FORM PTO-1618A Expires 06/30/99 OMB 0651-0027 05-01-2001



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J.S. Departi atent and			
APR	19	2001	

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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).				
Submission Type	Conveyance Type			
X New	X Assignment License			
Resubmission (Non-Recordation) Document ID #	Security Agreement Nunc Pro Tunc Assignment			
Correction of PTO Error	Effective Date Merger Month Day Year			
Reel # Frame #				
Corrective Document	Change of Name			
Reel # Frame #	Other			
Conveying Party x	Mark if additional names of conveying parties attached Execution Date Month Day Year			
Name Ninfa's, Inc.	12311997			
Formerly	1163144			
Individual General Partnership Limited Partnership X Corporation Association				
Other				
X Citizenship/State of Incorporation/Organiza	tion Texas			
Receiving Party	Mark if additional names of receiving parties attached			
Name Ninfa's Holdings, L.P.				
DBA/AKA/TA				
DBA/ARA/TA				
Composed of				
Address (line 1) 2727 Canal Street				
Address (line 2)				
Address (line 3) Houston	TX, USA 77003-1526			
City	State/Country Zip Code Limited Partnership If document to be recorded is an			
Individual General Partnership X Limited Partnership assignment and the receiving party is not domiciled in the United States, an				
Corporation Association appointment of a domestic				
Other Control of the representative should be attached. (Designation must be a separate document from Assignment.)				
X Citizenship/State of Incorporation/Organization Texas				
FOR OFFICE USE ONLY				
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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

Mail documents to be recorded with required cover sheet(s) information to: Commissioner of Patents and Trademarks, Box Assignments , Washington, D.C. 20231

FORM PTO- Expires 06/30/99 OMB 0651-0027	1618B	Page 2	U.S. Department of Commerce Patent and Trademark Office TRADEMARK
	epresentative Name a	ind Address Enter for the first Ro	eceiving Party only.
Name			
Address (line 1)			
Address (line 2)			
Address (line 3)		**************************************	
Address (line 4)			
Correspond	lent Name and Addres	SS Area Code and Telephone Number	512.495.6030
Name	Jeffery S. Darby		
Address (line 1)	McGinnis, Lochride	ge & Kilgore, L.L.P.	
Address (line 2)	919 Congress aven	ue, Suite 1300	
Address (line 3)	Austin, TX 78701		
Address (line 4)			
Pages	Enter the total number of including any attachmen	pages of the attached conveyance do	cument # 3
Trademark A		or Registration Number(s)	Mark if additional numbers attached
		or the Registration Number (DO NOT ENTER BO	· · · · · · · · · · · · · · · · · · ·
Trac	lemark Application Numb		ration Number(s)
<u> </u>		1163144	1163145 1204068
		1233794	
Number of I	Properties Enter the to	otal number of properties involved.	# 4
Fee Amoun	t Fee Amoun	t for Properties Listed (37 CFR 3.41):	\$ 160.00
		closed Deposit Account	
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: #			
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Ctatamant a	and Clamatura	Authorization to charge additional fees:	Yes No 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.			
DAUID	Quintanilla	De Dantaille	A 10.01
	of Person Signing	Signature	Date Signed

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RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

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

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Conveying Enter Additions	J Party I Conveying Party	Mark if additional names of convey	ing parties attached Execution Date Month Day Year
Name	RioStar Corporation		12311997
Formerly [
Individu	al General Partnership	Limited Partnership Corpo	ration Association
Other			
X Citizens	hip State of Incorporation/Organization	Texas	
Receiving Enter Additiona	Party I Receiving Party	Mark if additional names of receiving part	ies attached
Name	Ninfa's Holdings, L.P.		
DBA/AKA/TA			
Composed of	F		
Address (line 1	2727 Canal Street		
Address (line 2)		
Address (line 3	110030011	TX, USA	77003-1526
	City	State/Country	Zip Code
Individ			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
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Corpora			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
Corpora Other X Citizens	tion Association Ship/State of Incorporation/Organization	n Texas	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 the Assignment.)
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Corpora Other Citizens Trademark Enter either to	ship/State of Incorporation/Organizatio Application Number(s) or Re	n Texas gistration Number(s) gistration Number (DO NOT ENTER BOTH IN 1985) Registra 1163144 116	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 the Assignment.) Mark if additional numbers attached numbers for the same property).
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Corpora Other Citizens Trademark Enter either to	ship/State of Incorporation/Organizatio Application Number(s) or Re	n Texas gistration Number(s) gistration Number (DO NOT ENTER BOTH IN 1985) Registra 1163144 116	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 the Assignment.) Mark if additional numbers attached numbers for the same property).
Corpora Other Citizens Trademark Enter either to	ship/State of Incorporation/Organizatio Application Number(s) or Re	n Texas gistration Number(s) gistration Number (DO NOT ENTER BOTH IN 1985) Registra 1163144 116	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 the Assignment.) Mark if additional numbers attached numbers for the same property).

TRADEMARK REEL: 002283 FRAME: 0792

ASSIGNMENT OF TRADEMARKS

WHEREAS, RioStar Corporation and Ninfa's Inc., and each of their subsidiaries, parents, owners and affiliates (collectively "Assignor"), owns and has used in business certain registered trademarks and service marks (collectively "Marks") which are listed on Schedule A of this Assignment, attached hereto;

and

WHEREAS, Ninfa's Holdings, L.P., a limited partnership organized and existing under and by virtue of the laws of Delaware, hereinbelow called "Assignee", is desirous of acquiring the entire right, title and interest in and to the Marks and the registrations therefor, and in and to any renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith;

THEREFORE, BE IT KNOWN that for and in consideration of the sum of One Dollar (\$1.00) to it in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor has sold, assigned, transferred and by these presents does hereby sell, assign and transfer unto the said Assignee, its successors or assigns, the entire right, title and interest in and to the said Marks and the registrations therefor, and in and to any renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith and any right to recover for past infringement thereof.

Date: 12/31 / 97	RIOSTAR CORPORATION
	By: Du Lay
	Typed or Printed Name: Roland D. LAUPOUZE
	Title: TRESIDENT
Date: 12/31 /97	NINFA'S, INC.
	By: Must
	Typed or Printed Name: POLANDI. LANGUEDO
	Title: Prestouf

H1995A:186472-2 9945:069

TRADEMARK
REEL: 002283 FRAME: 0793

STATE OF TEXAS	§
	§
COUNTY OF HARRIS	§

REFORE ME, the undersigned authority, on this day personally appeared Recent D. Laulenzo, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me under oath that he executed the same as the act and deed as President of RioStar Corporation and as President of Ninfa's, Inc. thereof, and for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND and seal of office, this state day of Tankary,

LAURA E. LOWE

Notary Public, State of Texas

Commission Expires: 05-25-99

1998.

Notary Public in and for the State of Texas

H1995A:186472-2 9945:069

SCHEDULE A

Registered Marks

<u>MARK</u>	REGISTRATION NO.	DATE REGISTERED
GRACIAS!	1,163,144	July 28, 1981
NINFA'S	1,163,145	July 28, 1981
NINFAS	1,204,068	August 3, 1982
NINFAS	37,797 (State of Texas)	October 8, 1980
TACOS A LA NINFA	1,233,794	April 5, 1983
TACOS A LA NINFA	36,772 (State of Texas)	November 21, 1979

H1995A:186472-2 9945:069

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RECORDED: 04/19/2001 REEL: 002283 FRAME: 0795