



03-12-2001



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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

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 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

- 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

FOR OFFICE USE ONLY

03/09/2001 BYRNE 00000083 616302

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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" value="616,302"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<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.)

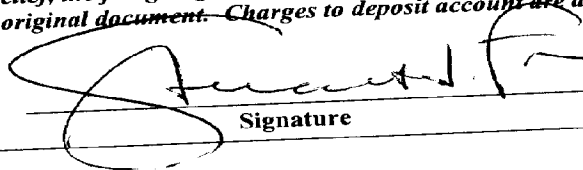
Deposit Account Number: #

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.

Stuart J. Friedman, Reg. No. 24,312
Name of Person Signing



Signature

Date Signed

ASSIGNMENT

WHEREAS, **INTERNATIONAL BLIMPIE CORPORATION**, a corporation of the State of New York, having a place of business at **1414 Avenue of the Americas, New York, New York**, has adopted, used and is using the mark "USA BORDER CAFÉ and Design," which mark is set forth in an application for registration filed in the United States Patent and Trademark Office, U.S. Application Serial No. 616,302, filed August 25, 1986; and

WHEREAS, **BRINKER RESTAURANT CORPORATION**, a corporation of the state of Delaware having a place of business at **6820 LBJ Freeway, Dallas, Texas 75240**, is desirous of acquiring said mark and the application for registration thereof;

NOW, THEREFORE, in consideration of and in exchange for the sum of \$1.00 (One Dollar) and other good and valuable consideration, receipt of which is hereby acknowledged, said International Blimpie Corporation does hereby assign unto said BRINKER RESTAURANT CORPORATION all right, title and interest in and to said mark, the said application for registration and any registration which may be granted based on said application, together with the good will of the business symbolized by the mark.

Executed at 740 Broadway NY N.Y. 10003 this
29 Day of Jan, 2000.

INTERNATIONAL BLIMPIE CORPORATION

By: [Signature] COO

Name: David Sied

Title: COO

EXHIBIT B