

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM309959

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest in Trademarks		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Red Robin International, Inc.		07/02/2014	CORPORATION: NEVADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Wells Fargo Bank, National Association, as Administrative Agent		
<b>Street Address:</b>	1700 Lincoln Street, 3rd Floor		
<b>Internal Address:</b>	Mail Code: C7300-033		
<b>City:</b>	Denver		
<b>State/Country:</b>	COLORADO		
<b>Postal Code:</b>	80203		
<b>Entity Type:</b>	national banking association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 80</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4484868	BOTTOMLESS STEAK FRIES	
<b>Registration Number:</b>	4426559	RED'S BIG TAVERN	
<b>Registration Number:</b>	4437316	RED'S TAVERN DOUBLE	
<b>Registration Number:</b>	4422628	BUZZALO	
<b>Registration Number:</b>	4426214	CANTINA JACK	
<b>Registration Number:</b>	4296481	FRECKLED FRUIT	
<b>Registration Number:</b>	4144335	RED ROBIN'S BURGER WORKS	
<b>Registration Number:</b>	4247131	RED ROBIN YUMMMMOBILE	
<b>Registration Number:</b>	4144331	RED ROBIN'S BURGER WORKS	
<b>Registration Number:</b>	4082687	RED ROBIN GOURMET BURGERS	
<b>Registration Number:</b>	3386348	RED ROBIN AMERICA'S GOURMET BURGERS & SP	
<b>Registration Number:</b>	3076674	HONEST TO GOODNESS INGREDIENTS	
<b>Registration Number:</b>	3076673	HONEST TO GOODNESS	
<b>Registration Number:</b>	3076672	UNBRIDLED ACTS	
<b>Registration Number:</b>	3161735	CLUB RED	
<b>Registration Number:</b>	3161734	CHEF RED	
<b>Registration Number:</b>	3141361	BURGERS WITH A HEART	
<b>Registration Number:</b>	3156362	TOWERING ONION RINGS	
<b>Registration Number:</b>	3200451	BANZAI BURGER	
<b>TRADEMARK</b>			

OP \$2015.00 4484868

Property Type	Number	Word Mark
Registration Number:	3041714	SHAREABLE STARTERS
Registration Number:	3035795	SAND IN YOUR SHORTS
Registration Number:	3067793	ROYAL RED ROBIN BURGER
Registration Number:	3038067	ROOKIE MAGIC
Registration Number:	3054306	RED ROBIN'S BREW CREW
Registration Number:	3274232	MONSTER MILKSHAKES AND MALTS
Registration Number:	3050347	JUST-IN-QUESADILLA
Registration Number:	3054305	MASTERFUL MIXOLOGY
Registration Number:	3038066	HAWAIIAN HEART THROB
Registration Number:	3054297	BUZZARD WINGS
Registration Number:	3138024	5 ALARM BURGER
Registration Number:	3038061	FAJITA FIESTA POLLO SALAD
Registration Number:	3050332	FRECKLED LEMONADE
Registration Number:	3050331	FRUITY BOOZIE DAIQUIRI
Registration Number:	3050330	CLUCKS & FRIES
Registration Number:	3132006	CHILLIN' CONCOCTIONS
Registration Number:	3909932	RED ROBIN
Registration Number:	3874071	RED ROBIN GOURMET BURGERS
Registration Number:	3871045	RR
Registration Number:	3800456	YUMMM
Registration Number:	3720772	
Registration Number:	3720771	
Registration Number:	3807723	WHISKEY RIVER
Registration Number:	3807722	WHISKEY RIVER
Registration Number:	3723341	INSANELY DELICIOUS
Registration Number:	3463791	DEPARTMENT OF DELICIOUSNESS
Registration Number:	2491850	MAD MIXOLOGY
Registration Number:	2326101	HOME OF THE SMILING BURGER
Registration Number:	2499342	AMERICA'S GOURMET BURGERS & SPIRITS
Registration Number:	2372187	RED ROBIN
Registration Number:	1369353	RED ROBIN
Registration Number:	1414544	THE WORLD'S GREATEST GOURMET BURGER MAKE
Registration Number:	1430433	WHISKEY RIVER
Registration Number:	1300994	RED ROBIN BURGER & SPIRIT EMPORIUMS AMER
Registration Number:	1173734	R
Registration Number:	1212785	AMERICA'S GOURMET BURGER MAKER
Registration Number:	1158503	BURGER & SPIRITS EMPORIUMS
Registration Number:	1133872	RED ROBIN
Serial Number:	86232572	SOUTHERN CHARM BURGER

**TRADEMARK**

Property Type	Number	Word Mark
Serial Number:	86232566	SOUTHERN CHARM STYLE
Serial Number:	86224788	EAT UP RR GIVE BACK
Serial Number:	86186654	CONFECTIONARY COCKTAILS
Serial Number:	86186644	WRECKING BALL
Serial Number:	86023782	GOURMET BURGER AUTHORITY
Serial Number:	85964520	BURGER DADDY
Serial Number:	85964523	O-RING SHORTY
Serial Number:	85884343	CAN-CRAFTED
Serial Number:	85884329	CAN-CRAFTED COCKTAILS
Serial Number:	85884335	ORIGINAL BEER CAN COCKTAIL
Serial Number:	85884322	TOO COLD TO HOLD
Serial Number:	85881545	THE BERSERKER BURGER
Serial Number:	85814987	RED ROBIN ROYALTY
Serial Number:	85772698	RED ROBIN ROYALTY
Serial Number:	85728771	RED ROBIN GOURMET BURGERS + BREWS
Serial Number:	85728767	RED ROBIN GOURMET BURGERS + BREWS
Serial Number:	85709105	ANGRY PIRATE
Serial Number:	85678335	TAVERN DOUBLE
Serial Number:	85664556	CRY BABY STYLE
Serial Number:	85664539	FIERY GHOST STYLE
Serial Number:	85413415	RED ROBIN'S BURGER FIX
Serial Number:	77578008	BURNIN' LOVE BURGER

**CORRESPONDENCE DATA**

Fax Number: 9192868199

*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: 919 286-8000

Email: PTO\_TMconfirmation@mvalaw.com

Correspondent Name: Moore & Van Allen PLLC

Address Line 1: 430 Davis Drive

Address Line 2: Suite 500

Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	512485-5373
NAME OF SUBMITTER:	John E. Slaughter
SIGNATURE:	/John E. Slaughter/
DATE SIGNED:	07/08/2014

**Total Attachments: 5**

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NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

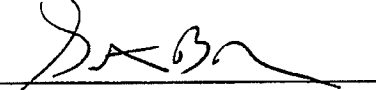
Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of July 2, 2014 (as the same may be amended, modified, extended or restated from time to time the "Security Agreement") among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Wells Fargo Bank, National Association, as Administrative Agent (the "Administrative Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown on Schedule A attached hereto to the Administrative Agent for the ratable benefit of the Lenders:

The Obligor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any copyright or copyright application.

Very truly yours,

**RED ROBIN INTERNATIONAL, INC.,**  
a Nevada corporation

By:   
Name: Stuart B. Brown  
Title: Treasurer and Assistant Secretary

Acknowledged and Accepted:

WELLS FARGO BANK, NATIONAL ASSOCIATION,  
as Administrative Agent

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

The Obligor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any copyright or copyright application.

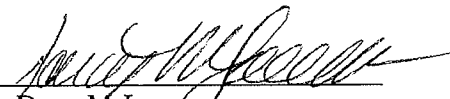
Very truly yours,

**RED ROBIN INTERNATIONAL, INC.,**  
a Nevada corporation

By: \_\_\_\_\_  
Name:  
Title:

Acknowledged and Accepted:

**WELLS FARGO BANK, NATIONAL ASSOCIATION,**  
as Administrative Agent

By:   
Name: Darcy McLaren  
Title: Director

Schedule A

Red Robin International, Inc.  
(Nevada Corporation)

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
BOTTOMLESS STEAK FRIES	4484868	02/18/14
RED'S BIG TAVERN	4426559	10/29/13
RED'S TAVERN DOUBLE	4437316	11/19/13
BUZZALO	4422628	10/22/13
CANTINA JACK	4426214	10/29/13
FRECKLED FRUIT	4296481	02/26/13
RED ROBIN'S BURGER WORKS and Design	4144335	05/15/12
RED ROBIN YUMMMMOBILE	4247131	11/20/12
RED ROBIN'S BURGER WORKS	4144331	05/15/12
RED ROBIN GOURMET BURGERS	4082687	01/10/12
RED ROBIN AMERICA'S GOURMET BURGERS & SPIRITS and Design	3386348	02/19/08
HONEST TO GOODNESS INGREDIENTS	3076674	04/04/06
HONEST TO GOODNESS	3076673	04/04/06
UNBRIDLED ACTS	3076672	04/04/06
CLUB RED	3161735	10/24/06
CHEF RED	3161734	10/24/06
BURGERS WITH A HEART	3141361	09/12/06
TOWERING ONION RINGS	3156362	10/17/06
BANZAI BURGER	3200451	01/23/07
SHAREABLE STARTERS	3041714	01/10/06
SAND IN YOUR SHORTS	3035795	12/27/05
ROYAL RED ROBIN BURGER	3067793	03/14/06
ROOKIE MAGIC	3038067	01/03/06
RED ROBIN'S BREW CREW	3054306	01/31/06
MONSTER MILKSHAKES & MALTS	3274232	08/07/07
JUST-IN-QUESADILLA	3050347	01/24/06
MASTERFUL MIXOLOGY	3054305	01/31/06
HAWAIIAN HEART THROB	3038066	01/03/06
BUZZARD WINGS	3054297	01/31/06
5 ALARM BURGER	3138024	09/05/06
FAJITA FIESTA POLLO SALAD	3038061	01/03/06
FRECKLED LEMONADE	3050332	01/24/06
FRUITY BOOZIE DAIQUIRI	3050331	01/24/06
CLUCKS & FRIES	3050330	01/24/06
CHILLIN' CONCOCTIONS	3132006	08/22/06
Design only	3909932	01/25/11
RED ROBIN GOURMET BURGERS and Design	3874071	11/09/10
RR and Design	3871045	11/02/10



YUMMM	3800456	06/08/10
Sound only	3720772	12/08/09
Sound only	3720771	12/08/09
WHISKEY RIVER	3807723	06/22/10
WHISKEY RIVER	3807722	06/22/10
INSANELY DELICIOUS	3723341	12/08/09
DEPARTMENT OF DELICIOUSNESS	3463791	07/08/08
MAD MIXOLOGY	2491850	09/25/01
HOME OF THE SMILING BURGER	2326101	03/07/00
AMERICA'S GOURMET BURGERS & SPIRITS	2499342	10/23/01
RED ROBIN and Design	2372187	08/01/00
RED ROBIN	1369353	11/05/85
THE WORLD'S GREATEST GOURMET BURGER MAKER AND MOST MASTERFUL MIXOLOGISTS	1414544	10/21/86
WHISKEY RIVER	1430433	02/24/87
RED ROBIN BURGER & SPIRIT EMPORIUMS AMERICA'S GOURMET BURGER MAKER & MASTER MIXOLOGIST and Design	1300994	10/16/84
R and Design	1173734	10/13/81
AMERICA'S GOURMET BURGER MAKER	1212785	10/12/82
BURGER & SPIRITS EMPORIUMS	1158503	06/23/81
RED ROBIN	1133872	04/22/80

**Pending Applications**

Mark	Appl. No.	Filing Date
SOUTHERN CHARM BURGER	86232572	03/26/14
SOUTHERN CHARM STYLE	86232566	03/26/14
EAT UP RR GIVE BACK and Design	86224788	03/18/14
CONFECTIONARY COCKTAILS	86186654	02/06/14
WRECKING BALL	86186644	02/06/14
GOURMET BURGER AUTHORITY	86023782	07/30/13
BURGER DADDY	85964520	06/19/13
O-RING SHORTY	85964523	06/19/13
CAN-CRAFTED	85884343	03/22/13
CAN-CRAFTED COCKTAILS	85884329	03/22/13
ORIGINAL BEER CAN COCKTAIL	85884335	03/22/13
TOO COLD TO HOLD	85884322	03/22/13
THE BERSERKER BURGER	85881545	03/20/13
RED ROBIN ROYALTY and Design	85814987	01/03/13
RED ROBIN ROYALTY	85772698	11/06/12
RED ROBIN GOURMET BURGERS + BREWS	85728771	09/13/12
RED ROBIN GOURMET BURGERS + BREWS and Design	85728767	09/13/12
ANGRY PIRATE	85709105	08/21/12
TAVERN DOUBLE	85678335	07/16/12
CRY BABY STYLE	85664556	06/28/12
FIERY GHOST STYLE	85664539	06/28/12
RED ROBIN'S BURGER FIX	85413415	09/01/11
BURNIN' LOVE BURGER	77578008	09/24/08