

04-27-2001

RECORDATION FORM COVER SHEET

Docket No.:



TRADEMARKS ONLY

101689751

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

BLK Capital, L.L.C.  
900 North Michigan Avenue  
Suite 1800  
Chicago, Illinois 60611

4.16.01

- Individual(s)
- General Partnership
- Corporation-State
- Other Illinois limited liability company

Additional names(s) of conveying party(ies)  Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: July 14, 2000

2. Name and address of receiving party(ies):

Name: Potbelly Sandwich Works, L.L.C.

Internal Address: Suite 1800

Street Address: 900 North Michigan Avenue

City: Chicago State: IL ZIP: 60611

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State



04-16-2001

Other Illinois limited liabi U.S. Patent & TMO/c/TM Mail Rcpt Dt. #10

If assignee is not domiciled in the United States, a domestic designation is  Yes  N  
(Designations must be a separate document from Additional name(s) & address(es)  Yes  N

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

75-822,995      76-189,212  
~~76-189,213~~      76-189,214  
76-189,215

Additional numbers

B. Trademark Registration No.(s)

2,385,031      2,178,589      2,374,731  
2,421,117      2,332,173      2,393,534  
2,304,375      2,221,101      2,387,751

Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Sana Hakim, Esq.

Internal Address: Bell, Boyd & Lloyd LLC

Street Address: P.O. Box 1135

City: Chicago State: IL ZIP: 60690

6. Total number of applications and registrations involved:.....

14

7. Total fee (37 CFR 3.41):.....\$ S365.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

02-1818

DO NOT USE THIS SPACE

04/26/2001 AAHMED1 00000307 75822995

01 FC:481      40.00 DP  
02 FC:482      325.00 DP

9. 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.

Sana Hakim, Esq.

Name of Person Signing

Signature

April 16, 2001

Date

7

Total number of pages including cover sheet, attachments, and

**Illinois  
Limited Liability Company Act  
Articles of Amendment**

This space for use by  
Secretary of State

**Jesse White**  
Secretary of State  
Department of Business Services  
Limited Liability Company Division  
Room 359, Howlett Building  
Springfield, IL 62756  
<http://www.sos.state.il.us>

*Payment may be made by business  
firm check payable to Secretary of State.  
(If check is returned for any reason this  
filing will be void.)*

Filing Fee (see note).

Must be typewritten

This space for use by Secretary of State

Date 7-14-00  
Assigned File # 0005-751-7  
Filing Fee \$ 100.00  
Approved: JWB

**FILED**

**JUL 14 2000**

LIMITED LIABILITY CO. DIV.  
JESSIE WHITE  
SECRETARY OF STATE

1. Limited Liability Company name BLK Capital, L.L.C.
  
2. File number assigned by the Secretary of State: 00057517
  
3. Federal Employer Identification Number (F.E.I.N.): 36-4063453
  
4. These Articles of Amendment are effective on  the file date or a later date being \_\_\_\_\_  
not to exceed 30 days after the file date.
  
5. The company has elected in its operating agreement to be governed by the amendatory Act of 1997:  
 Yes       No
  
6. The Articles of Organization are amended as follows: (Attach a copy of the text of each amendment adopted.)  
(Address changes of P.O. Box and c/o are unacceptable)
  - \_\_\_ a) Admission of a new member (give name and address below)
  - \_\_\_ b) Admission of a new manager (give name and address below)
  - \_\_\_ c) Withdrawal of a member (give name below)
  - \_\_\_ d) Withdrawal of a manager (give name below)
  - \_\_\_ e) Change in the address of the office at which the records required by Section 1-40 of the Act are kept (give new address, including county below)
  - \_\_\_ f) Change of registered agent and/or registered agent's office (give new name and address, including county below)
  - x g) Change in the limited liability company's name (list below)
  - x h) Change in date of dissolution or other events of dissolution enumerated in item 8 of the Articles of Organization
  - \_\_\_ i) Other (give information below)

g) The new name of the limited liability company is Potbelly Sandwich Works, LLC

h) The new date of dissolution of the Company is: none-perpetual