

04-11-2001



101659881

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		Conveyance Type	
<input type="checkbox"/> New	<input type="checkbox"/> Resubmission (Non-Recordation) Document ID # <input type="text"/>	<input checked="" type="checkbox"/> Assignment	<input type="checkbox"/> License
<input type="checkbox"/> Correction of PTO Error Reel # <input type="text"/> Frame # <input type="text"/>	<input checked="" type="checkbox"/> Corrective Document Reel # <input type="text"/> 1929 Frame # <input type="text"/> 0800	<input type="checkbox"/> Security Agreement	<input type="checkbox"/> Nunc Pro Tunc Assignment Effective Date Month Day Year <input type="text"/>
		<input type="checkbox"/> Merger	
		<input type="checkbox"/> Change of Name	
		<input type="checkbox"/> Other <input type="text"/>	

Conveying Party Mark if additional names of conveying parties attached

Name ELIMARC ASSOCIATES, INC. Execution Date 06/01/99

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization ILLINOIS

Receiving Party Mark if additional names of receiving parties attached

Name ELI'S CHEESECAKE COMPANY

DBA/AKA/TA

Composed of

Address (line 1) 6701 FOREST PRESERVE DRIVE

Address (line 2)

Address (line 3) CHICAGO ILLINOIS/USA 60634

City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization ILLINOIS

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.

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: 002267 FRAME: 0920

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="75/699,495"/>	<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"/>
<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.

Marc A. Bergsman

Name of Person Signing

Marc A. Bergsman
Signature

03/30/2001

Date Signed

07-20-1999



101095586

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

TRADEMARK FEE PROCESS.
RECEIVED

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

MPD
6-30-99

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
 - Merger Change of Name
 - Other
- Effective Date
Month Day Year

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
 - Other
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07/19/1999 DNGUYEN 00000209 75689732

FOR OFFICE USE ONLY

01 FC:481 40.00 DP
02 FC:482 400.00 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. 20503

REEL: 002267 FRAME: 0922

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

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Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75/689,732"/>	<input type="text" value="75/697,322"/>	<input type="text" value="75/706,682"/>
<input type="text" value="75/460,251"/>	<input type="text" value="75/669,495"/>	<input type="text" value="75/709,730"/>
<input type="text" value="75/694,246"/>	<input type="text" value="75/699,494"/>	<input type="text"/>

<input type="text" value="2,139,700"/>	<input type="text" value="1,874,365"/>	<input type="text" value="1,614,090"/>
<input type="text" value="2,137,898"/>	<input type="text" value="1,684,565"/>	<input type="text" value="1,284,508"/>
<input type="text" value="2,102,702"/>	<input type="text" value="1,665,968"/>	<input type="text" value="1,286,268"/>

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.

Marc A. Bergsman

Name of Person Signing


Signature

June 30, 1999

Date Signed

AGREEMENT

Agreement made and entered into on this 1st day of June, 1999, by and between **ELIMARC ASSOCIATES, INC.**, an Illinois corporation (hereinafter referred to as "Elimarc"), and **THE ELI'S CHEESECAKE COMPANY**, an Illinois corporation (hereinafter referred to as "Eli's").

WITNESSETH:

WHEREAS, Eli's is desirous of purchasing all trademarks owned by Elimarc;

WHEREAS, Elimarc is indebted to Eli's;

NOW, THEREFORE, in consideration of the mutual promises and covenants herein contained, it is agreed as follows:

1. Elimarc does hereby sell and assign all of its right, title and interest to those certain trademarks that are listed on Exhibit A attached hereto and made a part hereof. Elimarc agrees to sign all documentation that will be necessary in order to effect a proper assignment of the ownership of said trademarks.

including the goodwill associated with those trademarks

2. The amount of \$ [REDACTED] of the indebtedness now owing by Elimarc to Eli's is hereby forgiven by Eli's.


per MAB 6-30-99

3. Eli's agrees to furnish all cheesecakes needed by Elimarc for a period of two (2) years from the date of this Agreement, free of charge, provided that the value of said cheesecakes shall not exceed \$ [REDACTED] based on Eli's customary and usual charges to restaurants for such cheesecakes.

IN WITNESS WHEREOF, the parties have set forth their signatures on the date above written.

ELIMARC ASSOCIATES, INC.

THE ELI'S CHEESECAKE COMPANY

By: 

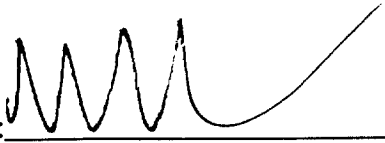
By: 

EXHIBIT A

UNITED STATES TRADEMARKS ASSIGNED

<u>Trademark Registration or Serial Number</u>	<u>Mark</u>
75-689, 732	Eli's Cheesecake Gingerbread Jam
75-460, 251	Eli's Sensational Slices Chicago's Finest
2, 139, 700	Eli's Cheesecake World
2, 137, 898	Eli's Dream Team
2, 102, 702	Eli's Uncheesecake
1, 874, 365	Have a Bite of the Windy City
1, 684, 565	Eli's Chicago's Finest Coco-Mocha
1, 665, 968	Eli's Chicago's Finest
1, 614, 090	Eli's 'Smooosh'
1, 284, 508	Eli's Chicago's Finest Cheesecake
1, 286, 268	Eli's (Cheesecake)
75-694,246	Eli's Cheesecake Cravings
75-697,322	Eli's Cravings
75-699,495	Eli's Brown Cow Cheesecake
75-699,494	Eli's Totally Turtle Cheesecake
75-706,682	Eli's Totally Turtle
75-709,730	Eli's Cheesecake Cuties

(c:\elismarc\09191.asg)