

09-17-1998

OMB No. 0651-0011 (exp. 9-94)



Tab settings

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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):

Carlos Murphy's, Inc.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State - Delaware, Other

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

3. Nature of conveyance:

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

Execution Date: November 14, 1997

2. Name and address of receiving party(ies)

Name: Fiesta Restaurants, Inc.

Internal Address:

Street Address: 3240 West Britton

City: Oklahoma City State: OK ZIP: 73120

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State - Oklahoma, 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)

B. Trademark Registration No.(s)

1,243,298 1,194,892
1,391,962 1,198,344

Additional numbers attached? Yes No

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

Name: Anthony L. Rahhal

Internal Address: MCAFEE & TAFT Tenth Floor

Street Address: Two Leadership Square 211 North Robinson

City: Oklahoma City State: OK ZIP: 73102

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41) \$ 115.00

- Enclosed, Authorized to be charged to deposit account - any deficiency in enclosed fees

8. Deposit account number:

500449

(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.

Anthony L. Rahhal Name of Person Signing

[Signature] Signature

9-1-98 Date

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

ASSIGNMENT OF TRADEMARK

WHEREAS, Carlos Murphy's, Inc., a Delaware corporation having a principal place of business at 500 West Monroe St., Chicago, Illinois 60661 (hereinafter "Carlos Murphy's") has used, is using and is the owner of the entire right, title and interest in and to, and to the use of the following trademarks now registered in the United States Patent and Trademark Office:

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>
CARLOS MURPHY'S	1,243,298
CARLOS MURPHY'S CAFE & BAR and Design	1,391,962
CARLOS MURPHY'S IRISH MEXICAN CAFE and Design	1,194,892
LUIGI MURPHY'S IRISH ITALIAN CAFE and Design	1,198,344

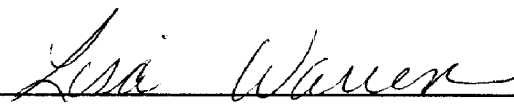
WHEREAS, Fiesta Restaurants, Inc., an Oklahoma corporation having a principal place of business at 3240 W. Britton, Suite 202, Oklahoma City, Oklahoma 73120 (hereinafter "Fiesta") is desirous of acquiring the entire right, title and interest of Carlos Murphy's in and to, and to the use of the above-identified trademarks, together with the good will of the business connected with the use of and symbolized by said trademarks and the above-identified United States registrations:

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, except as provided in Section 1.2(b) and Schedule 1.2(b) of that certain Asset Purchase

Agreement of even date herewith by and among Famous Restaurants, certain of its subsidiaries and Fiesta, Carlos Murphy's hereby sells, assigns, transfers and conveys to Fiesta its entire right, title and interest in and to, and to the use of the above-identified trademarks, together with the good will of the business connected with the use of and symbolized by said trademarks and the above-identified United States registrations for said trademarks, and together with the right to recover for past infringement of said trademarks.

Executed in Chicago, Illinois as of this 14th day of November, 1997.

CARLOS MURPHY'S, INC.

By: 
Lisa Warren, President