

01-30-2001

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



101598040

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

1-19-01

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

Name

Execution 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 receiving 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 Association
- Corporation Association
- Other

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.)

Citizenship/State of Incorporation/Organization

01/29/2001 DBYRNE 00000511 1059669

FOR OFFICE USE ONLY

01 FC:481

40.00 DP

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: 002224 FRAME: 0850

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)

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.

Francis S. Guess

1/15/2001

Name of Person Signing

Signature

Date Signed

TRADEMARK ASSIGNMENT AGREEMENT

THIS TRADEMARK ASSIGNMENT AGREEMENT is made and entered into as of the 15th day of November, 2000, by and between Shoney's, Inc., a Tennessee corporation ("Seller") and Fifth Quarter, Inc., a Tennessee corporation ("Buyer").

W I T N E S S E T H :

WHEREAS, Seller has adopted, used and is using the trademark attached hereto as Exhibit A (the "Mark") for which Seller has registered with the United States Patent and Trademark Office, under the Trademark Act of 1946, as amended, 15 U.S.C. 1051(a), and with the State of Indiana Secretary of State; and

WHEREAS, Buyer is desirous of acquiring the Mark.

A G R E E M E N T:

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Seller does hereby assign unto Buyer all its right, title and interest in and to the Mark, together with the goodwill of the business of Seller symbolized by the Mark, and the above-identified registration thereof.

Shoney's, Inc.

By: 

Title: VICE PRESIDENT, REAL ESTATE

Fifth Quarter, Inc.

By: 

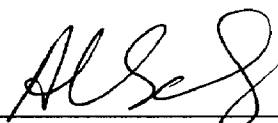
Title: President

a:\b707psd

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, Andrew L. Schwarcz, of the state and county mentioned, personally appeared Jeffrey B. Gardan, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who, upon oath, acknowledged himself/herself to be Vice President - Real Estate of Shoney's, Inc., the within named bargainor, a corporation, and that he/she as such Vice President - Real Estate, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself/herself as Vice President - Real Estate.

Witness my hand and seal, at office, this 3rd day of January, 2001.



Notary Public

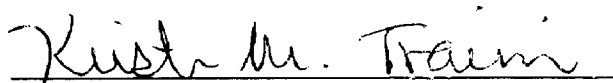
My Commission Expires JULY 26, 2003

My commission expires: _____

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, KRISTEN M. TRAINI, of the state and county mentioned, personally appeared Francis S. Guess, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who, upon oath, acknowledged himself to be President of Fifth Quarter, Inc., the within named bargainor, a corporation, and that he as such President, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President.

Witness my hand and seal, at office, this 8th day of January, 2001.



Notary Public

My commission expires: 8/10/2004

EXHIBIT A

rademarks

Fifth Quarter® - no. 1,059,669 (US)
 no. 5009-8712 (IN)