

01-21-1999



100949295

TO THE HONORABLE COMMISSIONER OF
PATENTS AND TRADEMARKS

MRD

1-20-99

Cover Sheet
For Service Mark Assignment
From Fuddruckers, Inc.
To Magic Restaurants, LLC

Please record the enclosed Assignment of Intellectual Property Rights between Fuddruckers, Inc. and Magic Restaurants, LLC dated as of December 30, 1998 (the "Assignment").

1. The name of the party conveying the interests is: Fuddruckers, Inc. (the "Assignor")

2. The name and address of the party receiving the interests is:

Magic Restaurants, LLC (the "Assignee")
One Corporate Place
55 Ferncroft Road
Danvers, MA 01923

3. Assignor has assigned to Assignee the twelve (12) service marks and other property described in the Assignment.

4. The respective service marks assigned pursuant to the Assignment, and with respect to which the Assignment is being recorded, are as follows:

Service Mark	Application No.	Registration No.
BASNA		1,774,565
DAIQUIRITA		1,570,126
DAIQUIRITAS		1,586,013
FUDDRUCKERS		1,298,164
FUDDRUCKERS		1,326,226
FUDDRUCKERS & DESIGN (BOTTLE CAP)	75/581,332	
FUDDRUCKERS & DESIGN (OVALOID)		1,192,673
FUDDRUCKERS LADY DESIGN		1,406,231
MA FUDD'S PATIO		1,801,189
WORLD'S GREATEST HAMBURGERS	75/278,264	
YELLOW AWNINGS DESIGN		1,424,425
YOU WON'T BELIEVE HOW BIG IT IS		1,348,717

01/21/1999 DCOATES 00000017 1774565

01 FC:481
02 FC:482

40.00 OP
275.00 OP

5. Correspondence relating to the Assignment or the recordation thereof should be sent to:

Eleanor Coleman, Legal Assistant
Goulston & Storrs, P.C.
400 Atlantic Avenue
Boston, MA 02110

6. The Assignment conveys the interests described above with respect to a total of twelve (12) service marks, and the total fee for recordation, which fee accompanies this cover sheet, is \$315.00.

7. The Assignment was executed as of December 30, 1998.

8. The Assignee is domiciled in the United States.

9. To the best of the undersigned's knowledge and belief, the information contained in this Cover Sheet is true and correct, and the copy of the Assignment accompanying this Cover Sheet and being recorded herewith is a true copy of the original Assignment.

IN WITNESS WHEREOF, the undersigned Assignee has executed this Cover Sheet this 19th day of January, 1999.



Eleanor Coleman

Total Page Count, Including
this Cover Sheet and the Assignment: 4

ASSIGNMENT OF INTELLECTUAL PROPERTY RIGHTS

WHEREAS, Fuddruckers, Inc., a corporation of the State of Texas, having a principal place of business at One Corporate Place, 55 Ferncroft Road, Danvers, MA 01923 (hereinafter referred to as "ASSIGNOR") is the owner of record in the U.S. and Canadian Trademark and Service Mark Registrations, and pending applications for registrations, listed in Schedule A, along with all related common law rights and the goodwill appertaining thereto; and

WHEREAS, Magic Restaurants, LLC, a limited liability company of the State of Delaware, having a principal place of business at One Corporate Place, 55 Ferncroft Road, Danvers, MA 01923 (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring all of ASSIGNOR'S rights, title and interest in the U.S. and Canadian Trademark and Service Mark Registrations, and pending applications for registrations, listed in Schedule A, along with all related common law rights and the goodwill appertaining thereto;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR does hereby assign, transfer and sell unto ASSIGNEE all of its rights, title, and interest in and to the U.S. and Canadian Trademark and Service Mark Registrations, and pending applications for registrations, listed in Schedule A, along with all related common law rights and the goodwill appertaining thereto, as well as its claims and rights of action at law and in equity against third parties for past infringement thereof and the goodwill appurtenant thereto.

IN WITNESS WHEREOF, ASSIGNOR, intending to be legally bound, has caused these presents to be executed by its duly authorized officer as of the 30th day of December, 1998.

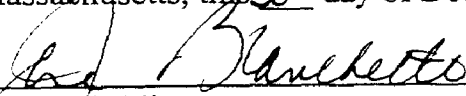
FUDDRUCKERS, INC.

By: 

Bryce L. King

Treasurer and Secretary

Subscribed and sworn to before me, a Notary Public of the Commonwealth of Massachusetts, this 30th day of December, 1998.


Notary Public

My Commission Expires: 4-8-99

(SEAL)

Fuddruckers, Inc.

Trademark Report by Mark
Country: CA, US

Printed: 12/13/98

Page 1

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
BASNA							
UNITED STATES	DL-M-50099	10/13/92	74/321,819	6/1/93	1,774,565	REGISTERED	42
DAIQUIRITA							
UNITED STATES	DL-M-50095	3/27/89	73/789,268	12/5/89	1,570,126	REGISTERED	33
DAIQUIRITAS							
UNITED STATES	DL-M-50096	6/19/89	73/807,270	3/6/90	1,586,013	REGISTERED	32
FUDDRUCKERS							
CANADA	DL-M-4202-CN	6/9/83	504935	7/25/86	316608	REGISTERED	42
UNITED STATES	DL-M-50089	8/31/82	73/382,882	9/25/84	1,298,164	REGISTERED	42
UNITED STATES	DL-M-50092	7/5/83	73/433,266	3/19/85	1,326,226	REGISTERED	30
FUDDRUCKERS & DESIGN (BOTTLE CAP)							
CANADA	DL-M-5133-CN	7/13/93	732987	10/28/94	TMA 434999	REGISTERED	01
UNITED STATES	DL-M-50098	11/2/98	75/581,332			PENDING	42
FUDDRUCKERS & DESIGN (OVALOID)							
CANADA	DL-M-4203-CN	6/9/83	504,937	3/22/85	300,968	REGISTERED	42
UNITED STATES	DL-M-50090	1/30/81	73/294,971	3/23/82	1,192,673	REGISTERED	42
FUDDRUCKERS LADY DESIGN							
UNITED STATES	DL-M-50093	6/24/85	544,709	8/19/86	1,406,231	REGISTERED	42
MA FUDD'S PATIO							
UNITED STATES	DL-M-50100	6/10/91	74/174,314	10/26/93	1,801,189	REGISTERED	42
WORLD'S GREATEST HAMBURGERS							
UNITED STATES	DL-M-57061	4/21/97	75/278,264			PENDING	42
YELLOW AWNINGS DESIGN							
UNITED STATES	DL-M-50094	6/2/86	602,048	1/6/87	1,424,425	REGISTERED	42
YOU WON'T BELIEVE HOW BIG IT IS							
UNITED STATES	DL-M-4200	6/1/84	483,090	7/9/85	1,348,717	REGISTERED	42

END OF REPORT

TOTAL ITEMS SELECTED = 15

GOULSTON & STORRS

A PROFESSIONAL CORPORATION

COUNSELORS AT LAW

400 ATLANTIC AVENUE

BOSTON, MASSACHUSETTS 02110-3333

(617) 482-1776

TELECOMMUNICATIONS 574-4112

January 19, 1999

BY OVERNIGHT MAIL

U.S. Patents and Trademarks Office
Attention: Customer Service Counter
1213 Jefferson Davis Highway, 3rd Floor
Arlington, VA 22202

Re: Assignment from Fuddruckers, Inc. to Magic Restaurants, LLC

Dear Sir/Madam:

Enclosed for recordation please find an Assignment of Intellectual Property Rights.

Also enclosed is the cover sheet and payment, in the form of a check for each assignment, of the recordation fee.

Please acknowledge your receipt of this letter and the above-referenced enclosures and filing fee by stamping the enclosed extra copy of this letter with the date of receipt, and return the stamped extra copy to the undersigned in the self-addressed envelope provided.

If you have any questions, do not hesitate to contact me at (617) 482-1776

Sincerely,



Eleanor Coleman
Legal Assistant

Enclosures

GSDocs-725871-1

RECORDED: 01/20/1999

TRADEMARK
REEL: 1841 FRAME: 0819