

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	GRANT OF A SECURITY INTEREST - TRADEMARKS

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Abbey Restaurants and Bars USA, LLC		04/26/2013	LIMITED LIABILITY COMPANY: DELAWARE
SBE Licensing, LLC		04/26/2013	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Cerberus Business Finance, LLC, as collateral agent
<b>Street Address:</b>	875 Third Avenue
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10022
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 60**

Property Type	Number	Word Mark
Registration Number:	3525909	AREA
Registration Number:	3605997	AREA
Registration Number:	3607401	BAR CENTRO
Serial Number:	85632995	BLOK
Registration Number:	4026947	CLEO
Serial Number:	85496163	CLUB HENDRYX
Registration Number:	3462877	CRIMSON LOUNGE
Serial Number:	85829824	DOUBLE BARREL ROADHOUSE
Registration Number:	3716873	DRAGON ROOM LOUNGE
Registration Number:	3920191	EAST
Registration Number:	3463808	FOXTAIL
Registration Number:	3555119	FOXTAIL

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Serial Number:	85449899	GREYSTONE MANOR
Registration Number:	3245583	H HYDE LOUNGE
Registration Number:	4304156	HYDE
Registration Number:	4299423	HYDE BEACH
Serial Number:	85390339	HYDE BEACH
Registration Number:	3413084	HYDE LOUNGE
Serial Number:	85542186	KATSUYA
Serial Number:	85542183	KATSUYA
Registration Number:	3645019	
Registration Number:	3633233	KATSUYA
Serial Number:	77859121	KATSUYA FRESH
Serial Number:	85746892	KRISPY RICE BY SBE
Registration Number:	4122873	MERCATO DI VETRO
Registration Number:	3824006	MI-6
Registration Number:	3775594	MY HOUSE
Registration Number:	3745835	OPERA
Registration Number:	3543377	OPERA
Registration Number:	3958508	ROJO Y BLANCA
Serial Number:	85848017	S BAR
Registration Number:	3422018	S BAR
Registration Number:	3430030	S BAR
Registration Number:	3422046	S BAR
Serial Number:	85643101	SAVE WATER, SPRAY CHAMPAGNE
Serial Number:	85490536	SHELTER
Serial Number:	85855336	SHELTER BEACH
Serial Number:	85888831	SHOT BAR
Serial Number:	85893865	TANGO BAR
Serial Number:	85485191	THE BAZAAR
Registration Number:	3588270	THE BAZAAR
Serial Number:	85796734	THE EMERSON THEATRE
Serial Number:	85796732	
Registration Number:	4126718	THE SAYERS CLUB
Registration Number:	3773197	THE TERRACE AT XIV
Serial Number:	85899106	TRIPLE BARREL ROADHOUSE
Serial Number:	85836916	VETRO

	3541576	XIV
Registration Number:	4225614	XIV
Registration Number:	3591176	XIV
Registration Number:	3871210	XIV FOURTEEN
Serial Number:	85542181	ABBEY
Serial Number:	85542178	ABBEY
Registration Number:	3404388	THE ABBEY FOOD & BAR
Registration Number:	3453686	THE ABBEY FOOD & BAR
Registration Number:	3654755	THE ABBEY FOOD & BAR
Registration Number:	3654754	THE ABBEY FOOD & BAR
Registration Number:	3404389	THE ABBEY FOOD & BAR
Registration Number:	3457958	THE ABBEY FOOD & BAR
Serial Number:	85823212	THE ABBEY HOUSE BY DAVID COOLEY

**CORRESPONDENCE DATA**

Fax Number: 2125935955  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 212-756-2494  
Email: watt.wanapha@srz.com  
Correspondent Name: W. Wanapha c/o Schulte Roth & Zabel LLP  
Address Line 1: 919 Third Avenue  
Address Line 2: 22nd Floor  
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	014951-1388
NAME OF SUBMITTER:	Watt Wanapha (014951-1388)
Signature:	/kc for ww/
Date:	04/29/2013

Total Attachments: 6  
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GRANT OF A SECURITY INTEREST -- TRADEMARKS

This Trademark Security Agreement (this "Trademark Security Agreement") is made as of April 26, 2013, by Abbey Restaurants and Bars USA, LLC and SBE Licensing, LLC (each a "Grantor" and collectively, the "Grantors"), in favor of Cerberus Business Finance, LLC, in its capacity as collateral agent for the Secured Parties (together with its successor and assigns in such capacity, the "Grantee").

WHEREAS, the Grantors own 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 Grantors have entered into a Pledge and Security Agreement, dated April 26, 2013 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of Agent, as the Collateral Agent for itself and the Lenders.

WHEREAS, pursuant to the Security Agreement, each 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, each 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.

Each 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.

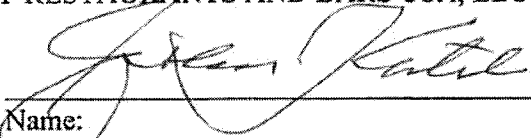
This Trademark Security Agreement may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Signature pages may be detached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

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

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

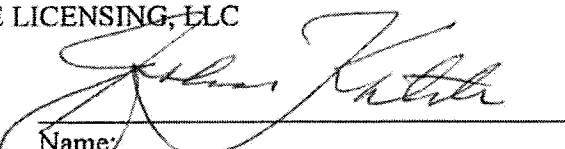
ABBEY RESTAURANTS AND BARS USA, LLC

By:

  
Name:  
Title:

SBE LICENSING, LLC

By:

  
Name:  
Title:

SCHEDULE A TO GRANT OF A SECURITY INTERESTTrademark Registrations and Applications

Country	Trademark	Serial No.	Registration No.	Owner
United States of America	AREA	78901561	3525909	SBE Licensing, LLC
United States of America	AREA LOGO	77570354	3605997	SBE Licensing, LLC
United States of America	BAR CENTRO	77471268	3607401	SBE Licensing, LLC
United States of America	BLOK	85632995		SBE Licensing, LLC
United States of America	CLEO	85073151	4026947	SBE Licensing, LLC
United States of America	CLUB HENDRYX	85496163		SBE Licensing, LLC
United States of America	CRIMSON LOUNGE	76674048	3462877	SBE Licensing, LLC
United States of America	DOUBLE BARREL ROADHOUSE	85829824		SBE Licensing, LLC
United States of America	DRAGON ROOM LOUNGE (STYLIZED)	77698137	3716873	SBE Licensing, LLC
United States of America	EAST	77536375	3920191	SBE Licensing, LLC
United States of America	FOXTAIL	77238338	3463808	SBE Licensing, LLC
United States of America	FOXTAIL LOGO	77411187	3555119	SBE Licensing, LLC
United States of America	GREYSTONE MANOR	85449899		SBE Licensing, LLC
United States of America	H HYDE LOUNGE (& DESIGN)	78863592	3245583	SBE Licensing, LLC

Country	Trademark	Serial No.	Registration No.	Owner
United States of America	HYDE	85594837	4304156	SBE Licensing, LLC
United States of America	HYDE BEACH	85978365	4299423	SBE Licensing, LLC
United States of America	HYDE BEACH	85390339		SBE Licensing, LLC
United States of America	HYDE LOUNGE	78809308	3413084	SBE Licensing, LLC
United States of America	KATSUYA	85542186		SBE Licensing, LLC
United States of America	KATSUYA	85542183		SBE Licensing, LLC
United States of America	KATSUYA (IN JAPANESE CHARACTERS)	78812627	3645019	SBE Licensing, LLC
United States of America	KATSUYA (STYLIZED)	78812657	3633233	SBE Licensing, LLC
United States of America	KATSUYA FRESH	77859121		SBE Licensing, LLC
United States of America	KRISPY RICE BY SBE	85746892		SBE Licensing, LLC
United States of America	MERCATO DI VETRO	85230897	4122873	SBE Licensing, LLC
United States of America	MI-6	77796784	3824006	SBE Licensing, LLC
United States of America	MY HOUSE	77535207	3775594	SBE Licensing, LLC
United States of America	OPERA	77535224	3745835	SBE Licensing, LLC
United States of America	OPERA	77458366	3543377	SBE Licensing, LLC
United States of America	ROJO Y BLANCA	77772900	3958508	SBE Licensing, LLC

Country	Trademark	Serial No.	Registration No.	Owner
United States of America	S BAR	85848017		SBE Licensing, LLC
United States of America	S BAR	77254343	3422018	SBE Licensing, LLC
United States of America	S BAR (& SITTING MAN W/ HORNS/GOBLET DESIGN)	77255420	3430030	SBE Licensing, LLC
United States of America	S BAR (STYLIZED)	77255421	3422046	SBE Licensing, LLC
United States of America	SAVE WATER, SPRAY CHAMPAGNE.	85643101		SBE Licensing, LLC
United States of America	SHELTER	85490536		SBE Licensing, LLC
United States of America	SHELTER BEACH	85855336		SBE Licensing, LLC
United States of America	SHOT BAR	85888831		SBE Licensing, LLC
United States of America	TANGO BAR	85893865		SBE Licensing, LLC
United States of America	THE BAZAAR	85485191		SBE Licensing, LLC
United States of America	THE BAZAAR	77312609	3588270	SBE Licensing, LLC
United States of America	THE EMERSON THEATRE (STYLIZED)	85796734		SBE Licensing, LLC
United States of America	THE EMERSON THEATRE LOGO	85796732		SBE Licensing, LLC
United States of America	THE SAYERS CLUB	85256583	4126718	SBE Licensing, LLC
United States of America	THE TERRACE AT XIV	77680529	3773197	SBE Licensing, LLC
United States of America	TRIPLE BARREL ROADHOUSE	85899106		SBE Licensing, LLC



Country	Trademark	Serial No.	Registration No.	Owner
United States of America	VETRO	85836916		SBE Licensing, LLC
United States of America	XIV	77379431	3541576	SBE Licensing, LLC
United States of America	XIV	85567594	4225614	SBE Licensing, LLC
United States of America	XIV (& DESIGN)	77563784	3591176	SBE Licensing, LLC
United States of America	XIV FOURTEEN (& DESIGN)	77757477	3871210	SBE Licensing, LLC
United States of America	ABBEY	85542181		Abbey Restaurants and Bars USA, LLC
United States of America	ABBEY	85542178		Abbey Restaurants and Bars USA, LLC
United States of America	THE ABBEY FOOD & BAR	77115136	3404388	Abbey Restaurants and Bars USA, LLC
United States of America	THE ABBEY FOOD & BAR	77975186	3453686	Abbey Restaurants and Bars USA, LLC
United States of America	THE ABBEY FOOD & BAR	77975067	3654755	Abbey Restaurants and Bars USA, LLC
United States of America	THE ABBEY FOOD & BAR (& CROSS DESIGN)	77975066	3654754	Abbey Restaurants and Bars USA, LLC
United States of America	THE ABBEY FOOD & BAR (& CROSS DESIGN)	77115201	3404389	Abbey Restaurants and Bars USA, LLC
United States of America	THE ABBEY FOOD & BAR (& CROSS DESIGN)	77975188	3457958	Abbey Restaurants and Bars USA, LLC
United States of America	THE ABBEY HOUSE BY DAVID COOLEY	85823212		Abbey Restaurants and Bars USA, LLC