

05-12-1999



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RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

TRADEMARKS ONLY

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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): Anthony CONZA David SIEGEL

- [X] Individual(s) [] Association [] General Partnership [] Limited Partnership [] Corporation - [] Other

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

2. Name and address of receiving party(ies)

Name: BLIMPIE INTERNATIONAL, INC. Street Address: 740 Broadway, Suite 1201 City: New York State: NY Zip: 10003 Country:

- [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [X] Corporation - New Jersey [] 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 [X] No



04-22-1999

U.S. Patent & TMO/PTM Mail Rpt.Dt. #22

4. Application number(s) or Registration number(s):

A. Trademark Application No(s):

B. Trademark Registration No(s): 2,172,835

- 2,195,438 1,256,296 1,221,085 2,011,843 2,007,989 2,120,796

Additional numbers attached? [] Yes [X] No

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

Name: Steinberg & Raskin, P.C. Street Address: 1140 Avenue of the Americas City: New York State: NY Zip: 10036 Our Ref.: 115.1151

6. Total number of applications and registrations involved: [7]

7. Total fee (37 CFR 3.41).....\$190.00

- [X] Enclosed [] Authorized to be charged to deposit account

8. Deposit account number:

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

05/11/1999 DNGUYEN 00000300 2172835

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01 Fee: 481

02 Fee: 482

40.00 OP 150.00 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.

Amy F. Divino Name of Person Signing

Signature

April 19, 1999 Date

Total number of pages including cover sheet, attachments, and document: [3]

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments Washington, D.C. 20231

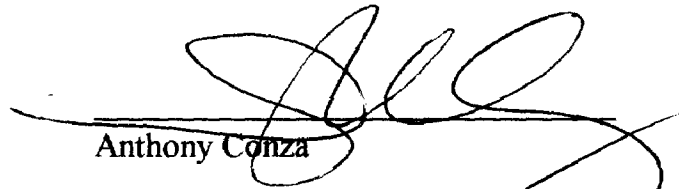
ASSIGNMENT

WHEREAS, Anthony Conza ("Conza") and David Siegel ("Siegel"), both of whom are United States citizens and are doing business at 740 Broadway, Suite 1201, New York, New York 10003, are joint owners along with Metropolitan Blimpie, Inc., a New York corporation having a place of business at 370 Seventh Avenue, New York, New York 10001, of the following trademark/service mark registrations registered in the United States Patent and Trademark Office:

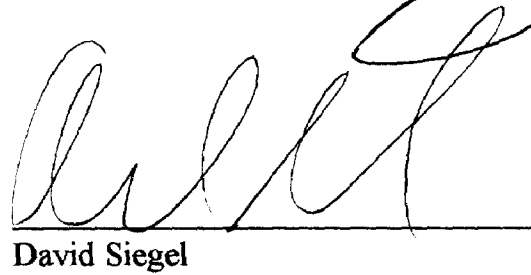
Trademark/Service Mark	Registration No.	Registration Date
BLIMPIE	2,172,835	7/14/98
BLIMPIE	2,195,438	10/13/98
BLIMPIE	1,256,296	11/1/83
BLIMPIE and Design	1,221,085	12/21/82
BLIMPIE BEST	2,011,843	10/29/96
BLIMPIE SUBS & SALADS and Design	2,007,989	10/15/96
BLIMPIE SUBS & SALADS and Design	2,120,796	12/16/97

AND WHEREAS, Blimpie International, Inc., a corporation organized and existing under the laws of the State of New Jersey, having a place of business at 740 Broadway, Suite 1201, New York, New York 10003, is desirous of acquiring the portion of the said trademarks/service marks owned by Conza and Siegel and the good will of the business symbolized by the trademarks/service marks and the registrations thereof;

NOW, THEREFORE, in consideration of and in exchange for the sum of one (\$1.00) dollar and other good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, said Conza and Siegel do hereby assign, transfer and convey unto Blimpie International, Inc. their entire right, title and interest in and to the said trademarks/service marks, together with the goodwill of the business symbolized by the trademarks/service marks and the registrations thereof.


Anthony Conza

Dated: 4/7/99


David Siegel

Dated: 4/7/99