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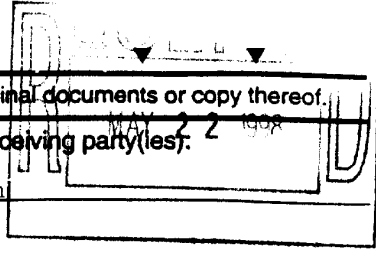
U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patent

100729395

Send original documents or copy thereof



1. Name of conveying party(ies):

Woodroast Systems, Inc.  
10250 Valley View Road, Suite 145  
Eden Prairie, MN

- Individual(s)
- General Partnership
- Corporation-State Minnesota
- 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: 4-29-98

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

Name: Lyle Berman

Internal Address:

Street Address: 433 Bushaway Road

City: Wayzata State: MN ZIP: 55391

- Individual(s) citizenship U.S.A.
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- 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)

74/719,662; 74/719,664; 74/719,902;  
74/720,621; 75/210,735

B. Trademark registration No.(s)

1,406,284; 1,406,285; 1,437,554;  
1,615,966; 1,501,559; 2,001,194;  
2,004,236; 2,121,401; 2,056,280

Additional numbers attached?  Yes  No

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

Name: Brian J. Klein, Esq.

Internal Address:

Street Address: Maslon Edelman Borman & Brand,  
3300 Norwest Center, 90 South Seventh Street

City: Minneapolis State: MN ZIP: 55402

6. Total number of applications and registrations involved: 14

7. Total fee (37 CFR 3.41): \$ 390.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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

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 02 FC:482 325.00 OP  
 03 FC:998 25.00 OP

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.

Brian J. Klein  
Name of Person Signing

Signature Date  
REEL: 1736 FRAME: 0156  
Total number of pages comprising cover sheet: 1

5-19-98

NOTICE OF SECURITY INTEREST IN U.S. TRADEMARKS

Notice is hereby given that WOODROAST SYSTEMS, INC., a Minnesota corporation ("Company"), with its principal place of business at 10250 Valley View Road, Suite 145, Eden Prairie, Minnesota, United States, has granted a security interest to LYLE BERMAN, ("Secured Party"), with its principal place of business at 433 Bushaway Road, Wayzata, Minnesota 55391, United States, in and to all of the trademarks listed on Schedule A and the applications and registrations associated therewith, pursuant to a Trademark Collateral Assignment between Company and Secured Party dated April 29, 1998.

Date: April 29, 1998

WOODROAST SYSTEMS, INC.

*Ralph J. Guarnano*  
Name: RALPH J. GUARNANO  
Title: PRESIDENT

STATE OF MINNESOTA )  
 ) SS.  
COUNTY OF Hennepin )

On this 30 day of April, 1998, before me personally came Ralph Guarnano, who being truly sworn did depose and say that he/she is an officer of Woodroast Systems, Inc., the corporation described in and which executed the foregoing instrument.

*Elizabeth A. Clark*  
NOTARY PUBLIC

155771-1



SCHEDULE A  
The Marks

A. SCHEDULE OF PENDING APPLICATIONS FOR U.S. TRADEMARK REGISTRATIONS

Serial Number/Filing Date	Trademark Description
74/719,662 August 24, 1995	Breakfast Products Sold in a Restaurant Setting and as Takeout Food (Int'l Class 29)
74/719,664 August 24, 1995	Stews and Soups Sold in a Restaurant Setting and as Takeout Food (Int'l Class 29)
74/719,902 August 24, 1995	Omelets Sold in a Restaurant Setting and as Takeout Food (Int'l Class 29)
74/720,621 August 24, 1995	Chicken Products Sold in a Restaurant Setting and as Takeout Food (Int'l Class 29)
75/210,735 December 9, 1996	Smoker's Articles (Int'l Class 34)

B. SCHEDULE OF U.S. TRADEMARK REGISTRATIONS

Registration Number/Registration Date	Trademark
1,406,284 August 19, 1986	Woodroast
1,406,285 August 19, 1986	The Original Shelly's Woodroast
1,437,554 April 21, 1987	Original Woodroast Cooking and Design
1,615,966 October 2, 1990	Birch Bay Brewing Company
1,501,559 August 23, 1987	Birch Bay
2,001,194 September 17, 1996	Lodge Potatoes
2,004,236 October 1, 1996	Fire Sausage
2,121,401 December 16, 1997	Shelly's Backroom a Civilized Cigar Parlor Shelly's Woodroast Rockville Maryland
2,056,280 April 22, 1997	Shelly's Backroom

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