

MRD 11/12/99

11-17-1999

FORM PTO-1594 (modified) RECC

(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)



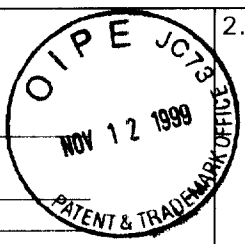
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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
QSC, Inc.
 ___ Individual(s) citizenship: _____
 ___ Association
 ___ General Partnership of: _____
 ___ Limited Partnership of: _____
 Corporation-State: **Delaware**
 ___ Other: _____

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



2. Name and address of receiving party(ies):
 Name: **QSC II, Inc.**
 Internal Address:
 Street Address: **1105 North Market Street, Suite 1300**
 City, State: ZIP: **Wilmington, DE 19899**
 ___ Individual(s) citizenship: _____
 ___ Association
 ___ General Partnership of: _____
 ___ Limited Partnership of: _____
 Corporation-State: **Delaware**
 ___ Other: _____

3. Nature of conveyance:
 Assignment
 ___ Merger
 ___ Security Agreement
 ___ Change of Name
 ___ Other: _____

Execution Date: **October 18, 1999**

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes or No?
 (Designations must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes or No?

4. A. Trademark Application No.(s)

75/664,487	75/122,261
75/513,364	
75/374,256	
75/176,314	

B. Trademark Registration No.(s)

2,202,238	1,991,878	1,843,319	1,817,570
2,061,351	1,991,801	1,826,731	1,778,182
2,032,720	1,994,379	1,817,261	1,683,385
1,955,821	1,867,357	1,818,271	1,551,455

Additional numbers attached? Yes or No?

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: **Piper Marbury Rudnick & Wolfe LLP**
Attn: Cynthia K. Nicholson
 Internal Address:
 Street Address: **1200 Nineteenth Street, N.W.**
 City: **Washington, D.C.** ZIP: **20036**

6. Total number of applications and registrations involved: 33

7. Total fee (37 C.F.R. § 3.41). \$ 840.00
 Enclosed
 ___ Authorized to be charged to deposit account

11/17/1999 DC0ATES 00000002 75664487

8. Deposit account number:
 (Attach duplicate copy of this page if paying by deposit account)

01 FC:481 40.00 OP DO NOT USE THIS SPACE
02 FC:482 800.00 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.

Signature: *Cynthia K. Nicholson* Date: *Nov 12, 1999*
 Name of Person Signing: **Cynthia K. Nicholson** Total no. of pages incl. cover sheets, attachments, and document: 11

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

TRADEMARK
 REEL: 001988 FRAME: 0934

4. A. Trademark Application No.(s) <u>(continued)</u>	B. Trademark Registration No.(s) <u>(continued)</u>		
	1,470,147	1,109,544	959,078
	1,472,513	1,098,921	915,230
	1,107,461	1,075,623	917,847
	1,106,886	1,048,734	933,683

ASSIGNMENT OF TRADEMARKS

WHEREAS, QSC, Inc., ("Assignor") a Delaware corporation, with a principal business address of 1105 North Market Street, Suite 1300, Wilmington, DE 19899, has adopted and has used in its business the trademarks, service marks and tradenames listed on Exhibit A ("Marks"); and

WHEREAS, QSC II, Inc., ("Assignee") a Delaware corporation, with a principal business address of 1105 North Market Street, Suite 1300, Wilmington, DE 19899, is desirous of acquiring the Marks:

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby irrevocably sells, grants, conveys, assigns and sets over to Assignee, its successors and assigns, without any reservation of rights, all of its right, title and interest in and to the Marks and registrations and applications thereof, together with the goodwill of the business symbolized thereby, and all actions and causes of action and rights to damages and profits, due or accrued, relating to the foregoing, in the United States

IN WITNESS WHEREOF, Assignor has executed this Assignment.

QSC, Inc.:

Forrest W. Ragsdale III
Forrest W. Ragsdale III
Secretary

October 18, 1999
Date

For prima facie proof of execution in the United States. Notary: On this 18th day of October, 1999, personally appeared the person above named, and executed or acknowledged that he/she executed the foregoing Assignment on behalf of said assignor and pursuant to authority duly received.

Forrest W. Ragsdale III
Secretary

Prima facie proof of execution outside the United States is shown by a certificate issued by a U.S. diplomatic or consular officer or by a person authorized to administer oaths whose authority is proved by certificate.

Exhibit A

Mark	Ser #/Reg #	Filed/Reg'd/ Renewed Date	Goods/Services	Security Interests
Big Catch	75-664487	03/19/99	Prepared seafood and/or chicken dinners for consumption on or off the premises	None
Silver's Gold Seniors Program	75-513364	07/06/98	Restaurant services, namely marketing programs for senior citizens	None
Go Go Cup	75-374256	10/17/97	Take-out fish and chicken combination meals	None
Popcorn Munchers	2,202,238	11/03/98	Seafood and chicken for consumption on or off the premises	None
Long John's Wraps (& Design)	75-176314	10/03/96	Flat bread with fillings	None
Dip Sticks	75-122261	06/19/96	Chicken, fish and beef kebobs	None
Gotta Getta Little Long John's	2,061,351	05/13/97	Restaurant services	None
Awesome Chicken Sandwich	2,032,720	01/21/97	Chicken sandwiches	None
Long John Silver's Promise Satisfaction Guaranteed (& Design)	1,955,821	02/13/96	Restaurant services	None

Mark	Ser #/Reg #	Filed/Reg'd/ Renewed Date	Goods/Services	Security Interests
Flavorbroiled	1,991,878	08/06/96	Entrees consisting primarily of chicken and fish	2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc., Long John Silver's, Inc. and QSC, Inc.
Flavorbaked	1,991,801	08/06/96	Chicken and fish sandwiches	2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc., Long John Silver's, Inc. and QSC, Inc.
Ultimate Fish Sandwich	1,994,379	08/20/96	Entrees consisting primarily of chicken and fish	2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc., Long John Silver's, Inc. and QSC, Inc.
Long John Silver's (& Design)	1,867,357	12/13/94	Fish sandwiches	2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc., Long John Silver's, Inc. and QSC, Inc.
Long John Silver's Express	1,843,319	07/05/94	Restaurant services	2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc., Long John Silver's, Inc. and QSC, Inc.
Quick Picks	1,826,731	03/15/94	Restaurant services	2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc., Long John Silver's, Inc. and QSC, Inc.
Design only (fish)	1,817,261	01/18/94	Restaurant services	2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc., Long John Silver's, Inc. and QSC, Inc.

Mark	Ser #/Reg #	Filed/Reg'd/ Renewed Date	Goods/Services	Security Interests
Long John's Promise Triple Quality Inspection (& Design)	1,818,271	01/25/94	Restaurant services	2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc., Long John Silver's, Inc. and QSC, Inc
Long John's Express	1,817,570	01/18/94	Restaurant services	2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc., Long John Silver's, Inc. and QSC, Inc.
Add-a-Piece (Stylized)	1,778,182	06/22/93	Restaurant services	2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc. and Long John Silver's, Inc.
Go Fish	1,683,385	04/14/92	Restaurant services	2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc. and Long John Silver's, Inc.
Long John's	1,551,455	08/08/89	Restaurant services	5/18/90 security interest to Manufacturers Hanover Trust from QSC, Inc. and Long John Silver's, Inc. 2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc., Long John Silver's, Inc. and QSC, Inc.

Mark	Ser #/Reg #	Filed/Reg'd/ Renewed Date	Goods/Services	Security Interests
Long John Silver's Seafood Shoppes	1,470,147	12/22/87	Restaurant services	5/18/90 security interest to Manufacturers Hanover Trust from QSC, Inc. and Long John Silver's, Inc. 2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc., Long John Silver's, Inc. and QSC, Inc.
Ocean Chef Salad	1,472,513	01/12/88	Chef salad with seafood and shrimp for consumption on or off the premises	5/18/90 security interest to Manufacturers Hanover Trust from QSC, Inc. and Long John Silver's, Inc. 2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc., Long John Silver's, Inc. and QSC, Inc.
Crumblies	1,107,461	11/28/98	Prepared deep fried pieces of batter for consumption on or off the premises	5/18/90 security interest to Manufacturers Hanover Trust from QSC, Inc. and Long John Silver's, Inc. 2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc., Long John Silver's, Inc. and QSC, Inc.

Mark	Ser #/Reg #	Filed/Reg'd/ Renewed Date	Goods/Services	Security Interests
Design (3 pirates)	1,106,886	11/21/78	Restaurant services	5/18/90 security interest to Manufacturers Hanover from QSC, Inc. and Long John Silver's, Inc.
Big Catch (Stylized)	1,109,544	12/19/78	Prepared seafood and/or chicken dinners for consumption on or off the premises	2/14/97 security interest from Chase Manhattan Bank from Long John Silver's Restaurants, Inc., Long John Silver's, Inc. and QSC, Inc. 5/18/90 Security interest to Manufacturers Hanover from QSC, Inc. and Long John Silver's, Inc.

Mark	Ser #/Reg #	Filed/Reg'd/ Renewed Date	Goods/Services	Security Interests
Fish & More	1,098,921	08/08/98	Prepared fish dinners for consumption on or off the premises	5/18/90 security interest to Manufacturers Hanover Trust from QSC, Inc. and Long John Silver's, Inc. 2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc., Long John Silver's, Inc. and QSC, Inc.
Chicken Planks	1,075,623	10/18/97	Prepared strips of boneless chicken breasts for consumption on or off the premises	5/18/90 security interest to Manufacturers Hanover Trust from QSC, Inc. and Long John Silver's, Inc. 2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc. and Long John Silver's, Inc.
Design only (1 pirate w/wooden leg and parrot)	1,048,734	09/21/96	Restaurant services	5/18/90 security interest to Manufacturers Hanover Trust from QSC, Inc. and Long John Silver's, Inc. 2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc., Long John Silver's, Inc. and QSC, Inc.

Mark	Ser #/Reg #	Filed/Reg'd/ Renewed Date	Goods/Services	Security Interests
Long John Silver's Seafood Shoppe (& store design)	959,078	06/16/93	Restaurant services	5/18/90 security interest to Manufacturers Hanover Trust from QSC, Inc. 2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc. and Long John Silver's Inc.
Design only (pirate head w/parrot)	915,230	06/15/91	Restaurant services	5/18/90 security interest to Manufacturers Hanover Trust from QSC, Inc. 2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc. and Long John Silver's Inc.
Long John Silver's	917,847	08/03/91	Restaurant services	5/18/90 security interest to Manufacturers Hanover Trust from QSC, Inc. and Long John Silver's, Inc. 2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc. and Long John Silver's, Inc.

Long John Silver's	933,683	05/09/92	Promotion of franchise restaurants, and rendering technical assistance in the establishment and operations of restaurants	5/18/90 security interest to Manufacturers Hanover Trust from QSC, Inc. and Long John Silver's, Inc. 2/14/97 security interest to Chase Manhattan Bank from Long John Silver's Restaurants, Inc., Long John Silver's, Inc. and QSC, Inc.
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