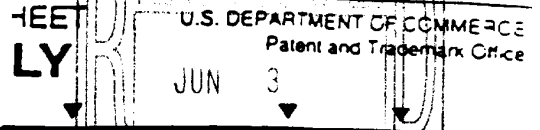


06-05-1998

FORM PTO-1594  
1-31-92



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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Dairy Queen of Greater St. Louis, Inc.

- Individual(s)
- General Partnership
- Corporation-State Missouri
- 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: May 22, 1998

2. Name and address of receiving party(ies):

Name: American Dairy Queen Corporation

Internal Address:

Street Address: 7505 Metro Boulevard

City: Edina State: MN ZIP: 55439

- 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 registration number(s):

A. Trademark Application No.(s)

75/432,257

B. Trademark registration No.(s)

Additional numbers attached?  Yes  No

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

Name: Thomas S. Berg, Paralegal

Internal Address: Gray, Plant, Mooty, Mooty & Bennett, P. A.

3400 City Center

Street Address: 33 South 6th Street

City: Minneapolis State: MN ZIP: 55402

6. Total number of applications and registrations involved:

One

7. Total fee (37 CFR 3.41): \$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

40.00 DP

(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.

Thomas S. Berg, Paralegal  
Name of Person Signing

Signature

TRADEMARK, 1998

REEL: 1735 FRAME: 0866 Date

Total number of pages comprising cover sheet:

Two

00000204

JUN 11 1998

JUN 11 1998

481

**ASSIGNMENT OF TRADEMARK AND APPLICATION FOR REGISTRATION**

WHEREAS, Dairy Queen of Greater St. Louis, Inc., having its principal office at 11911 Westline Drive, St. Louis, MO 63146-3200 and Samuel J. Temperato, individually (collectively "Assignor"), have adopted and are using the mark "The Great Steakmelt," and are the owner of United States Patent and Trademark Office application, serial number 75/432,257, filed February 11, 1998 (the "Mark"); and

WHEREAS, American Dairy Queen Corporation, a Delaware corporation having its principal office at 7505 Metro Boulevard, Minneapolis, Minnesota 55439 ("Assignee"), is desirous of acquiring the Mark;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor hereby assigns all rights, title, and interest in and to the Mark, together with the good will of the business symbolized by the Mark, any rights to any past infringements of the Mark, any derivative or similar rights relating to the Mark, and the above-identified application for registration of the Mark, to the Assignee.

The Commissioner of Patents and Trademarks is requested to issue the Certificate of Registration to the Assignee.

DATE: 5/22/98

Dairy Queen of Greater St. Louis, Inc.

By: Samuel J. Temperato  
Title: Pres.

Samuel J. Temperato, individually:

Samuel J. Temperato

STATE OF MISSOURI )  
                                  )  
COUNTY OF ST. LOUIS )

SUBSCRIBED AND SWORN TO before me, a Notary Public, this 22nd day of May, 1998.

Sheral Shelburg  
Notary Public

My Commission expires: SHERAL SHELBURG, NOTARY PUBLIC  
COUNTY OF ST. LOUIS, STATE OF MISSOURI  
MY COMMISSION EXPIRES MAY 31, 2000



TRADEMARK