



100901459

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To the Honorable Commissioner of Patents and Trademarks: Please re

copy thereof.

1. Name of conveying party(ies):

Lyle Berman
433 Bushaway Road
Wayzata, MN 55391

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

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

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

Name: WSI Acquisition, LLC

Internal Address: _____

Street Address: 433 Bushaway Road

City: Wayzata State: MN ZIP: 55391

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Limited Liability Company

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

3. Nature of conveyance:

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

Execution Date: September 21, 1998

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

Additional numbers attached? Yes No

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

Name: Penny R. Heabelrin, Esq.

Internal Address: _____

Street Address: Maslon Edelman Borman & Brand, LLP
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):..... \$ 365.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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

DO NOT USE THIS SPACE

11/17/1998 SBURNS 00000070 74719662

01 FC:481	40.00 OP
02 FC:482	325.00 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.

Penny R. Heaberlin

Name of Person Signing

Penny R. Heaberlin
Signature

11-9-98

Date

Total number of pages comprising cover sheet: 1

NOTICE OF ASSIGNMENT OF SECURITY INTEREST IN U.S. TRADEMARKS

Notice is hereby given that LYLE BERMAN ("Secured Party"), 433 Bushaway Road, Wayzata, Minnesota 55391, pursuant to an Assignment of Loan Documents dated effective as of September 21, 1998, has assigned to WSI ACQUISITION, LLC, a Minnesota limited liability company with its principal place of business at 433 Bushaway Road, Wayzata, Minnesota 55391, the security interest granted by 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, pursuant to a Trademark Collateral Assignment between Company and Secured Party dated April 29, 1998, in and to all of the Trademarks listed on Schedule A and the applications and registrations associated therewith

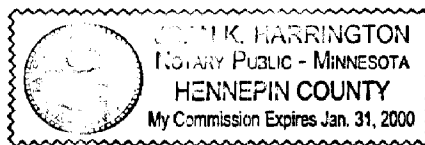
Date: Effective as of September 21, 1998

Lyle Berman
Lyle Berman

STATE OF MINNESOTA)
COUNTY OF HENNEPIN) SS.

On this 21 day of September, 1998, before me personally came Lyle Berman and executed the foregoing instrument.

Joan K. Harrington
NOTARY PUBLIC



204120

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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