

11-03-1999



101190658

53708-8636

MWD 10/28/99

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_
- Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_
- Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

Conveyance Type

- Assignment  License
  - Security Agreement  Nunc Pro Tunc Assignment
  - Merger  Change of Name
  - Other \_\_\_\_\_
- Effective Date  
Month Day Year  
10 99

Conveying Party

Mark if additional names of conveying parties attached

Name Kitchen Investment Group, Inc.

Execution Date  
Month Day Year  
10 99

Formerly \_\_\_\_\_

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization Wisconsin

Receiving Party

Mark if additional names of receiving parties attached

Name Johnson Bank

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 5133 West Terrace Drive

Address (line 2) P. O. Box 8636

Address (line 3) Madison

Wisconsin

53708-8636

- Individual  General Partnership  Limited Partnership  Corporation  Association
  - Other Wisconsin banking corporation
  - Citizenship/State of Incorporation/Organization Wisconsin
- If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

11/02/1999 DNGUYEN 00000201 75189329

FOR OFFICE USE ONLY

01 FC:481  
02 FC:482

40.00 OP  
625.00 OP

0000086314  
11/02/1999 DNGUYEN

Refund Total: \$375.00

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

TRADEMARK  
REEL: 001983 FRAME: 0832

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages** Enter the total number of pages of the attached conveyance document including any attachments. #

**Trademark Application Number(s) or Registration Number(s)**  Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

**Number of Properties** Enter the total number of properties involved. #

**Fee Amount** Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed  Deposit Account

Deposit Account  
(Enter for payment by deposit account or if additional fees can be charged to the account.)  
Deposit Account Number: #

Authorization to charge additional fees: Yes  No

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

Attorney Richard E. Petershack

10/25/99

Name of Person Signing

Signature

Date Signed

EXHIBIT A TO RECORDATION FORM COVER SHEET

Registration Numbers

0724610  
0929313  
0922045  
1139080  
1239842  
1516076  
1875412  
1878755  
1504425  
1487000  
1469899  
1487002  
1650247  
1791751  
1903185  
1935437

COLLATERAL ASSIGNMENT OF TRADEMARKS AND  
SERVICEMARKS, AND REGISTERED COPYRIGHTS

FOR VALUE RECEIVED, the undersigned assignor hereby transfers and assigns all of its right, title and interest in and to the trademark, servicemarks and copyrights described on Exhibit A which is attached hereto and made a part hereof (in either event, herein referred to as the "Mark") as the same now exist is or is hereafter applied for or registered together with the goodwill of the business commonly known as Kitchen Investment Group, Inc., a Wisconsin corporation, to Johnson Bank, a Wisconsin banking corporation ("Lender").

The undersigned authorizes Lender to exercise any and every right, benefit or option under the Mark and above mentioned goodwill (together, the "Collateral") as the undersigned could exercise if the undersigned was acting on its own behalf.

The undersigned hereby warrants and represents that there are no assignments of the Collateral prior or superior to this assignment.

This assignment is given as additional security for the payment of two notes made and delivered by the undersigned to Lender in the aggregate amount of Eleven Million Dollars (\$11,000,000.00), one a Term Note in the amount of Seven Million Dollars, and one a Promissory Note - Revolving Credit in the amount of Four Million Dollars, both under even date herewith and all renewals, extensions, modifications, substitutions and replacements (including partial substitutions and replacements) thereof (together, the "Notes") and a breach of the terms thereof or of any and all other documents executed in connection therewith or relating thereto shall be deemed, at the option of Lender, to be a breach of the terms hereof.

It is the intention hereby to establish an absolute present assignment of the Collateral. The undersigned hereby irrevocably appoints Lender its true and lawful attorney (with or without taking possession of the Collateral to act under such Collateral upon such terms and conditions in Lender's discretion as Lender may determine, with the same rights, powers and benefits as the undersigned would have under such Collateral.

Although it is the intention of the parties that this assignment shall be a present assignment, Lender shall not exercise any of the rights and powers conferred upon it herein until and unless a default shall occur under the Notes, or any documents executed in connection therewith or relating thereto, and the same shall remain uncured following the expiration of any cure period set forth therein.

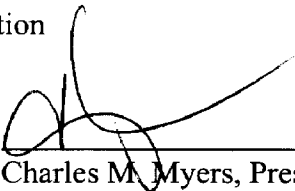
Lender shall not be obligated to perform or discharge any obligation, duty or liability under any Collateral and the undersigned hereby agrees to indemnify and hold Lender harmless of and from any and all liability, loss or damage which it may or might incur under the Collateral under or by reason of this assignment excepting for such liability, loss or damage arising directly from Lender's gross negligence or wilful misconduct.

This assignment shall be construed in accordance with the laws of the State of Wisconsin. This assignment shall inure to the benefit of Lender and its successors and assigns and shall bind the undersigned and its successors and assigns. As used herein, the singular shall include the plural, the plural the singular, and the use of any gender shall include all genders.

IN WITNESS WHEREOF, the undersigned has caused the above assignment to be executed as of the \_\_\_\_ day of October, 1999, in Madison, Wisconsin.

("Assignor")

KITCHEN INVESTMENT GROUP, INC., a Wisconsin corporation

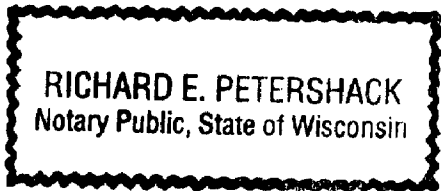
By:  \_\_\_\_\_  
Charles M. Myers, President

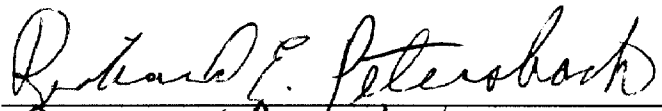
ACKNOWLEDGMENT

STATE OF WISCONSIN )  
 ) ss.  
COUNTY OF DANE )

On this 25<sup>th</sup> day of October, 1999, before me personally appeared Charles M. Myers, the President of Kitchen Investment Group, Inc., who acknowledged himself to be such officer of such corporation, to me known to be the person who executed the foregoing assignment on behalf of and by the authority of such corporation and acknowledged the same.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal.



  
\_\_\_\_\_  
Richard E. Petershack  
Notary Public, State of Wisconsin  
My commission: is permanent

This instrument was drafted by:  
Richard E. Petershack, Esq.  
Axley Brynelson, LLP  
Post Office Box 1767  
Madison, WI 53701-1767

Please return to drafter.

EXHIBIT A

1. Application Number: 75189329 Filing Date: 10/29/1996  
Registration Number: Issue Date:  
  
Mark:  
Drawing Type: Miscellaneous Design
2. Application Number: 75010239 Filing Date: 10/25/1995  
Registration Number: Issue Date:  
  
Mark: Country Kitchen Express  
Drawing Type: Words, letters, or numbers in typed form
3. Application Number: 74728589 Filing Date: 09/13/1995  
Registration Number: 2076826 Issue Date: 07/08/1997  
  
Mark: C.K. Bear  
Drawing Type: Words, letters, or numbers in typed form
4. Application Number: 73096964 Filing Date: 08/27/1976  
Registration Number: 1061887 Issue Date: 03/22/1977  
  
Mark: Country Kitchen  
Drawing Type: Words, letters, or numbers in typed form
5. Application Number: 73222491 Filing Date: 07/06/1979  
Registration Number: 1146646 Issue Date: 02/03/1981  
  
Mark: Country Kitchen  
Drawing Type: Words, letters, or numbers in typed form
6. Application Number: 74076637 Filing Date: 07/09/1990  
Registration Number: 1732198 Issue Date: 11/10/1992  
  
Mark: Country Kitchen  
Drawing Type: Words, letters, or numbers and design
7. Application Number: 73218953 Filing Date: 06/08/1979  
Registration Number: 1151127 Issue Date: 04/14/1981  
  
Mark: Country Kitchen  
Drawing Type: Words, letters, or numbers in typed form
8. Application Number: 73097986 Filing Date: 08/27/1976  
Registration Number: 1091509 Issue Date: 05/16/1978  
  
Mark: Country Boy  
Drawing Type: Words, letters, or numbers in typed form

TRADEMARK

REEL: 001983 FRAME: 0837

9. Application Number: 72105984 Filing Date: 10/07/1960  
Registration Number: 0742443 Issue Date: 12/18/1962  
  
Mark: Country Boy  
Drawing Type: Words, letters, or numbers in typed form
10. Application Number: 72234884 Filing Date: 12/20/1965  
Registration Number: 0820477 Issue Date: 12/13/1966  
  
Mark: Country Kitchen  
Drawing Type: Words, letters, or numbers and design
11. Application Number: 72058633 Filing Date: 09/09/1958  
Registration Number: 0724610 Issue Date: 11/28/1961  
  
Mark: Country Kitchen  
Drawing Type: Words, letters, or numbers in typed form
12. Application Number: 72383665 Filing Date: 02/12/1971  
Registration Number: 0929313 Issue Date: 02/15/1972  
  
Mark: Country Kitchen Home or Country Boy  
Drawing Type: Words, letters, or numbers and design
13. Application Number: 72382338 Filing Date: 01/29/1971  
Registration Number: 0922045 Issue Date: 10/12/1971  
  
Mark:  
Drawing Type: Miscellaneous Design
14. Application Number: 73143009 Filing Date: 09/29/1977  
Registration Number: 1139080 Issue Date: 08/26/1980  
  
Mark:  
Drawing Type: Miscellaneous design
15. Application Number: 73360187 Filing Date: 04/16/1982  
Registration Number: 1239842 Issue Date: 05/24/1983  
  
Mark: Country Kitchen  
Drawing Type: Words, letters, or numbers and design
16. Application Number: 73643028 Filing Date: 02/05/1987  
Registration Number: 1516076 Issue Date: 12/06/1988  
  
Mark: Skillet Breakfasts  
Drawing Type: Words, letters, or numbers in typed form

17. Application Number: 74491124 Filing Date: 02/17/1994  
Registration Number: 1875412 Issue Date: 01/24/1995

Mark: Skillet Breakfasts  
Drawing Type: Words, letters, or numbers in typed form

18. Application Number: 74471929 Filing Date: 12/16/1993  
Registration Number: 1878755 Issue Date: 02/14/1995

Mark: Old-Fashioned Calico Bean Soup  
Drawing Type: Words, letters, or numbers in typed form

19. Application Number: 73639184 Filing Date: 01/12/1987  
Registration Number: 1504425 Issue Date: 09/13/1988

Mark: Old-Fashioned Calico Bean Soup  
Drawing Type: Words, letters, or numbers in typed form

20. Application Number: 73640934 Filing Date: 01/23/1987  
Registration Number: 1487000 Issue Date: 05/03/1988

Mark: Double-Up Skillet  
Drawing Type: Words, letters, or numbers in typed form

21. Application Number: 73640547 Filing Date: 01/20/1987  
Registration Number: 1469899 Issue Date: 12/22/1987

Mark: The Farm Skillet  
Drawing Type: Words, letters, or numbers in typed form

22. Application Number: 73643419 Filing Date: 02/06/1987  
Registration Number: 1487002 Issue Date: 05/03/1988

Mark: Skillet Scramble  
Drawing Type: Words, letters, or numbers in typed form

23. Application Number: 74027454 Filing Date: 02/09/1990  
Registration Number: 1650247 Issue Date: 07/09/1991

Mark: Fiesta Skillet  
Drawing Type: Words, letters, or numbers in typed form

24. Application Number: 74054193 Filing Date: 04/30/1990  
Registration Number: 1791751 Issue Date: 09/07/1993

Mark: Right Choice  
Drawing Type: Words, letters, or numbers in typed form



25. Application Number: 74506714  
Registration Number: 1903185

Filing Date: 03/29/1994  
Issue Date: 07/04/1995

Mark: The Country's Best Comes from the Kitchen  
Drawing Type: Words, letters, or numbers in typed form

26. Application Number: 74601873  
Registration Number: 1935437

Filing Date: 11/22/1994  
Issue Date: 11/14/1995

Mark: C.K. Junction for Kids!  
Drawing Type: Stylized words, letters, or numbers