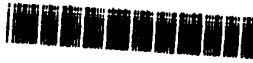


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To the Honorable Commissioner of Patents and Trademarks

and original documents or copy thereof.

1. Name of conveying party(ies):

Steak 'n Shake, Inc.

- Individual(s)
- General Partnership
- Corporation-State of Indiana
- Other

- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: September 24, 1997

2. Name and address of receiving party(ies)

Name: SNSTM, Inc.

Internal Address:

Street Address: 900 Market St., Suite 200

City: Wilmington State: DE ZIP: 19801

- 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

(Designations must be a separate document from assignment)

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

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

A. Trademark Application No.(s)

75/337,193

B. Trademark Registration No.(s)

581,433	680,071	1,012,475
837,229	1,045,867	1,272,197
843,430	948,362	967,208
649,868	925,657	1,911,807

Additional numbers attached? Yes No

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

Name: Gregory B. Coy

Internal Address: Woodard, Emhardt, Naughton,

Moriarty & McNett

Bank One Center/Tower

Street Address: 111 Monument Circle

Suite 3700

City: Indianapolis State: IN ZIP: 46204-5137
(317) 634-3456

6. Total number of applications and registrations involved: 13

7. Total fee (37 CFR 3.41).....\$340.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

23-3030

(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.

Gregory B. Coy

Name of Person Signing

Gregory B. Coy
Signature

May 14, 1998

3

Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK

REPLY TO TRADEMARK: 0693

Washington, D.C. 20231

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MAY 14 1998
U.S. DEPARTMENT OF COMMERCE
PATENT & TRADEMARK OFFICE

ASSIGNMENT

Whereas, Steak 'n Shake, Inc., a corporation of the State of Indiana, with a post office address of 500 Century Building, 36 South Pennsylvania Street, Indianapolis, Indiana 46204 (hereinafter "Assignor"), is the owner of the entire right, title and interest in the following marks, and U.S. Trademark Registrations and Application:

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
Miscellaneous Design	581,433	10/27/53
STEAK N SHAKE	837,229	10/17/67
STEAK N SHAKE	843,430	01/30/68
STEAK N SHAKE (stylized)	609,979	08/02/55
IN SIGHT IT MUST BE RIGHT STEAK N SHAKE (and design)	649,868	08/06/57
STEAK N SHAKE - IN SIGHT IT MUST BE RIGHT (and design)	680,071	06/09/59
STEAK N SHAKE - IN SIGHT IT MUST BE RIGHT (and design)	1,045,867	08/10/76
IN SIGHT IT MUST BE RIGHT	958,629	05/08/73
IN SIGHT IT MUST BE RIGHT	948,362	12/05/72
STEAK N SHAKE "IT'S A MEAL" (stylized)	925,657	12/14/71
STEAK N SHAKE FAMOUS FOR STEAKBURGERS (stylized)	1,012,475	06/03/75
FAMOUS FOR STEAKBURGERS	1,272,197	03/27/84
TAKHOMASAK (stylized)	967,208	08/28/73
TAKHOMASAK (stylized)	979,040	02/19/74
FAXASAK	1,911,807	08/15/95

Pending Application

STEAK N SHAKE FAMOUS FOR
STEAKBURGERS & DESIGN

Serial No. 75337.193 filed 08/07/97

WHEREAS, SNSTM, Inc., a corporation of the State of Delaware, having a post office address of 900 Market Street, Suite 200, Wilmington, Delaware 19801 (hereinafter "Assignee"), is desirous of acquiring said marks and the related registrations and application:

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto the said Assignee all right, title and interest in the above marks, together with the goodwill of the business symbolized by said marks, and the above-identified registrations and application.

STEAK 'N SHAKE, INC.

Date: Sept 24, 1997

By: Mary Hall Mueller
Mary Hall Mueller, Vice President

STATE OF INDIANA)
) SS:
COUNTY OF MARTON)

Before me, a Notary Public, in and for said Country and State, personally appeared the above-named Assignor, to me personally known, and who executed the foregoing Assignment in my presence and acknowledged the execution thereof as their free and voluntary act and deed for the uses and purposes therein set forth and expressed.

Donna S. DeBoer
Notary Public
Printed: DONNA S. DEBOER
Resident of MARTON County

My Commission Expires:

JANUARY 29, 2000

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