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ORRIN M. HAUGEN THOMAS J. NIKOLAI JAMES T. NIKOLAI CHARLES G. MERSEREAU ERIC O. HAUGEN CATHERINE C. MARESH PAUL T. DIETZ LAW OFFICES

HAUGEN AND NIKOLAI, P.A.

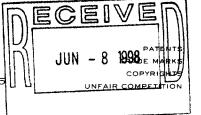
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June 3, 1998

RECORDATION FORM COVER SHEET

PATENTS ONLY

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OUR FILE NO. 970478

U.S. PATENT AND TRADEMARK OFFICE OFFICE OF PUBLIC RECORDS CRYSTAL GATEWAY 4, ROOM 335 WASHINGTON, D.C. 20231

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

- Name of conveying party(ies): Mexican Foods, Inc.
- 2. Name and address of receiving party(ies):

Name:

Atlas International Food and

Equipment Company, Inc.

Street Address:

3330 Fiechtner Drive, Ste. 100

City:

Fargo

State: Nor Dakota

Zip: 58103

3. Nature of Conveyance:

_X	Assignment Security Agreement	 Merger Change	of	Name
	Other	 		

Execution Date: May 11, 1998

- 4. Application number(s) or registration number(s):U.S. Trademark Registration No. 1,621,485; U.S. Trademark Registration No. 1,557,377; U.S. Trademark Registration No. 1,858,755; and U.S. Trademark Registration No. 2,054,744
 - If this document is being filed together with a new application, the execution date of the application is:
 - A. Patent Application No.(s):
 - B. Patent No.(s):

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TRADEMARK REEL: 1740 FRAME: 0543 U.S. Patent and Trademark Office June 3, 1998 Page 2

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

Name:

James T. Nikolai, Esq.

HAUGEN AND NIKOLAI, P.A.

Street Address: 900 Second Avenue South, #820

City:

Minneapolis State: MN Zip: 55402-3325

- 6. Number of registrations involved: 4
- 7. Total Fee (37 CFR 3.41): \$40.00 X A check is enclosed.
- 8. The Commissioner is authorized to charge any fees or refund any overpayment under 37 CFR 1.16 and 1.17 which may be required by this paper to Deposit Account No. 08-1265.

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.

James T. Nikolai

Name of Person Signing

Signature

Total number of pages including

cover sheet, attachments and document: 4

TRADEMARK REEL: 1740 FRAME: 0544

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ASSIGNMENT OF REGISTERED TRADEMARKS

WHEREAS, Mexican Foods, Inc., a corporation duly organized and existing under and by virtue of the laws of the State of North Dakota, located and doing business at 801 South 38th Street, Fargo, North Dakota 58107, is the owner of the registered trademarks listed in the attached Exhibit A;

WHEREAS, Atlas International Food and Equipment Company, Inc., a corporation duly organized and existing under and by virtue of the laws of the State of North Dakota, located and doing business at 3330 Fiechtner Drive, Ste. 100, Fargo, North Dakota 58103, is desirous of acquiring said trademarks and the registrations thereof;

NOW, THEREFORE, in consideration of and in exchange for the sum of One Dollar (\$1.00) and other good and valuable consideration, receipt of which is hereby acknowledged, said Mexican Foods, Inc. does hereby assign unto said Atlas International Food and Equipment Company, Inc., all right, title and interest in and to the trademarks and the said registrations, together with the goodwill of the business symbolized by the trademarks.

is execut this // da	ed at <u>Fargo</u> ny of <u>MRy</u>	
MEXICA	AN FOODS, INC.	
By: Its: _	Trafam J	1 War

STATE OF NORTH DAKOTA

SS

COUNTY OF

Notary Public

(SEAL)

GREGORY P. PUNG Notary Public, STATE OF NORTH DAKOTA My Commission Expires AUG. 19, 1999

TRADEMARK REEL: 1740 FRAME: 0545

EXHIBIT A

- 1. U.S. Trademark Registration No. 1,621,485, registered November 6, 1990 for the mark LA CAMPANA PARADISO;
- U.S. Trademark Registration No. 1,557,377, registered September 19, 1989 for the mark PARADISO;
- 3. U.S. Trademark Registration No. 1,858,755, registered October 18, 1994 for the mark PARADISO; and
- 4. U.S. Trademark Registration No. 2,054,744, registered April 22, 1997 for the mark THE CHIPS ARE FREE DINNER'S EXTRA.

TRADEMARK REEL: 1740 FRAME: 0546

RECORDED: 06/08/1998