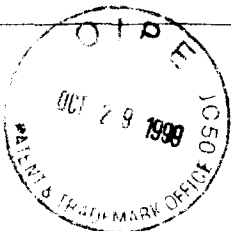


MRS 10.29.99

FORM PTO-1618A
Expires 06/30/99
TAB 651-0027



11-04-1999



101191370

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
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Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
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Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year
7 29 97
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name COMMUNITY COFFEE COMPANY, INC

7 29 97

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization LOUISIANA

Receiving Party

Mark if additional names of receiving parties attached

Name COMMUNITY COFFEE COMPANY, L.L.C.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 4000 S. SHERWOOD FOREST BLVD.

Address (line 2) _____

Address (line 3) BATON ROUGE LOUISIANA 70816
City State/Country Zip Code

- Individual General Partnership Limited Partnership 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.)
- Corporation Association
- Other LIMITED LIABILITY COMPANY

Citizenship/State of Incorporation/Organization LOUISIANA

11/03/1999 MTHAI1 00000110 2049608

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01 FC:481
02 FC:482

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TRADEMARK
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Domestic Representative Name and Address

Enter for the first Receiving Party only.

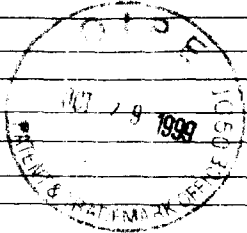
Name

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) | | |
|---------------------------------|----------------------|----------------------|--|----------------------|----------------------|
| <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text" value="2,049,608"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text" value="2,055,908"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> |

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

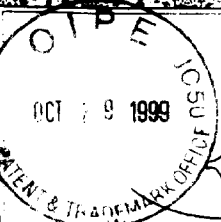
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

N. ELTON DRY
Name of Person Signing

Signature

Oct. 28, 1999
Date Signed

OCT 7 9 1999



UNITED STATES OF AMERICA

State of



Louisiana

DUPLICATE

Box McKeithen

SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that
a copy of a Merger document whereby COMMUNITY COFFEE
COMPANY, INC., organized under the laws of LOUISIANA, is
merged into

COMMUNITY COFFEE COMPANY, L.L.C.

Organized under the laws of LOUISIANA,

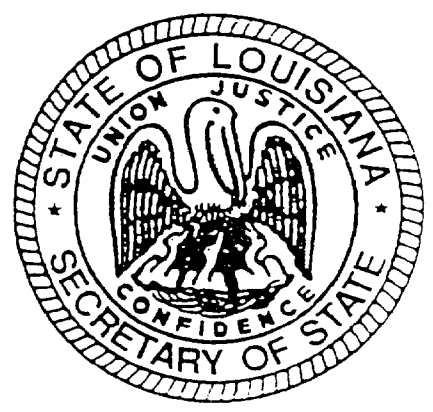
Was filed and recorded in this Office on July 29, 1997, with
an effective date of July 29, 1997 at 11:59 p.m..

*In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on,*

July 29, 1997

KGU

Secretary of State





ACT OF CONTRIBUTION

As a contribution to its wholly owned subsidiary, Community Coffee Company, L.L.C., a Louisiana organization (the "Parent"), hereby assigns, transfers and delivers unto Community Coffee Company of Texas, Inc. all right title and interest of the Parent in and to the trademarks

Reg. No. 2,055,908 CC's Gourmet Coffee House (& design)

Reg. No. 2,049,608 CC's Gourmet Coffee House

along with the registrations for each mark in the US Trademark Office; and all goodwill related to each mark.

Community Coffee Company of Texas, Inc. hereby accepts this assignment.

IN WITNESS WHEREOF, this Act of Contribution has been executed as of October 27, 1999.

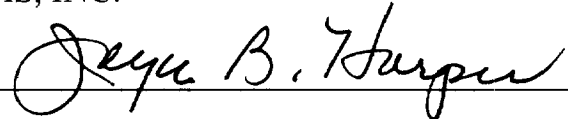
COMMUNITY COFFEE COMPANY, L.L.C.

By: 

Name: L. Patrick Pettijohn

Title: President and CEO

COMMUNITY COFFEE COMPANY OF TEXAS, INC.

By: 

Name: Joyce B. Harper

Title: Secretary