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U.S. Department of Commerce
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Number of Properties

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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. Charges to deposit account are authorized, as indicated herein.

Carol M. Chopp
Name of Person Signing

Carol M. Chopp
Signature

June 14, 1999
Date Signed

ASSIGNMENT OF REGISTRATION

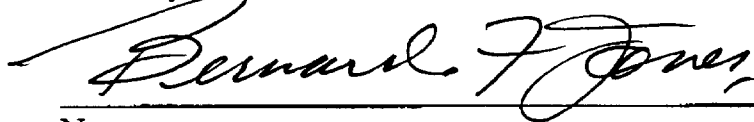
WHEREAS, DALTS, INC., an Ohio corporation located and doing business at 6171-D Huntley Rd Cols OH 43229 ("Assignor") has adopted, used and is using the marks listed on Exhibit A hereto which are registered in the United States Patent and Trademark Office.

AND WHEREAS, FD HOLDINGS, INC., a Delaware corporation located and doing business at 7540 LBJ Freeway, Suite 100, Dallas, Texas 75251 ("Assignee") is desirous of acquiring said marks and the registrations thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee all right, title and interest in and to the said marks, together with the good will of the business symbolized by the marks, and the above-identified registrations thereof, subject to that certain license agreement, whereby Assignor licensed the right to use the above-listed marks ("Marks") to Dalts Franchise Corporation, and without prejudice to Assignee's right to exercise its lawful rights as owner of the Marks under that certain license agreement with Dalts Franchise Corporation.

DATED the 8th of December, 1998.

DALTS, INC



Name:

Title: ACTING PRESIDENT, DIP

STATE OF Ohio

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§

COUNTY OF Franklin

Before me, a notary public, on this day personally appeared Bernard F. Jones, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

Given under my hand and seal of office this 8th day of December, 1998.

John E. Kimmel
(Signature Notary Public)

JOHN E. KIMMEL
NOTARY PUBLIC - STATE OF OHIO
FRANKLIN COUNTY
MY COMMISSION EXPIRES DEC. 13, 1998

(Print Name of Notary Public)

My Commission Expires on the
13th day of Dec., 19 98

DALLAS:284373.2
12/08/98

DALLAS:284373.1
87720/65411

EXHIBIT "A"**DALTS TRADEMARKS**

Country/State	Trademark	Application/Registration No.	Status
California	Dalts	16814	Renewed
Canada	Dalts & Design	267010	Registered
France	Dalts	1342832	Registered
Georgia	Dalts	S5443	Registered
Germany	Dalts	1096539	Registered
Illinois	Dalts	53249	Renewed
Indiana	Dalts	50092602	Renewed
Mexico	Dalts & Design	230731	Registered
Minnesota	Dalts	8549	Renewed
New Jersey	Dalts	6845	Renewed
Ohio	Dalts	SM4652	Renewed
Tennessee	Dalts	Not provided	Registered
Texas	Dalts	37940	Renewed
United Kingdom	Dalts (Class 25)	1257639	Registered
United Kingdom	Dalts (Class 16)	1257638	Registered
United Kingdom	Dalts (Class 29)	1257640	Registered
United Kingdom	Dalts (Class 30)	1257641	Registered
United Kingdom	Dalts (Class 32)	1257642	Registered
United Kingdom	Dalts (Class 33)	1257643	Registered
United Kingdom	Dalts (Class 42)	1278648	Registered
United States	Dalts Classic American Diner	75/320707 (date: 7/8/97)	Pending
United States	Dalts Diner	75/320708 (date: 7/8/97)	Pending
United States	Dalts Grill & Design	1716853	Registered
United States	Dalts Classic American Grill	1714425	Registered
United States	Dalts Grill	1566531	Registered
United States	Dalts	1197045	Registered
United States	Dalts & Design	1153535	Registered

EXHIBIT A

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DALLAS:285045.1
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