLUS DESIGN)	927498
THE GROUND ROUNDER	
(STYLIZED)	1173499

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