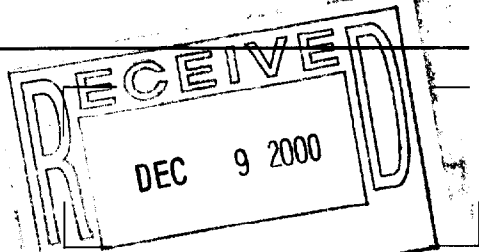


FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

Handwritten initials and date: PTO 12-9-00



01-08-2001



101575348

**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
Effective Date
Month Day Year _____

Merger

Change of Name

Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Strottman International, Inc.

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization California

Receiving Party

Mark if additional names of receiving parties attached

Name Taco Bell Corp.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 17901 Von Karman Avenue

Address (line 2) _____

Address (line 3) Irvine California 92614
City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization California

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

01/05/2001 GTDN11 00000045 500313 2076321

01 FC:461 40.00 CH
02 FC:462 50.00 CH

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.

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: 002207 FRAME: 0579**

Domestic Representative Name and Address

Enter for the first Receiving Party only.

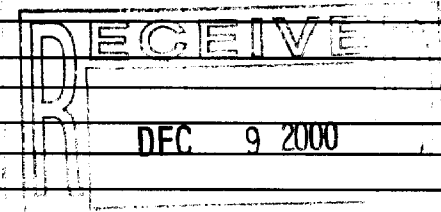
Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)



Correspondent Name and Address

Area Code and Telephone Number

972/338-7671

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)

| | | |
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| <input type="text" value="2076321"/> | <input type="text"/> | <input type="text"/> |
| <input type="text" value="2080037"/> | <input type="text"/> | <input type="text"/> |
| <input type="text" value="2080038"/> | <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.

Renee A. Levey

Name of Person Signing

Signature

12/11/00

Date Signed

DEED OF ASSIGNMENT

TO ALL IT MAY CONCERN, be it known that for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged:

Strottman International, Inc., a California corporation, with offices at 46 Corporate Park, Irvine, California 92614,

hereby sells, assigns and transfers to

Taco Bell Corp., a California corporation, having its principal place of business at 17901 Von Karman Avenue, Irvine, California, 92614, its successors and assigns, the entire right, title and interest in and to the following trademark in all countries of the world including, the United States:

| <u>Trademark</u> | <u>U.S. Registration No.</u> | <u>Registration Date</u> |
|------------------|------------------------------|--------------------------|
| NACHO AND DOG | 2,076,321 | July 1, 1997 |
| NACHO and DESIGN | 2,080,038 | July 15, 1997 |
| Design of DOG | 2,080,037 | July 15, 1997 |

and the goodwill of the business associated with the said trademark.

STROTTMAN INTERNATIONAL, INC.

By: [Signature] 11/1/00
 Its: Sn VP Marketing/Geny

STATE OF CALIFORNIA)
) SS:
 COUNTY OF ORANGE)

Tom Wang, being duly sworn, deposes and says that he/she is employee of Strottman International, Inc., and that he/she has executed the assignment for and on behalf of Strottman International, Inc., being duly authorized to do so.

Subscribed and sworn to before
 Me this 11 day of November, 2000.

Dana Leon Pescritto
 Notary Public

