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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Pudgie's Famous chicken, LLC

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other 629.01

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

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

Execution Date: June 20, 2001

2. Name and address of receiving party(ies)

Name: Arthur Treacher's, Inc.

Internal Address: Suite 302

Street Address: 5 Dakota Drive

City: Lake Success State: NY Zip: 11042

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,415,328 1,543,938 1,598,890 1,796,126 2,420,309 2,458,792

Additional number(s) attached Yes No

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

Name: Frank H. Foster

Internal Address: Kremblas, Foster, Phillips & Pollick

Street Address: 7632 Slate Ridge Blvd.

City: Reynoldsburg State: Ohio Zip: 43068

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41) \$ 165.00

- Enclosed, Authorized to be charged to deposit account For Insufficient Funds not enclosed

8. Deposit account number:

13-3393

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Frank H. Foster

Name of Person Signing

Signature

Date

Our File No.: ATFCF 108

Total number of pages including cover sheet, attachments, and document: 3

07/09/2001 DRYNE 00000150 1415328

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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01 FC:481 02 FC:482

TRADEMARK REEL: 002326 FRAME: 0972

ASSIGNMENT OF TRADE AND/OR SERVICE MARKS

WHEREAS, Pudgie's Famous Chicken, LLC (hereinafter called the Assignor), a Limited Liability Company of the State of Delaware, having a place of business at 5 Dakota Drive, Suite 302, Lake Success, New York 11042, has adopted, is using and is the owner of the following trademarks:

| <u>Mark</u> | <u>Reg. No.</u> | <u>Issue Date</u> |
|--|-----------------|-------------------|
| PUDGY'S | 1,415,328 | Oct. 28, 1986 |
| PUDGIE'S | 1,543,938 | June 13, 1989 |
| PUDGIE'S FAMOUS CHICKEN | 1,598,890 | May 29, 1990 |
| THE BIRD IS THE WORD | 1,796,126 | Sept. 28, 1993 |
| AMERICA'S FAVORITE SKINLESS CHICKEN SINCE 1981 | 2,420,309 | Jan. 9, 2001 |
| AMERICA'S FAVORITE SKINLESS CHICKEN SINCE 1981 | 2,458,792 | June 5, 2001 |

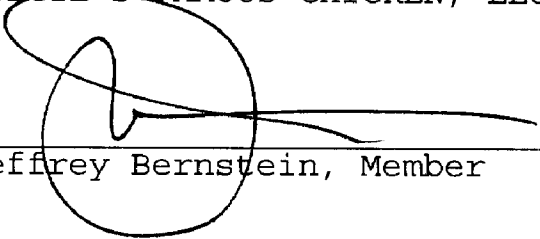
AND WHEREAS, Arthur Treacher's, Inc., (hereinafter called the Assignee), a Corporation of Delaware, having a place of business at 5 Dakota Drive, Suite 302, Lake Success, New York 11042, is desirous of acquiring the entire right, title and interest in the same, including all goodwill associated therewith;

NOW, THEREFORE, in consideration of the premises and of the sum of One Dollar (\$1.00) and other good and valuable consideration, receipt of which is hereby acknowledged, the Assignor hereby sells, assigns and transfers unto the Assignee,

its successors and assigns, its entire right, title and interest in and to said marks, including all rights arising under common law and by statute, including all goodwill of the business in connection with which said marks are used, together with all rights and privileges pertaining to said marks, including all rights of recovery for past infringement and renewal of registrations thereof for subsequent terms, the same to be held and enjoyed by the Assignee, its successors and assigns, as fully as the same would have been held and enjoyed by the Assignor had this sale, assignment and transfer not been made.

IN WITNESS WHEREOF, Assignor has hereunto set its hand and seal as of this 20th day of JUNE, 2001.

PUDGIE'S FAMOUS CHICKEN, LLC



Jeffrey Bernstein, Member

State of New York :
: SS
County of ~~New York~~ :
T Nassau

Before me this 20th day of June, 2001, personally appeared to me Jeffrey Bernstein, known to be the person who is described in and who executed the above instrument, and acknowledged to me that he executed the same of his own free will for the purpose therein set forth.



NOTARY PUBLIC

(Affix Seal Here)

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Linda V. Hiers
Notary Public, State of New York
No. 01H15064875
Qualified in Queens County
Commission Expires August 26, 2002