

10-25-2000



101496729
TRADEMARKS ONLY

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

Submission Type

New *10-6-00*

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 Effective Date
Month Day Year

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name **Effective Date**
Month Day Year

Formerly

Individual **General Partnership** **Limited Partnership** **Corporation** **Association**

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of conveying parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

Individual **General Partnership** **Limited Partnership**

Corporation **Association**

Other

Citizenship/State of Incorporation/Organization

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.)

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington D.C. 20231 and to the Office of Information and Regulatory Affairs, office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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="2,074,346"/>	<input type="text" value="1,828,415"/>	<input type="text" value="1,628,747"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,029,513"/>	<input type="text" value="1,997,941"/>	<input type="text" value="1,919,315"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,996,529"/>	<input type="text" value="2,066,383"/>	<input type="text" value="1,819,092"/>

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

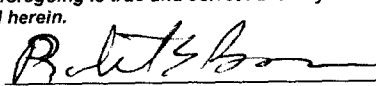
Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

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

Authorization to charge additional fees: Yes No

Statement and Signature
To the best of my knowledge and belief, the foregoing 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.



Name of Person Signing Signature Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

U.S. Department of Commerce
Patent and Trademark Office

Conveying Party

Mark if additional names of conveying parties attached

Enter Additional Conveying Party

Effective Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of conveying parties attached

Enter Additional Receiving Party

Name

DBA/AKA/TA

Composed of

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State/Country

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Corporation Association

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Registration Number(s)

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1,867,314	1,828,416	2,161,437
1,859,018	1,963,578	2,031,466
1,860,130	1,940,179	2,031,465
1,847,986	2,248,593	2,131,807
1,865,024	2,181,724	1,828,417
1,910,151	1,982,175	2,008,097
1,888,637	2,102,511	2,139,128

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

U.S. Department of Commerce
Patent and Trademark Office

Conveying Party

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Enter Additional Conveying Party

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Month Day Year

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2,156,874
2,005,962
1,776,661
1,615,277
2,206,136
2,077,442
2,005,965

2,011,788
1,778,001
1,684,083
2,153,221
1,974,032
1,942,467
1,795,404

1,833,955
1,191,424
2,180,046
2,005,963
2,138,602
1,854,942
1,878,751

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

U.S. Department of Commerce
Patent and Trademark Office

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<input type="text" value="2,066,986"/>	<input type="text" value="1,752,085"/>	<input type="text"/>
<input type="text" value="2,166,808"/>	<input type="text" value="1,517,660"/>	<input type="text"/>
<input type="text" value="2,082,561"/>	<input type="text" value="1,792,089"/>	<input type="text"/>
<input type="text" value="1,765,150"/>	<input type="text" value="1,966,632"/>	<input type="text"/>
<input type="text" value="2,116,916"/>	<input type="text" value="2,005,964"/>	<input type="text"/>
<input type="text" value="1,680,876"/>	<input type="text" value="2,106,455"/>	<input type="text"/>
<input type="text" value="1,952,541"/>	<input type="text"/>	<input type="text"/>

ASSIGNMENT OF UNITED STATES TRADEMARKS

WHEREAS, Boston Chicken, Inc., a corporation organized and existing under the laws of Delaware, having a principal place of business at 14123 Denver West Parkway, Golden, Colorado 80401, U.S.A. ("ASSIGNOR"), as debtor and a debtor in possession in a case pending under Chapter 11 of the United States Bankruptcy Code, is the owner of the entire right, title and interest in and to certain trademarks in the United States (hereinafter the "Trademarks"), including the goodwill of the business symbolized thereby and associated therewith and further including the Trademark Registrations and Trademark Applications therefor as set forth on the Schedules attached hereto and incorporated herein.

WHEREAS, pursuant to that certain agreement entitled "Asset Purchase Agreement," dated November 30, 1999, as amended, (the "Agreement") by and among ASSIGNOR and other Sellers thereunder and Golden Restaurant Operations, Inc., a Delaware corporation, and McDonald's Corporation (with respect to Sections 5 and 12 only) and pursuant to which ASSIGNOR desires to assign to McDonald's Corporation, a corporation organized and existing under the laws of Delaware, having a principal place of business at One McDonald's Plaza, Oak Brook 60523, Illinois, U.S.A. ("ASSIGNEE"), as designee of Golden Restaurant Operations, Inc., ASSIGNOR'S entire right, title and interest in and to the above-identified Trademarks, including the goodwill of the business symbolized thereby and associated therewith and further including the Trademark Registrations and Trademark Applications therefor as set forth on the attached Schedules, and McDonald's Corporation desires to accept such assignment.

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN:

In order to make and record a specific formal Assignment of the transfer of said Trademarks and their associated goodwill and the Trademark Registrations and Trademark Applications therefor as set forth on the attached Schedules from ASSIGNOR to ASSIGNEE,

BE IT KNOWN that for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged by ASSIGNOR, ASSIGNOR has sold, assigned, transferred and set over, and by these presents does hereby sell, assign, transfer and set over unto the said ASSIGNEE, its successors and assigns, ASSIGNOR'S entire right, title and interest in and to said Trademarks, including the goodwill of its business symbolized thereby and associated therewith and further including said Trademark Registrations and Trademark Applications therefor as set forth on the attached Schedules, together with all claims for past, present and future damages by reason of infringement of said Trademarks with the right to sue for and collect the same for ASSIGNEE's own use and for the use of its successors, assigns and other legal representatives.

And ASSIGNOR does hereby covenant and agree, for itself and its successors and assigns, including the Plan Trustee, that it will assist ASSIGNEE, without expense to itself or its successors or assigns, including the Plan Trustee, in any litigation or other proceeding which may arise involving said Trademarks, and that it will execute and deliver to ASSIGNEE, without expense to ASSIGNOR, any and all additional documents and perform any further acts necessary to vest in ASSIGNEE the rights hereby conveyed and to record this Assignment of said Trademarks, and any of them, in the United States of any state thereof.

IN TESTIMONY WHEREOF, ASSIGNOR and ASSIGNEE have caused this instrument to be signed by their duly authorized officers as shown below.

Boston Chicken, Inc. (ASSIGNOR)

By: *Amy S. Powers*
Name: *Amy S. Powers*
Title: Corporate Secretary

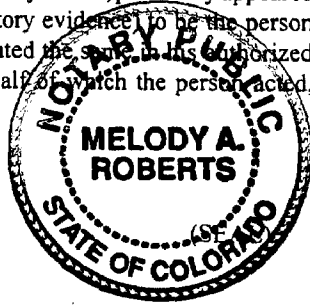
Date: *May 26, 2000*

State of *Colorado*)
) SS.
County of *Jefferson*)

On *May 26*, 2000 before me, *Melody A. Roberts*, Notary Public, personally appeared *Amy S. Powers* personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Melody A. Roberts
Notary Public



My Commission Expires Sept. 12, 2000

McDonald's Corporation (ASSIGNEE)

By: *Catherine Griffin*
Name: *Catherine Griffin*
Title: *Corporate Secretary ASSISTANT VICE PRESIDENT*

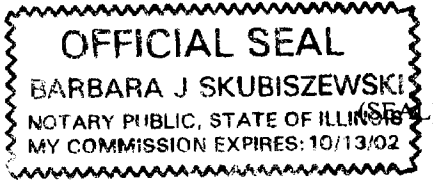
Date: *5-26-00*

State of *Illinois*)
) SS.
County of *DuPage*)

On *May 26*, 2000 before me, *Barbara J. Skubiszewski*, Notary Public, personally appeared *Catherine A. Griffin* personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Barbara J. Skubiszewski
Notary Public



Acknowledged and Agreed to this 26th day of May, 2000

Gerald K. Smith, Plan Trustee

IN TESTIMONY WHEREOF, ASSIGNOR and ASSIGNEE have caused this

instrument to be signed by their duly authorized officers as shown below.

Boston Chicken, Inc. (ASSIGNOR)

By: _____

Name: _____

Title: Corporate Secretary

Date: _____

State of _____)

) SS.

County of _____)

On _____, 2000 before me, _____, Notary Public, personally appeared _____ personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

(SEAL)

Notary Public

McDonald's Corporation (ASSIGNEE)

By: _____

Name: _____

Title: Corporate Secretary

Date: _____

State of _____)

) SS.

County of _____)


On _____, 2000 before me, _____, Notary Public, personally appeared _____ personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

(SEAL)

Notary Public

Acknowledged and Agreed to this 26th day of May, 2000



Gerald K. Smith, Plan Trustee

**Schedule of
Domestic Trademarks
in the name of
Boston Chicken, Inc.**

Mark	Class(es)	Serial No./Reg. No.	Filing Date/Issue Date
3X BBQ	30	2,074,346	6/24/97
AWNING DESIGN	42	2,029,513	1/14/97
BOSTON	42	1,996,529	8/27/96
BOSTON BASICS	29	1,828,415	3/29/94
BOSTON CARVER	30	1,997,941	9/3/96
BOSTON CARVER SANDWICHES and Design	30	2,066,383	6/3/97
BOSTON CHICKEN	42	1,628,747	12/18/90
BOSTON CHICKEN	9, 14, 16, 18, 20, 21, 24, 25, 28	1,919,315	9/19/95
BOSTON CHICKEN	29, 30	1,819,092	2/1/94
BOSTON CHICKEN (Stylized in Black)	42	1,867,314	12/13/94
BOSTON CHICKEN (Stylized in Red)	42	1,859,018	10/18/94
BOSTON CHICKEN (Stylized in White)	42	1,860,130	10/25/94
BOSTON CHICKEN ROTISSERIE and Chicken Design	29, 30	1,847,986	8/2/94
BOSTON CHICKEN ROTISSERIE and Design	42	1,865,024	11/29/94
BOSTON CHICKEN ROTISSERIE and Design	25	1,910,151	8/8/95
BOSTON CHICKEN ROTISSERIE and Design	29	1,888,637	4/11/95
BOSTON FEASTS	29	1,828,416	3/29/94

Mark	Class(es)	Serial No./Reg. No.	Filing Date/Issue Date
BOSTON MARKET	29	1,963,578	3/19/96
BOSTON MARKET	42	1,940,179	12/5/95
BOSTON MARKET	9, 16, 20, 21, 25	2,248,593	4/3/97
BOSTON MARKET	36	2,181,724	5/13/96
BOSTON MARKET and Design	42	1,982,175	6/25/96
BOSTON MARKET and Design	29	2,102,511	10/7/97
BOSTON MARKET and Store Front Design	42	2,161,437	6/2/98
BOSTON MARKET HOME STYLE MEALS and Design	42	2,031,466	1/21/97
BOSTON MARKET HOME STYLE MEALS and Design	29	2,031,465	1/21/97
BOSTON MARKET LOGO	36	2,131,807	1/27/98
BOSTON TRIO	29	1,828,417	3/29/94
CARVER CLUB	30	2,008,097	10/15/96
CARVER Design	30	2,139,128	2/24/98
CARVER Design	42	2,156,874	5/12/98
CHICKEN CARVER	30	2,005,962	10/8/96
CHICKEN Design	29, 30	1,776,661	6/15/93
CHICKEN Design	42	1,615,277	9/25/90
DIGS Design	42	2,206,136	2/3/97
DON'T MESS WITH DINNER	42	2,077,443	7/8/97
HAM CARVER	30	2,005,965	10/8/96
HEARTH HONEY	29	2,011,788	10/29/96
HOME COOKING FOR FOLKS WHO CAN'T BE HOME COOKING	29	1,778,001	6/22/98

Mark	Class(es)	Serial No./Reg. No.	Filing Date/Issue Date
HOME COOKING FOR FOLKS WHO CAN'T BE HOME COOKING	42	1,684,083	4/21/92
HOME STYLE MEALS FAST	42	2,153,221	4/21/98
INTELLISTORE	9	1,974,032	5/14/96
LOGO (Outline)	29, 42	1,942,467	12/19/95
LOGO (Red)	42	1,795,404	9/28/93
LOGO (Red)	29	1,833,955	5/3/94
MARKET	42	1,191,424	3/2/82
MAX IT+	42	2,180,046	8/11/98
MEAT LOAF CARVER	30	2,005,963	10/8/96
PEOPLE PAGES	16	2,138,602	2/24/98
ROTISSERIE and Design	42	1,854,946	9/20/94
ROTISSERIE and Design	29	1,878,751	2/14/95
SERVING UP HOME. FIGHTING BREAST CANCER	42	2,066,986	6/3/97
SERVING UP HOME. FIGHTING BREAST CANCER and Design	42	2,166,808	6/23/98
SIDE ITEM SAMPLER ¹	29, 30	2,082,561	7/22/97
SLOW COOKING...READY NOW	42	1,765,150	4/13/93
SUMMER MARKET	42	2,116,916	11/25/97
TAKE HOME COOKING ¹	42	1,680,876	3/24/92
THAT'S HOME COOKING	42	1,952,541	1/30/96
THE BIG FEAST ¹	42	1,752,085	2/9/93
THE BOSTON CHICKEN	42	1,517,660	12/20/88
THE FRESHEST THING GOING	42	1,792,089	9/7/93

¹These marks are on the Supplemental Register.

Mark	Class(es)	Serial No./Reg. No.	Filing Date/Issue Date
THIS DIFFERENT, THIS IS PROGRESS	42	1,966,632	4/9/96
TURKEY CARVER	30	2,005,964	10/8/96
WINGS	16, 41	2,106,455	10/21/97
BOSTON HEARTH	29, 30	75/094,055	4/25/96
BOSTON HEARTH SPECIALTY FOODS and Design	29, 30	75/239,487	2/10/97
BOSTON HEARTH	16, 25	75/268,923	4/3/97
BOSTON KITCHEN	42	75/763,454	7/29/99
BOSTON KITCHEN and Design	29, 30	75/182,362	10/16/96
BOSTONMARKET.COM	42	75/177,936	10/7/96
DIGS	42	75/234,921	s2/3/97
BOSTON MARKET ²	42	74/592,773	10/31/94

²Application was re-submitted 7/29/99.

**Schedule of
State Trademark Registrations
in the name of Boston Chicken, Inc**

Mark	State	Reg. No.	Reg. Date
BOSTON	Illinois	80,111	3/13/97
BOSTON	Texas	55,296	1/24/96
BOSTON	California	45,727	3/20/96
BOSTON	Florida	T,967	1/2/96
MARKET	Minnesota	7,024	12/8/80
BOSTON	Colorado	135,623	11/3/95
BOSTON CHICKEN	Puerto Rico	33,751	7/20/94

(600800.1)

RECORDED: 10/06/2000

TRADEMARK
REEL: 2154 FRAME: 0853