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U.S. Patent & TMO/TM Mail Rcpt Dt: #10 ISS MAIL UNDER 37 CFR 1.10

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Date of Deposit: 12/17/98
I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to the Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513.



100932531

J. Montgomery
(Typed or printed name of person mailing paper or fee)

J. Montgomery
(Signature of person mailing paper or fee)

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Trademark Assignment Cover Sheet

TO: The Commissioner of Patents
and Trademarks
Washington, D.C. 20231
ATTN: Assignment Branch

Please find enclosed for recording a Nunc Pro Tunc Assignment Of Registered Trademarks (the "Assignment") identified as follows:

1. **Conveying Party:** ("Assignor") Back Yard Burgers, Inc., a Delaware corporation, having an address of 2768 Colony Park Drive, Memphis, Tennessee 38118.
2. **Receiving Party:** ("Assignee") BYB Properties, Inc., a Delaware corporation, having an address of 103 Foulk Road, Suite 200, Wilmington, Delaware.
3. The Assignment conveys all rights, title and interest in and to the marks and registrations therefor, identified therein and herein *nunc pro tunc* as of October 9, 1997. 34

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01 FC:481 40.00 OP
02 FC:482 50.00 OP

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788224-001 12/15/98

**TRADEMARK
REEL: 1833 FRAME: 0328**

4. The Assignment should be recorded against the following trademark registrations:

<u>Trademark</u>	<u>U.S. Registration No.</u>
BACK YARD BURGERS	1,679,702
GREAT LITTLE BURGER	1,744,113
Miscellaneous Design	1,679,739

5. Correspondence concerning this request should be sent to: Grady M. Garrison, Esq., Baker, Donelson, Bearman & Caldwell, 20th Floor, First Tennessee Building, Memphis, Tennessee 38103

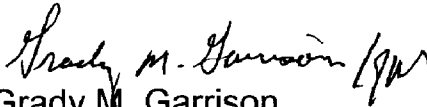
6. This request concerns three (3) trademark registrations, and a total fee of \$90.00 is submitted herewith. The Commissioner is hereby authorized to charge any additional payment, or credit any refund that may be due to Deposit Account No. 08-1629.

7. The Assignee is domiciled in the United States.

8. The enclosed Assignment is dated December 11, 1998, *nunc pro tunc* as of October 9, 1997.

9. To the best knowledge and belief of the undersigned, the information contained on this cover sheet is true and correct and any copy submitted is a true copy of the original document.

Respectfully submitted,


Grady M. Garrison
Attorney for Assignee

Date: 12/17/98

**NUNC PRO TUNC
ASSIGNMENT OF REGISTERED TRADEMARKS**

WHEREAS, Back Yard Burgers, Inc., a Delaware corporation with principal business address of 2768 Colony Park Drive, Memphis, Tennessee 38118 (“Assignor”), has adopted, used, is using and is the owner of the following trademarks registered in the United States Patent and Trademark Office:

<i>Trademark</i>	<i>Registration No.</i>	<i>Date of Registration</i>
BACK YARD BURGERS	1,679,702	March 17, 1992
GREAT LITTLE BURGER	1,744,113	December 29, 1992
Miscellaneous Design	1,679,739	March 17, 1992

WHEREAS, it was intended that all right, title and interest in and to said trademarks and registrations (collectively, the "Marks") and the goodwill of the business symbolized thereby were to be assigned to BYB Properties, Inc., a Delaware corporation, with principal business address of 103 Foulk Road, Suite 200, Wilmington, Delaware (Assignee”) as of October 9, 1997;

WHEREAS, Assignor wishes to confirm Assignee's ownership of all right, title and interest in and to the Marks;


NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby confirms that it intended to sell, assign, transfer and convey to Assignee, and does hereby sell, assign, transfer and convey to Assignee, nunc pro tunc as of October 9, 1997, all right, title and interest in and to the Marks together with the goodwill of the

business symbolized by the Marks and the right to recover damages for past acts of infringement of the Marks.

Assignor hereby consents to and requests recordation of this Assignment and further authorizes and requests that all official documents and communications relating to the Marks issue and deliver to Assignee, its attorneys, agents, successors or assigns. Assignor hereby agrees at Assignee's request to execute in Assignee's favor any and all additional papers which may be necessary for the transfer, by complete assignment, of all Assignor's proprietary rights in and to the Marks.

Dated: 12/11/98

BACK YARD BURGERS, INC.,
a Delaware corporation

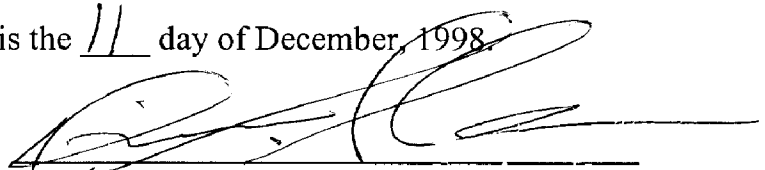
By: 
Name: Lattimore M. Michael

Title: President

STATE OF TENNESSEE
COUNTY OF SHELBY

Before me, DIXIE L. McCONNELL, a Notary Public in and for the State and County aforesaid, personally appeared Lattimore M. Michael, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the President of Back Yard Burgers, Inc. (the "Assignor"), the within named bargainer, a corporation, and that he as such President, being duly authorized to do so, executed the foregoing Nunc Pro Tunc Assignment of Registered Trademarks for the purposes therein contained, by signing the name of the corporation by himself as such President.

WITNESS my hand and seal at office, on this the 11 day of December, 1998.


NOTARY PUBLIC

My Commission Expires:

My Commission Expires Mar. 14, 2000

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