

04-07-2000



101293914

To the Honorable Commissioner of Patents

Original documents or copy thereof.

1. Name of conveying party(ies):

Mrs. Winner's, L.P.
Winners Franchise Services, LLC

- Individual(s)
 - General Partnership
 - Corporation-State
 - Other limited liability company
- Association
 - Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: December 29, 1999

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

A. Trademark Application No.(s)

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

Name: Winners International Restaurants, Inc.

Internal Address:

Street Address: 6045 Barfield Road

City Atlanta State GA ZIP 30328

- 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

(Designation must be a separate document from Assignment.)
Additional name(s) & address(es) attached? Yes No

(See attached schedule)
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: Pamela Allen

Internal Address: King & Spalding

Street Address: 191 Peachtree Street

City: Atlanta State: GA ZIP: 30303

6. Total number of applications and registrations involved: 37

7. Total fee (37 CFR 3.41): \$ 765.00 check
\$ 25.00 deposit account

- Enclosed \$120.00 expedited fee
- Authorized to be charged to deposit account

8. Deposit account number: 110980

(Attach duplicate copy of this page if paying by deposit account)

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.

Pamela A. Allen

Name of Person Signing

Signature

3/16/00

Date

Total number of pages comprising cover sheet: 26

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

Do not detach this portion

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

JSHABAZZ 00000326 110980 1283776

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

25.00 CH
40.00 OP
750.00 OP
95.00 OP

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

SCHEDULE 1

| TRADEMARK NAME | REGISTRATION/ APPLICATION NO. | REGISTRATION/ FILING DATE |
|---|--|--------------------------------------|
| BECAUSE YOU'VE GOT A TASTE FOR HOMEMADE | 1,283,776 | 6/26/84 |
| BIGGER, BETTER, CHEAPER CHICKEN | 1,831,476 | 4/19/94 |
| FOOD WITHIN ARM'S REACH | 75/493889 | 6/1/98 |
| FOOD WITHIN YOUR REACH | 75/494214 | 6/1/98 |
| GOOD COOKING IN NO TIME | 1,516,016 | 12/6/88 |
| MRS. WINNER'S SOUTHERN CAFÉ & Design | 1,499,998 | 8/9/88 |
| MRS. WINNER'S | 1,172,464 | 10/6/81 |
| MRS. WINNER'S | 1,174,630 | 10/20/81 |
| MRS. WINNER'S (Stylized) | 1,170,697 | 9/22/81 |
| MRS. WINNER'S (Stylized) | 1,170,698 | 9/22/81 |
| MRS. WINNER'S (Stylized) | 1,183,130 | 12/22/81 |
| MRS. WINNER'S (Stylized) | 1,346,513 | 7/2/85 |
| MRS. WINNER'S CATERING (Stylized) | 1,305,501 | 11/13/84 |
| MRS. WINNER'S SOUTHERN STYLE | 1,498,821 | 8/2/88 |
| MRS. WINNER'S SUPER CINNAMON SWIRL (Stylized) | 1,689,191 | 5/26/92 |
| MRS. WINNER'S SUPER CINNAMON SWIRLS | 1,348,378 | 7/9/85 |
| MRS. WINNERS (Stylized) | 1,183,129 | 12/22/81 |
| SHE'S REALLY COOKIN' NOW | 2,160,835 | 12/26/98 |
| SOUTHERN ORIGINALS | 1,515,605 | 12/6/88 |
| SUPER CINNAMON SWIRLS (Stylized) | 1,358,659 | 9/3/85 |
| TEABIRD | 1,797,192 | 10/5/93 |
| THE 1 ST CHOICE FOR FRIED CHICKEN | 2003,970 | 10/1/96 |
| THE FIRST CHOICE FOR FRIED CHICKEN | 2,003,969 | 10/1/96 |
| THE FIRST CHOICE FOR FRIED CHICKEN | 1,974,739 | 5/21/96 |
| THE TASTE THAT'S WINNING OVER AMERICA | 1,367,166 | 10/22/85 |
| WINNER'S | 2,246,319 | 5/18/99 |
| WINNER'S CORPORATION & Design | 1,298,195 | 9/25/84 |

| | | | |
|------------------------------------|-----------|---------|--|
| WINNER'S INTERNATIONAL | 75/621233 | 1/14/99 | |
| WINNER'S ROTISSERIE | 2,002,350 | 9/24/96 | |
| WINNER'S SPINNERS | 1,978,796 | 6/4/96 | |
| WINNING OPPORTUNITIES WORLDWIDE | 75/474566 | 4/27/98 | |

ASSIGNMENT OF TRADEMARKS

MRS. WINNER'S, L.P.
and
WINNERS FRANCHISE SERVICES, LLC

TO

WINNERS INTERNATIONAL RESTAURANTS, INC.

Pursuant to the terms of the Contribution Agreement, dated as of the date hereof, by and among (i) WINNERS INTERNATIONAL RESTAURANTS, INC., a Delaware corporation (the "Buyer"); (ii) MRS. WINNER'S, L.P., a Georgia limited partnership ("Winners LP"); (iii) WINNERS FRANCHISE SERVICES, LLC, a Georgia limited liability company ("Winners LLC" and collectively with Winners LP, the "Contributors"); (iv) WINNERS CORPORATION, a Georgia corporation and (v) WINNERS PARTNERS, a Georgia general partnership (said Contribution Agreement being hereinafter referred to as the "Contribution Agreement"), in exchange for the consideration required to be delivered by the Buyer to the Contributors pursuant to the Contribution Agreement, the receipt and adequacy of such consideration being hereby acknowledged, the Contributors do hereby contribute to the Buyer's capital, transfer, assign and convey to the Buyer, effective as of the date hereof, the Trademark Rights (as such term is defined below), intending to convey all of the Contributors' right, title and interest therein.

1. "Trademark Rights" shall mean, collectively, all of the Contributors' trademark rights in trademarks relating to the Business, including, without limitation, those trademarks described on Schedule 1 attached hereto, and all other registration rights, applications for such rights, common law rights related thereto and all goodwill of the Business symbolized by such trademarks, and all claims, demands and rights of action which either Contributor has, or may have in the future, by reason of any infringement of the Trademark Rights being transferred pursuant to this Assignment of Trademarks (together with the right to prosecute such claims, demands or rights of action in such Contributor's own name), but excluding any of such claims, demands or rights of action arising or accruing prior to the Closing Date.

2. Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Contribution Agreement.

3. Notwithstanding anything expressed or implied in this Assignment and Bill of Sale to the contrary, the Buyer shall be entitled to designate a wholly-owned subsidiary of the Buyer as a recipient and titleholder of all or any portion of the Intangibles.

4. And for consideration aforesaid, the Contributors have covenanted and hereby do covenant with the Buyer, and its successors and assigns, that the Contributors and their successors and assigns will do, execute, acknowledge and deliver, or will cause to be done, executed, acknowledged and delivered, all such further acts, transfers, assignments and conveyances, powers of attorney and assurances for the better selling, transferring, assigning, assuring, conveying and confirming unto the Buyer, its successors and assigns, all and singular, the Trademark Rights or for aiding and assisting in collecting or reducing to possession any or all of the Trademark Rights, as the Buyer and its successors and assigns shall reasonably request.

5. Nothing in this Assignment of Trademarks shall be construed (i) as creating any representations or warranties by the Contributors other than those set forth in the Contribution Agreement, (ii) as limiting or terminating any representations, warranties or covenants of the Contributors contained in the Contribution Agreement or (iii) as providing for the sale, transfer, assignment or conveyance by the Contributors to the Buyer of any other assets of the Contributors described in Section 1.2 of the Contribution Agreement (the "Excluded Assets").

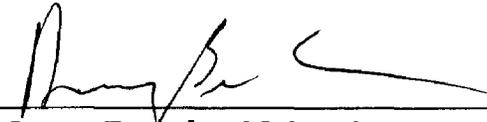
6. From and after the execution and delivery of this Assignment of Trademarks to the Buyer, the Contributors shall have no right, title and interest in the Trademark Rights.

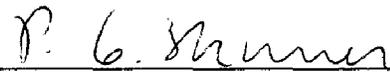
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IN WITNESS WHEREOF, the Contributors have caused this Assignment of Trademarks to be executed as of this 29 day of December, 1999.

MRS. WINNER'S, L.P.

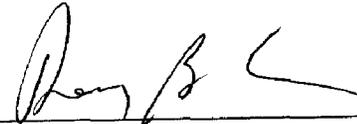
By: WINNERS CORPORATION
its general partner

By: 
Name: Douglas N. Benham
Title: Senior Vice President

By: 
Name: Philip G. Skinner
Title: Senior Vice President

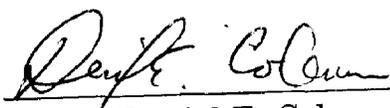
WINNERS FRANCHISE SERVICES, LLC

By: WINNERS PARTNERS

By: 
Name: Douglas N. Benham
Title: ~~Senior Vice President~~
As Managing Partner

Accepted:

WINNERS INTERNATIONAL
RESTAURANTS, INC.

By: 
Name: Daniel E. Coleman
Title: President

By: 
Name: Francisco De Jesus
Title: Secretary

799916

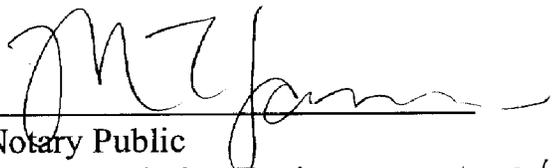
Winners Assignment of Trademarks

TRADEMARK
REEL: 002016 FRAME: 0376

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF GEORGIA)
)
COUNTY OF Fulton)

Before me, the undersigned, a Notary Public in and for the county aforesaid, on this 29 day of December, 1999, personally appeared Douglas N. Benham and Philip G. Skinner to me known personally, and who, being by me duly sworn, depose and say that they are Senior Vice Presidents of Winners Corporation and that Douglas N. Benham is the Managing Partner of Winners Partners, and that said instrument was signed and sealed on behalf of said companies by authority of their Board of Directors or Managing Partner and said officer acknowledged said companies by authority of their Board of Directors or Managing Partner and said instrument to be the free act and deed of said companies.



Notary Public
My Commission Expires: 06/08/02



Wednesday, July 28, 1999

Trademark List

| Trademark Name | Client | Matter Number | Attorneys | Status | Application Number/Filing | Registration Number/Date | Renewal Date | First Use Date |
|---|----------------------------|---------------|-----------|------------|---------------------------|--------------------------|--------------|----------------|
| A NEW SPIN ON CHICKEN | 18277 | 178812 | JEW | Lapsed | 74/232292 | 1731378 | 10-Nov-2002 | 15-Oct-1991 |
| Country: United States of America | Owner: Mrs. Winner's, L.P. | | | | | 10-Nov-1992 | | |
| Classes: Int'l 29; 42 | | | | | | | | |
| Goods: Skinless, rotisserie-roasted whole chickens to be served whole or in halves and quarters for consumption on or off the premises (Int'l 29); restaurant services (Int'l 42) | | | | | | | | |
| BECAUSE YOU'VE GOT A TASTE FOR HOMEMADE | 18277 | 178813 | JEW | Registered | 425841 | 1283776 | 26-Jun-2004 | 09-Jan-1983 |
| Country: United States of America | Owner: Mrs. Winner's, L.P. | | | | | 26-Jun-1984 | | |
| Classes: Int'l 42 | | | | | | | | |
| Goods: Fastfood restaurant services | | | | | | | | |
| BIGGER, BETTER, CHEAPER CHICKEN | 18277 | 178814 | JEW | Registered | 74/409877 | 1831476 | 19-Apr-2004 | 31-May-1993 |
| Country: United States of America | Owner: Mrs. Winner's, L.P. | | | | | 19-Apr-1994 | | |
| Classes: Int'l 29 | | | | | | | | |
| Goods: Prepared chicken for consumption on and off the premises | | | | | | | | |

Remarks: D/S to client 11/13/97; client instructions to allow registration to lapse 01/23/98

Remarks:

Remarks:

Wednesday, July 28, 1999

Trademark List

| Trademark Name | Client | Matter Number | Attorneys | Status | Application Number/Filing | Registration Number/Date | Renewal Date | First Use Date |
|-----------------------------------|--|---------------|-----------|------------|---------------------------|--------------------------|--------------|----------------|
| FOOD WITHIN ARMS REACH | | | | | | | | |
| | 18277 | 178852 | JEW | Published | 75/493889 | | | |
| Country: United States of America | Owner: Mrs. Winner's, L.P. | | | | 01-Jun-1998 | | | |
| Classes: 42 | Remarks: Response to office action due 7/14/99; | | | | | | | |
| Goods: Restaurant services. | | | | | | | | |
| FOOD WITHIN YOUR REACH | | | | | | | | |
| | 18277 | 178853 | JEW | Published | 75/494214 | | | |
| Country: United States of America | Owner: Mrs. Winner's, L.P. | | | | 01-Jun-1998 | | | |
| Classes: 42 | Remarks: Drafted, mailed to PTO 6/1/98; 5/19/99 - status check - final review completed, will be published for opposition. | | | | | | | |
| Goods: Restaurant services. | | | | | | | | |
| GOOD COOKING IN NO TIME | | | | | | | | |
| | 18277 | 178816 | JEW | Registered | 721057 | 1516016 | 06-Dec-2008 | 29-Feb-1988 |
| Country: United States of America | Owner: Mrs. Winner's, L.P. | | | | | | 06-Dec-1988 | |
| Classes: Int'l 42 | Remarks: 8 & 15 Declaration filed 8/23/94; accepted | | | | | | | |
| Goods: Restaurant services | | | | | | | | |

JUL 29 '99 11:24P

Wednesday, July 28, 1999

Trademark List

Renewal Date

First Use Date

Registration Number/Date

Application Number/Filing

Status

Attorneys

Matter Number

Client

HOLD ON TO YOUR BISCUIT 18277 95860-006 JEW ABANDON 504529 1339724 04-Jun-2005 24-Sep-1984

Owner: Mrs. Winner's, L.P.

Remarks: CANCELLED

Goods: Restaurant services

HOMEMADE GOOD

Searched

JEW

18277 174923

Owner: Mrs. Winner's, L.P.

Country: United States of America

Goods: Restaurant services

IT'S JUST THAT GOOD

Searched

JEW

18277 174925

Owner: Mrs. Winner's, L.P.

Country: United States of America

Goods: Restaurant services

JUL 28 '99 11:24

Wednesday, July 28, 1999

Trademark List

Page: 4

| Trademark Name | Client | Matter Number | Attorneys | Status | Application Number/Filing | Registration Number/Date | Renewal Date | First Use Date |
|----------------|--------|---------------|-----------|--------|---------------------------|--------------------------|--------------|----------------|
|----------------|--------|---------------|-----------|--------|---------------------------|--------------------------|--------------|----------------|

MRS WINNER'S SOUTHERN CAFE & Design

| | | | | | | | | |
|-------|--------|-----|------------|--------|---------|-------------|-------------|-------------|
| 18277 | 178825 | JEW | Registered | 691473 | 1499998 | 09-Aug-1988 | 08-Sep-2008 | 01-Sep-1987 |
|-------|--------|-----|------------|--------|---------|-------------|-------------|-------------|

Country: United States of America

Classes: Int'l 42

Goods: Restaurant services

Remarks: 8 & 15 Declaration filed 6/24/94

Wednesday, July 28, 1999

Trademark List

| Trademark Name | Client | Matter Number | Attorneys | Status | Application Number/Filing | Registration Number/Date | Renewal Date | First Use Date |
|----------------|--------|---------------|-----------|------------|---------------------------|--------------------------|--------------|----------------|
| MRS. WINNER'S | 18277 | 178817 | JEW | Registered | 243363 | 1172464 06-Oct-1981 | 06-Oct-2001 | 13-Oct-1979 |

Country: United States of America
 Classes: Int'l 29; 30
 Owner: Mrs. Winner's, L.P.

Goods: Fried chicken, cole slaw, processed corn on the cob, jalapeno peppers, fried puffed potatoes and chicken and dumplings, all for consumption on or off the premises (Int'l 29); chicken sandwiches and ice cream, both for consumption on or off the premise

Remarks:

MRS. WINNER'S

| | | | | | | | |
|-------|--------|-----|------------|--------|------------------------|-------------|-------------|
| 18277 | 178818 | JEW | Registered | 243336 | 1174630 20-Oct-1981 | 20-Oct-2001 | 13-Oct-1979 |
|-------|--------|-----|------------|--------|------------------------|-------------|-------------|

Country: United States of America
 Classes: Int'l 42
 Owner: Mrs. Winner's, L.P.

Goods: Restaurant services

Remarks:

MRS. WINNER'S (Stylized)

| | | | | | | | |
|-------|--------|-----|------------|--------|------------------------|-------------|-------------|
| 18277 | 178819 | JEW | Registered | 245345 | 1170697 22-Sep-1981 | 22-Sep-2001 | 13-Oct-1979 |
|-------|--------|-----|------------|--------|------------------------|-------------|-------------|

Country: United States of America
 Classes: Int'l 42
 Owner: Mrs. Winner's, L.P.

Goods: Restaurant services

Remarks:

Trademark List

Trademark Name **Client** **Matter Number** **Attorneys** **Status** **Application Number/Filing** **Registration Number/Date** **Renewal Date** **First Use Date**
 MRS. WINNERS (Stylized) 18277 178820 JEW Registered 245352 1170698 22-Sep-2001 13-Oct-1979
 Country: United States of America Owner: Mrs. Winner's, L.P.
 Classes: Int'l 42
 Goods: Restaurant services

Remarks:

MRS. WINNERS (Stylized)

18277 178822 JEW Registered 245350 1183130 22-Dec-2001 13-Oct-1979
 Country: United States of America Owner: Mrs. Winner's, L.P.
 Classes: Int'l 29
 Goods: Fried chicken, cole slaw, processed corn on the cob, jalapeno peppers, fried puffed potatoes and chicken and dumplings, all for consumption on or off the premises (Int'l 29); chicken sandwiches and ice cream, both for consumption on or off the premise

Remarks:

Wednesday, July 28, 1999

Trademark List

Page: 7

| Trademark Name | Client | Matter Number | Attorneys | Status | Application Number/Filing | Registration Number/Date | Renewal Date | First Use Date |
|--|----------------------------|---------------|-----------|------------|---------------------------|--------------------------|--------------|----------------|
| MRS. WINNER'S (Stylized) | | | | | | | | |
| Country: United States of America | 18277 | 178823 | JEW | Registered | 455781 | 1346513 | 02-Jul-2005 | 19-May-1983 |
| Classes: Int'l 29 | Owner: Mrs. Winner's, L.P. | | | | | 02-Jul-1985 | | |
| Goods: Prepared dinners consisting of fried chicken and biscuits for consumption on or off the premises | | | | | | | | |
| MRS. WINNER'S CATERING (Stylized) | | | | | | | | |
| Country: United States of America | 18277 | 178824 | JEW | Registered | 455782 | 1305501 | 13-Nov-2004 | 19-May-1983 |
| Classes: Int'l 42 | Owner: Mrs. Winner's, L.P. | | | | | 13-Nov-1984 | | |
| Goods: Food catering services | | | | | | | | |
| MRS. WINNER'S SOUTHERN STYLE | | | | | | | | |
| Country: United States of America | 18277 | 178826 | JEW | Registered | 678628 | 1498821 | 02-Aug-2008 | 25-May-1987 |
| Classes: Int'l 29; 42 | Owner: Mrs. Winner's, L.P. | | | | | 02-Aug-1988 | | |
| Goods: Cooked chicken for consumption on and off the premises (Int'l 29); Restaurant services (Int'l 42) | | | | | | | | |

Remarks:

Remarks:

Remarks: 8 & 15 Declaration filed 6/24/94

Wednesday, July 28, 1999

Trademark List

Page: 8

| Trademark Name | Client | Matter Number | Attorneys | Status | Application Number/Filing | Registration Number/Date | Renewal Date | First Use Date |
|--|----------------------------|---------------|-----------|-------------------------------------|---------------------------|--------------------------|--------------|----------------|
| MRS. WINNER'S SUPER CINNAMON SWIRL (Stylized) | | | | | | | | |
| | 18277 | 178827 | JEW | Registered | 74/103019 | 1689191 | 26-May-2002 | 06-Aug-1989 |
| Country: United States of America | Owner: Mrs. Winner's, L.P. | | | | | | | |
| Classes: Int'l 30 | | | | Remarks: Section 8 accepted 2/2/98. | | 26-May-1992 | | |
| Goods: Cinnamon rolls | | | | | | | | |
| MRS. WINNER'S SUPER CINNAMON SWIRLS | | | | | | | | |
| | 18277 | 178828 | JEW | Registered | 482613 | 1348378 | 09-Jul-2005 | 23-Apr-1984 |
| Country: United States of America | Owner: Mrs. Winner's, L.P. | | | | | | | |
| Classes: Int'l 30 | | | | Remarks: | | 09-Jul-1985 | | |
| Goods: Cinnamon rolls | | | | | | | | |
| MRS. WINNERS (Stylized) | | | | | | | | |
| | 18277 | 178821 | JEW | Registered | 245344 | 1183129 | 22-Dec-2001 | 13-Oct-1979 |
| Country: United States of America | Owner: Mrs. Winner's, L.P. | | | | | | | |
| Classes: Int'l 29, 30 | | | | Remarks: | | 22-Dec-1981 | | |
| Goods: Fried chicken, cole slaw, processed corn on the cob, jalapeno peppers, fried puffed potatoes and chicken and dumplings, all for consumption on or off the premises (Int'l 29); chicken sandwiches and ice cream, both for consumption on or off the premise | | | | | | | | |

Wednesday, July 28, 1999

Trademark List

Page: 14/109 9

| Trademark Name | Client | Matter Number | Attorneys | Status | Application Number/Filing | Registration Number/Date | Renewal Date | First Use Date |
|----------------|--------|---------------|-----------|--------|---------------------------|--------------------------|--------------|----------------|
|----------------|--------|---------------|-----------|--------|---------------------------|--------------------------|--------------|----------------|

SHE'S REALLY COOKIN' NOW

| | | | | | | | | |
|-------|--------|-----|------------|-----------|---------|-------------|--|--|
| 18277 | 178848 | JEW | Registered | 75/084960 | 2160835 | 26-May-2008 | | |
|-------|--------|-----|------------|-----------|---------|-------------|--|--|

Country: United States of America
 Classes: 42
 Owner: Mrs. Winner's L.P.

Remarks: Application mailed to client 3/12/96;
 application mailed to PTO 4/2/96;
 published 11/12/96. Request for Extension
 of Time to File S/U mailed to PTO 7/28/97;
 Statement of Use accepted 4/18/98;
 REGISTERED.

Goods: Restaurant services

Trademark List

Wednesday, July 28, 1999

Trademark Name

Matter Number Client Attorneys Status Application Number/Filing Registration Number/Date Renewal Date First Use Date

SOUTHERN ORIGINALS

18277 178831 JEW

Registered 709379 1515605 06-Dec-2008 05-Oct-1987

06-Dec-1988

Country: United States of America Owner: Mrs. Winner's, L.P.

Classes: Int'l 29

Goods: Entrees consisting primarily of meat, seafood or poultry, with side portions of vegetables, potatoes, bread or rice, for consumption on or off the premises

Remarks: 8 & 15 Declaration filed 6/24/94, accepted

Trademark List

| Trademark Name | Client | Matter Number | Attorneys | Status | Application Number/Filing | Registration Number/Date | Renewal Date | First Use Date |
|----------------|--------|---------------|-----------|--------|---------------------------|--------------------------|--------------|----------------|
|----------------|--------|---------------|-----------|--------|---------------------------|--------------------------|--------------|----------------|

SOUTHERN TO THE BONE

| | | | | | | | | |
|-----------------------------------|-------|--------------------------------|-----|---------|-----------|-------------|--|-------------|
| Country: United States of America | 18277 | 178847 | JEW | ABANDON | 75/096053 | | | 07-Apr-1997 |
| Classes: 42 | Owner | Winners Franchise Services, L. | | | | 29-Apr-1996 | | |

Remarks: Full Trademark Search requested, search report couriered to Ms. Barton on 2/16/96; app drafted and mailed to Ms. Barton 3/22/96; app mailed to PTO 4/26/96; PTO filing date 4/26/96; Office Action mailed 9/16/96; Response due 3/16/97; Response via phone 10/1/96; published 12/24/96; Notice of Allowance mailed 3/18/97; Statement of Use/1st Ext due 9/18/97; Statement of Use mailed 4/24/97; Specimens were not accepted. Client has decided to abandon application per 5/27/98 telephone message from Pam Cox.

Goods: Food services

7/28/99 11:22

| Trademark Name | Client | Matter Number | Attorneys | Status | Application Number/Filing | Registration Number/Date | Renewal Date | First Use Date |
|----------------|--------|---------------|-----------|--------|---------------------------|--------------------------|--------------|----------------|
|----------------|--------|---------------|-----------|--------|---------------------------|--------------------------|--------------|----------------|

| | | | | | | | | |
|-------------------------------|---|-----------|-----|---------|-----------|--|--|-------------|
| SPINNER'S ROTISSERIE & Design | | | | | | | | |
| | 18277 | 95860-022 | JEW | ABANDON | 74/641857 | | | 01-May-1994 |
| Country: | United States of America | | | | | | | |
| Classes: | Int'l 29 | | | | | | | |
| Owner: | Mrs. Winner's, L.P. | | | | | | | |
| Remarks: | App. mailed to PTO 2/28/95; filed 3/03/95; app abandoned per client's instructions on 3/26/96 | | | | | | | |

Goods: Cooked chicken for consumption on and off the premises

SUPER CINNAMON SWIRLS (Stylized)

| | | | | | | | | |
|----------|--------------------------|--------|-----|------------|--------|---------|-------------|-------------|
| | 18277 | 178832 | JEW | Registered | 482612 | 1358659 | 03-Sep-2005 | 23-Apr-1984 |
| Country: | United States of America | | | | | | | |
| Classes: | Int'l 30 | | | | | | | |
| Owner: | Mrs. Winner's, L.P. | | | | | | | |
| Goods: | Cinnamon rolls | | | | | | | |
| Remarks: | | | | | | | | |

TEABIRD

| | | | | | | | | |
|----------|--------------------------|--------|-----|------------|-----------|---------|-------------|-------------|
| | 18277 | 178833 | JEW | Registered | 74/284903 | 1797192 | 05-Oct-2003 | 01-Jul-1992 |
| Country: | United States of America | | | | | | | |
| Classes: | Int'l 29 | | | | | | | |
| Owner: | Mrs. Winner's, L.P. | | | | | | | |
| Goods: | Chicken | | | | | | | |
| Remarks: | 8&15 to PTO 1/14/99 | | | | | | | |

Wednesday, July 28, 1999

Trademark List

| Trademark Name | Client | Matter Number | Attorneys | Status | Application Number/Filing | Registration Number/Date | Renewal Date | First Use Date |
|--|----------------------------|---------------|-----------|--------------------|---------------------------|--------------------------|--------------|----------------|
| TENDER NUGGETS | 18277 | 178834 | JEW | Cancelled | 537870 | 1398155 | 17-Jun-2006 | 25-Feb-1985 |
| Country: United States of America | Owner: Mrs. Winner's, L.P. | | | | | 17-Jun-1986 | | |
| Classes: Int'l 29 | | | | Remarks: CANCELLED | | | | |
| Goods: Chunks for formed mixture of 50% white and 50% dark chicken for consumption on and off the premises | | | | | | | | |

THE 1ST CHOICE FOR CHICKEN

| | | | | | | | | |
|-----------------------------------|--------|-----|---------|---|--|--|--|-------------|
| 18277 | 178835 | JEW | ABANDON | 74/618049 | | | | 25-Sep-1994 |
| Owner: Mrs. Winner's, L.P. | | | | 05-Jan-1995 | | | | |
| Country: United States of America | | | | Remarks: App mailed to PTO 1/04/95; filed 1/05/95 | | | | |
| Classes: Int'l 29; 30; 32; 42 | | | | REQUEST FOR WITHDRAWAL | | | | |
| | | | | MAILED TO pto 12/4/95; REG. ISSUED | | | | |
| | | | | DESPITE REQ WITHDRAWAL; | | | | |
| | | | | ABANDONED. | | | | |

Goods: Prepared chicken for consumption on and off the premises (Int'l 29); Coffee and tea for consumption on and off the premises (Int'l 30); Soft drinks for consumption on and off the premises (Int'l 32); Restaurant services (Int'l 42)

Trademark List

| Trademark Name | Client | Matter Number | Attorneys | Status | Application Number/Filing | Registration Number/Date | Renewal Date | First Use Date |
|----------------|--------|---------------|-----------|--------|---------------------------|--------------------------|--------------|----------------|
|----------------|--------|---------------|-----------|--------|---------------------------|--------------------------|--------------|----------------|

THE 1ST CHOICE FOR FRIED CHICKEN

| | | | | | | | |
|--------|---------------------|-----|------------|-------------|-------------|-------------|-------------|
| 18277 | 178837 | JEW | Registered | 74/629080 | 2003970 | 01-Oct-2006 | 01-Dec-1994 |
| Owner: | Mrs. Winner's, L.P. | | | 02-Feb-1995 | 01-Oct-1996 | | |

Country: United States of America

Classes: Int'l 29; 30; 32; 42

Goods: Prepared chicken for consumption on and off the premises (Int'l 29); Coffee and tea for consumption on and off the premises (Int'l 30); Soft drinks for consumption on and off the premises (Int'l 32); Restaurant services (Int'l 42)

Trademark List

Wednesday, July 28, 1999

| Trademark Name | Client | Matter Number | Attorneys | Status | Application Number/Filing | Registration Number/Date | Renewal Date | First Use Date |
|----------------|--------|---------------|-----------|--------|---------------------------|--------------------------|--------------|----------------|
|----------------|--------|---------------|-----------|--------|---------------------------|--------------------------|--------------|----------------|

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|------------------------------|-------|--------|-----|-----------|-----------|---------|-------------|-------------|
| THE FIRST CHOICE FOR CHICKEN | 18277 | 178836 | JEW | Cancelled | 74/629078 | 1968103 | 16-Apr-2006 | 25-Sep-1994 |
|------------------------------|-------|--------|-----|-----------|-----------|---------|-------------|-------------|

Owner: Mrs. Winner's, L.P.

Country: United States of America
Classes: Int'l 29; 30; 32; 42

Remarks:
 App mailed to PTO 2/02/95; filed 2/02/95;
 Request for Withdrawal of App (pursuant to
 letter agreement with Chik-fil-a) mailed to
 PTO 12/4/95; Registration inadvertently
 issued; we mailed surrender of certificate to
 PTO 6/26/96; 7/3/96 PTO sends a letter to
 Mr. Elgison re: inadvert issue of certificate
 and request for us to return certificate; We
 mailed 8/2/96 letter of explanation to PTO
 with copy of our 6/26/96 letter

Goods: Prepared chicken for consumption on and off the premises (Int'l 29); Coffee and tea for consumption on and off the premises (Int'l 30); Soft drinks for consumption on and off the premises (Int'l 32); Restaurant services (Int'l 42)

Trademark List

Wednesday, July 28, 1999

| Trademark Name | Client | Matter Number | Attorneys | Status | Application Number/Filing | Registration Number/Date | Renewal Date | First Use Date |
|----------------|--------|---------------|-----------|--------|---------------------------|--------------------------|--------------|----------------|
|----------------|--------|---------------|-----------|--------|---------------------------|--------------------------|--------------|----------------|

| | | | | | | | | |
|------------------------------------|-------|--------|-----|------------|--------------------------|------------------------|-------------|-------------|
| THE FIRST CHOICE FOR FRIED CHICKEN | 18277 | 178838 | JEW | Registered | 74/629079 02-Feb-1995 | 2003969 01-Oct-1996 | 01-Oct-2006 | 01-Dec-1994 |
|------------------------------------|-------|--------|-----|------------|--------------------------|------------------------|-------------|-------------|

Country: United States of America
 Owner: Mrs. Winner's, L.P.
 Classes: Int'l 29; 30; 32
 Goods: Prepared bone-in fried chicken for consumption on and off the premises (Int'l 29); Coffee and tea for consumption on and off the premises (Int'l 30); Soft drinks for consumption on and off the premises (Int'l 32)

| | | | | | | | | |
|------------------------------------|-------|--------|-----|------------|--------------------------|------------------------|-------------|-------------|
| THE FIRST CHOICE FOR FRIED CHICKEN | 18277 | 178839 | JEW | Registered | 74/617125 03-Jan-1995 | 1974739 21-May-1996 | 21-May-2006 | 01-Dec-1994 |
|------------------------------------|-------|--------|-----|------------|--------------------------|------------------------|-------------|-------------|

Country: United States of America
 Owner: Mrs. Winner's, L.P.
 Classes: Int'l 42
 Goods: Restaurant services
 Remarks: App mailed to PTO 1/03/95; filed 1/03/95; published for opposition 7/25/95

| | | | | | | | | |
|---------------------------------------|-------|--------|-----|------------|--------|------------------------|-------------|-------------|
| THE TASTE THAT'S WINNING OVER AMERICA | 18277 | 178840 | JEW | Registered | 531368 | 1367166 22-Oct-1985 | 22-Oct-2005 | 18-Feb-1985 |
|---------------------------------------|-------|--------|-----|------------|--------|------------------------|-------------|-------------|

Country: United States of America
 Owner: Mrs. Winner's, L.P.
 Classes: Int'l 42
 Goods: Restaurant services
 Remarks:

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Trademark List

Wednesday, July 28, 1999

| Trademark Name | Client | Matter Number | Attorneys | Status | Application Number/Filing | Registration Number/Date | Renewal Date | First Use Date |
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|----------------|--------|---------------|-----------|--------|---------------------------|--------------------------|--------------|----------------|

WINNER'S
 18277 178842 JEW Registered 75/009197 2246319 18-May-2009 07-Apr-1997

Country: United States of America
 Classes: Int'l 42
 Goods: Restaurant services
 Owner: Mrs. Winner's, L.P.
 23-Oct-1995 18-May-1999

WINNER'S CORPORATION & Design
 18277 178843 JEW Registered 73/418541 1298195 25-Sep-2004 06-May-1982

Country: United States of America
 Classes: Int'l 42
 Goods: Restaurant services
 Owner: Mrs. Winner's, L.P.
 25-Sep-1984

Remarks:

Trademark List

| Trademark Name | Client | Matter Number | Attorneys | Status | Application Number/Filing | Registration Number/Date | Renewal Date | First Use Date |
|----------------|--------|---------------|-----------|--------|---------------------------|--------------------------|--------------|----------------|
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WINNER'S INTERNATIONAL

| | | | | | | | | |
|-----------------------------------|-------|--------|-----|---------|-------------|--|--|-----------------------------|
| Country: United States of America | 18277 | 178854 | JEW | Pending | 75/621233 | | | |
| Classes: 42 | | | | | 14-Jan-1999 | | | |
| Goods: Restaurant services. | | | | | | | | |
| | | | | | | | | Remarks: ITU to PTO 1/14/99 |

WINNER'S INTERNATIONAL & Design

| | | | |
|-------|--------|-----|---------|
| 18277 | 182618 | JEW | Unfiled |
|-------|--------|-----|---------|

| | |
|-----------------------------------|--|
| Country: United States of America | Owner: Winner's Franchise Services LLC |
| Classes: 42 | |

WINNER'S ROTISSERIE

| | | | | | | | | |
|---|-------|--------|-----|------------|-----------|---------|-------------|-----------------------------|
| Country: United States of America | 18277 | 178844 | JEW | Registered | 74/641856 | 2002350 | 24-Sep-2006 | 01-Oct-1991 |
| Classes: Int'l 29 | | | | | | | | |
| Goods: Cooked chicken for consumption on and off the premises | | | | | | | | |
| | | | | | | | | Remarks: ITU to PTO 1/14/99 |

| | |
|-----------------------------------|----------------------------|
| Country: United States of America | Owner: Mrs. Winner's, L.P. |
| Classes: Int'l 29 | |

Goods: Cooked chicken for consumption on and off the premises

Trademark List

Wednesday, July 28, 1999

| Trademark Name | Client | Master Number | Attorneys | Status | Application Number/Filing | Registration Number/Date | Renewal Date | First Use Date |
|-------------------|--------|---------------|-----------|------------|---------------------------|--------------------------|--------------|----------------|
| WINNER'S SPINNERS | 18277 | 178845 | JEW | Registered | 74/520577 06-May-1994 | 1978796 04-Jun-1996 | 04-Jun-2006 | 01-May-1994 |

WINNER'S SPINNERS

Country: United States of America

Classes: Int'l 29

Goods: Chicken

WINNING OPPORTUNITIES WORLDWIDE

18277 178851 JEW

Owner: Mrs. Winner's, L.P.

Country: United States of America

Classes: 35

Remarks: Drafted; mailed to PTO 4/27/98, 5/19/99 - status check - has been approved for publication.

TRADEMARK

REEL: 002016 FRAME: 0396

RECORDED: 04/07/2000

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