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PATENT APPLICATION
Attorney's Do. Nos. 9628-19 and 9628-3

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re trademark application of: Val Limited and
Application No: 74/341,624
Filed: December 21, 1992
Mark: VALENTINO'S

In re trademark Registration of: Val Limited
Registration No: 1,210,075
Issued: September 21, 1982
Mark: VALENTINO'S

BOX ASSIGNMENT

Commissioner of Patents and Trademarks
Washington, D.C. 20231

Please record the attached original document or copy thereof and return the recorded instrument to the undersigned.

- 1. Name of party conveying an interest: Val Limited
- 2. Name and address of party receiving an interest: Valentino's of America, Inc.
2601 South 70th Street
Lincoln, Nebraska 68506

- 3. Description of the interest conveyed:
 X Assignment Change of Name Security Agreement Merger

Date of execution of attached document: June 29, 1999

- 4. Application number(s) or Registration number(s). Additional sheet attached? Yes No X

A. Application No. 74/341,624 **AND** B. Registration No. 1,210,075

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

Alan T. McCollom
MARGER JOHNSON & McCOLLOM, P.C.
1030 S.W. Morrison Street
Portland, Oregon 97205
Telephone: (503) 222-3613

- 6. Number of applications and Registrations involved: 2

07/30/1999 DNGUYEN 00000332 1210075

01 FC:401 40.00 DP
02 FC:482 25.00 DP

7. Enclosed are our checks: One in the amount of \$40 (ck. no. 027912) and one in the amount of \$25 (ck. no. 027997)
8. Any deficy ency or overpayment should be charged or credited to deposit account number 13-1703.
9. 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.

Dated: July 26, 1999

Respectfully submitted,
MARGER JOHNSON & McCOLLOM, P.C.



Alan T. McCollom
Reg. No. 28,881

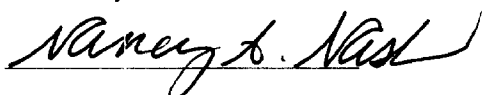
MARGER JOHNSON & McCOLLOM, P.C.
1030 SW Morrison Street
Portland, OR 97205
(503) 222-3613

Total number of pages comprising
cover sheet and attached assignment: 4

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Box A assignment, Commissioner of Patents and Trademarks, Washington D.C. 20231

Date of Deposit: July 26, 1999

Typed Name: Nancy A. Nash

Signature 

ASSIGNMENT OF TRADEMARK

WHEREAS, Val Limited, a Nebraska corporation, whose business address is 2601 South 70th Street, Lincoln, Nebraska 68506, has adopted, used and is using the trademark VALENTINO'S for restaurant services, U.S. Registration No. 1,210,075, issued September 21, 1982, and Trademark Application Serial No. 74/341,624, filed December 21, 1992, under the Trademark Act of 1946;

WHEREAS, Val Limited, Inc. received title of the foregoing mark and Registration by an assignment recorded in the US Patent and Trademark Office at Reel 0892, Frame 467;

WHEREAS, Valentino's of America, Inc., a Nebraska corporation is currently a wholly owned subsidiary of Val Limited and is desirous of acquiring title to the VALENTINO'S Registration, Application, and mark;

NOW, THEREFORE, in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, Val Limited does hereby assign to Valentino's of America, Inc., whose business address is also is 2601 South 70th Street, Lincoln, Nebraska 68506, all right, title and interest in and to the said mark, Registration, and Application, together with the goodwill of the business symbolized by the registration thereof, and any and all claims for any infringement thereof, and warrants that it has the right to do so.

Executed at Lincoln, NE, this 29 day of June, 1999.

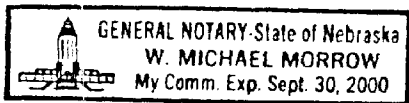
VAL LIMITED, a Nebraska corporation

By: Anthony O. Messineo, Jr.
Anthony O. Messineo, Jr.
President

STATE OF NEBRASKA)
COUNTY OF LANCASTER

) ss.

This 29 day of June, 19 99, before me personally appeared the above-named Anthony O. Messineo, Jr., known to me to be the President of Val Limited, who executed the foregoing instrument in my presence, and who acknowledged to me that he executed the same of his own free will on behalf of Val Limited for the purposes set forth therein.



W. Michael Morrow
Notary Public for _____
My commission expires: _____

[SEAL]