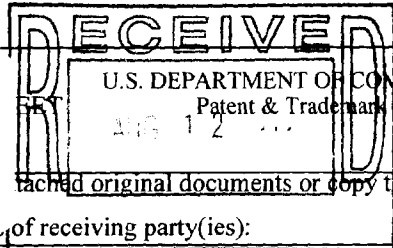




08-18-1999



U.S. DEPARTMENT OF COMMERCE
Patent & Trademark Office

Attached original documents or copy thereof.

To the Honorable Commissioner of

1. Name of conveying party(ies):

101121527

Name of receiving party(ies):

Bageland Enterprises, Inc.
1501 S.W. 5th Court
Pompano Beach, Florida 33069

S-12-99

Name: O'pelle Enterprises, Inc.

Address: 1501 S.W. 5th Court

- Individual
- General Partnership
- Corporation-State- FLORIDA
- Other _____
- Association
- Limited Partnership

City Pompano Beach State Florida ZIP 33069

- Individual(s) citizenship _____
- Association _____

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

- General Partnership _____
- Limited Partnership _____
- Corporation-State Florida
- Other _____

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No

(Designation must be a separate document from Assignment)

Execution Date: _____

Additional name(s) & address(es) attached? Yes No

4(a). Trademark Application No.(s):

4(b). Trademark Registration No.(s):

1,398,097
1,436,036

Additional numbers attached? Yes No

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

6. Total number of applications and registrations involved: 2

Name: **Leslie J. Lott, Esq.**
Address: **LOTT & FRIEDLAND, P.A.**

P.O. Box 141098

Miami, Florida 33114-1098

7. Total fee (37 CFR 3.41) enclosed: \$ 80.00

Enclosed

If any additional fees are required, the Commissioner is Authorized to charge deposit account

8. Deposit Account Number: 12-2155

08/17/1999 NTHA11 00000332 139097

01 FC:481
02 FC:482
03 FC:998

40.00 OP
25.00 OP
15.00 OP

DO NOT USE THIS SPACE

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

Leslie J. Lott

Name of Person Signing

Signature

8/12/99

Date

Attorney Docket No: 02010-1-8010/8020

Total number of pages comprising cover sheet: 2

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks
Box Assignments
Washington, DC 20231

ASSIGNMENT OF TRADEMARKS

WHEREAS, BAGELAND ENTERPRISES, INC., of 1501 S.W. 5th Court, Pompano Beach, Florida 33069 has adopted and is using the marks and has obtained registration thereof in the United States Patent & Trademark Office, for BAGELAND, Registration No. 1, 398,097, and BAGELAND and Design 1,436,036; and

WHEREAS, O'PELLE ENTERPRISES, INC. , a corporation of the State of Florida, having a principal place of business at 1501 S.W. 5th Court, Pompano Beach, Florida 33069, is desirous of acquiring said marks, together with the good will of the business symbolized by the marks;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, BAGELAND ENTERPRISES, INC. does hereby assign unto O'PELLE ENTERPRISES, INC. all right, title and interest in the marks, together with the good will of the business symbolized by the marks, and in the above-identified registration of said marks.

BAGELAND ENTERPRISES, INC.

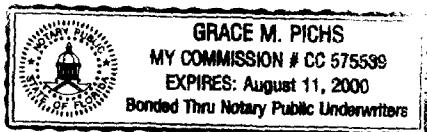
Date: 8/11/99

By: 

STATE OF FLORIDA)
COUNTY OF DADE)

On this 11th day of August, 1999, before me appeared Nestor Silber the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of the identified corporation.

WITNESS my hand and seal, this 11th day of August, 1999.




Signature Notary Public, State of Florida

My Commission Expires:
Did Take Oath ✓ Did not Take Oath _____
Personally known _____ OR Produced Identification ✓
Type of Identification Produced FLD Lic - 5416-621-49-045-0