

MRD  
10-15-99

10-19-1999



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Docket No.:

101173049

Tab settings

To the Honorable Commissioner of Pa.

Please return the attached original documents or copy thereof.

1. Name of conveying party(ies):

American Value Brands, Inc.

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other

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

2. Name and address of receiving party(ies):

Name: Boston Chicken, Inc.

Internal Address:

Street Address: 14103 Denver West Parkway

City: Golden State: CO ZIP: 80401

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- 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  No

3. Nature of conveyance:

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

Execution Date: August 2, 1998

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

75/182,362

B. Trademark Registration No.(s)

Additional numbers attached?  Yes  No

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

Name: Mary Spalding Burns, Esq.

Internal Address: Rudnick & Wolfe

Street Address: P.O. Box 64807

City: Chicago State: IL ZIP: 60601

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41):.....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

18-2284

10/18/1999 JSHABAZZ 00000010 75182362

DO NOT USE THIS SPACE

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40.00 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.

Mary Spalding Burns

Name of Person Signing

Mary Spalding Burns

Signature

10/13/99

Date

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

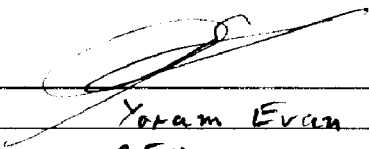
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**EXHIBIT A**

**ASSIGNMENT**

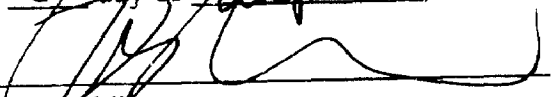
AMERICAN VALUE BRANDS, INC., a Delaware corporation, whose full post office address is 919 THIRD AVENUE, New York, New York, 10032 (hereinafter the "ASSIGNOR"), in consideration of \$1.00 and other good and value consideration, the past receipt of which is hereby acknowledged, does hereby sell, assign and transfer to Boston Chicken, Inc., a Delaware corporation, whose full post office address is 14103 Denver West Parkway, Golden, Colorado 80401 (hereinafter the "ASSIGNEE") the entire right, title and interest in and to the mark "BOSTON KITCHEN", alone and in combination with a double oval design element and other design elements ("the Marks"), the pending application for registration, Serial No. 75/182,362 and such registration as may issue thereon together with the goodwill of the business associated with said marks, in and for the United States of America; said trademark, application and registration to be held and enjoyed by the ASSIGNEE and the successors, assigns and legal representatives of the ASSIGNEE, to the full end of the term for which said registration may be granted as fully and entirely as the same would have been held and enjoyed by the ASSIGNOR if this assignment and sale not been made.

**AMERICAN VALUE BRANDS, INC.**

By:   
Name: Yoram Eran  
Title: CFO

Dated effective as of: \_\_\_\_\_

SUBSCRIBED AND SWORN to before me  
this 24 day of August, 1998.

  
\_\_\_\_\_  
Notary Public

My Commission Expires: 5/09/01

HOWARD N. ARONSON  
Notary Public, State of New York  
No. 02AR4886843  
Qualified in Westchester County  
Commission Expires May 9, 2001