

1-31-92

RE

01-15-2002

EET

U.S. Department of Commerce
Patent and Trademark Office

11/07/01



101946859

To the Honorable Commissioner of Patents and Trademarks, attached original documents or copy thereof

1. Name of conveying party(ies):

Captain D's, Inc.

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State of Delaware
☐ Other _____

Additional name(s) of conveying party(ies) attached? ☐ yes ☒ no

3. Nature of conveyance:

- ☒ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Other _____

Execution Date: October 26, 2001

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

Name: Captain D's Holdings, Inc.

Internal Address: _____

Street Address: 1727 Elm Hill PikeCity: Nashville State: TN Zip: 37210

- ☐ Individual(s) citizenship _____
☐ Association _____
☐ General Partnership _____
☐ Limited Partnership _____
☒ Corporation-State of Tennessee
☐ Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ yes ☐ no
 (Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? ☐ yes ☒ no

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

A. Trademark Application No.(s)

76/252,801

76/252,802

B. Trademark Registration No.(s)

1,029,628

1,029,629

1,130,154

1,341,166

1,492,731

1,649,084

1,654,602

1,661,241

1,792,057

1,792,066

1,828,688

2,223,344

1,151,309

Additional numbers attached? ☐ yes ☒ no

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

Name: Nicolette R. Hudson
 Internal Address: DINSMORE & SHOHL LLP
 Street Address: 1900 Chemed Center
255 East Fifth Street
 City: State: Zip: Cincinnati, Ohio 45202

6. Total number of applications and registrations involved: 13

7. Total fee (37 CFR 3.41): \$ 340.00
 Enclosed
 Authorized to be charged to deposit account
 Please charge any deficiencies or credit any
 overpayment to deposit account
 8. Deposit account number: 04-1133

(Attached 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.

Nicolette R. Hudson

Name of Person Signing

Nicolette R. Hudson

Signature

11/7/01

Date

Total number of pages including cover sheet: 6

CERTIFICATE OF EXPRESS MAIL

"Express Mail" mailing label number: EL872460992USDate of Deposit: November 7, 2001

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to Box Assignment; Assistant Commissioner for Patents and Trademarks; Washington, DC 20231.

Catherine L. Vigil

Catherine L. Vigil

01/14/2002 DBYRNE 00000609 76252801

01 FC:481
02 FC:48240.00 DP
300.00 DPTRADEMARK
REEL: 002424 FRAME: 0258

**ASSIGNMENT OF TRADEMARKS, SERVICE MARKS
AND ACCOMPANYING GOODWILL**

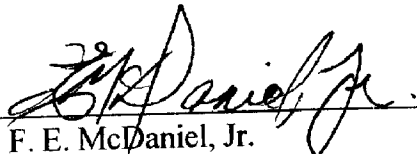
In consideration of the sum of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, **CAPTAIN D'S, INC.**, a Delaware corporation with its principal business address at 1727 Elm Hill Pike, Nashville, Tennessee 37210 (the "Assignor"), does hereby sell, assign, transfer and set over, absolutely, irrevocably and unconditionally, to **CAPTAIN D'S HOLDINGS, INC.**, a Tennessee corporation with its principal business address at 1727 Elm Hill Pike, Nashville, Tennessee 37210 (the "Assignee"), all of Assignor's worldwide right, title and interest in and to all trademarks and service marks associated with the Captain D's, Inc. restaurant system, registered or unregistered, including, without limitation, those registrations and pending applications identified in Schedule A attached hereto and incorporated herein by reference (collectively, the "Marks"), and all rights and registrations therein and thereof in any country or locality worldwide, together with the goodwill of the business in connection with which the Marks are used and which is symbolized by the Marks and the right to recover damages and profits for past, present or future infringements or unauthorized use thereof, with the right to sue for, and collect the same for its own use and enjoyment, and for the use and enjoyment of its successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this assignment and sale had not been made.

Assignor agrees to execute and deliver, at the request and expense of Assignee, any papers, instruments and assignments reasonably necessary to vest in Assignee all of Assignor's right, title and interest in and to the Marks and the registration therefor and/or to provide evidence reasonably required (to the extent such evidence is in the possession or control of Assignor) to support such assignment. **ASSIGNOR MAKES NO REPRESENTATIONS OR WARRANTIES, EXPRESS OR IMPLIED, WITH RESPECT TO THE ASSIGNED MARKS, INCLUDING, WITHOUT LIMITATION, THE CONDITION THEREOF OR THE FITNESS THEREOF FOR ANY PARTICULAR PURPOSE.**

Dated the 26th day of October, 2001.

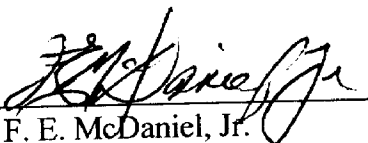
ASSIGNOR:

CAPTAIN D'S, INC.

By: 
F. E. McDaniel, Jr.
Vice President, Treasurer and Secretary

ASSIGNEE:

CAPTAIN D'S HOLDINGS, INC.

By: 
F. E. McDaniel, Jr.
President

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public of said County and State, personally appeared F. E. McDaniel, Jr., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Vice President, Treasurer and Secretary of Captain D's, Inc., the within named Assignor, a corporation, and that he, as such Vice President, Treasurer and Secretary, executed the foregoing instrument for the purposes therein contained, by signing on behalf of the corporation by himself as Vice President, Treasurer and Secretary.

Witness my hand and seal, at office in Nashville, Tennessee, this 25~~th~~ day of October, 2001.

Wanda H. Parsons
Notary Public

My Commission Expires: 5/29/05

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public of said County and State, personally appeared F. E. McDaniel, Jr., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be President of Captain D's Holdings, Inc., the within named Assignee, a corporation, and that he, as such President, executed the foregoing instrument for the purposes therein contained, by signing on behalf of the corporation by himself as President.

Witness my hand and seal, at office in Nashville, Tennessee, this 25~~th~~ day of October, 2001.

Wanda H. Parsons
Notary Public

My Commission Expires: 5/29/05

**SCHEDULE A
TO
ASSIGNMENT OF TRADEMARKS, SERVICE MARKS
AND ACCOMPANYING GOODWILL**

MARK	REGISTRATION DATE	REGISTRATION NUMBER	EXPIRATION DATE
UNITED STATES			
1. Miscellaneous Design	01/06/1976	1,029,628	01/06/2006
2. Captain D's	01/06/1976	1,029,629	01/06/2006
3. Miscellaneous Design	01/29/1980	1,130,154	01/29/2010
4. A Great Little Seafood Place	04/14/1981	1,151,309	04/14/2011
5. Lighten Up	06/11/1985	1,341,166	06/11/2005
6. Little Mate's Meal	06/14/1988	1,492,731	06/14/2008
7. Miscellaneous Design	06/25/1991	1,649,084	06/25/2011
8. The Great Little Seafood Place	08/20/1991	1,654,602	08/20/2011
9. Captain D's (and Design)	10/15/1991	1,661,241	10/15/2011
10. Real Seafood. Real Quick.	09/07/1993	1,792,057	09/07/2003
11. Captain's Class	09/07/1993	1,792,066	09/07/2003
12. The Great Little Seafood House	03/29/1994	1,828,688	03/29/2004
13. Miscellaneous Design	02/09/1999	2,223,344	02/09/2009

AUSTRALIA

1. Captain D's	01/02/1998	751,980	01/02/2008
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BAHAMAS

1. Captain D's	11/16/1992	15,541	11/16/2006
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MARK	REGISTRATION DATE	REGISTRATION NUMBER	EXPIRATION DATE
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CANADA

1.	Captain D's	11/03/1989	362,413	11/03/2004
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JAPAN

1.	Captain D's	01/29/1993	2,496,125	01/29/2013
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KOREA

1.	Captain D's	10/11/1990	12,424	10/11/2010
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MEXICO

1.	Captain D's	01/29/1996	515,468	12/07/2005
2.	Un Pequeno Gran Lugar En Mariscos	03/30/1994	455,873	01/07/2004
3.	Miscellaneous Design	05/02/1994	459,004	01/07/2004
4.	Captain D's	04/13/1994	456,992	11/29/2003

NEW ZEALAND

1.	Captain D's	01/14/1998	287,268	01/14/2005
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PUERTO RICO

1.	Captain D's	05/12/1989	7,418	01/06/2006
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TAIWAN

1.	Captain D's	04/16/1990	44,356	04/15/2010
2.	Captain D's	05/01/1990	482,787	04/30/2010

MARK	FILING DATE	SERIAL NUMBER	DATE OF FIRST USE
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PENDING USE-BASED UNITED STATES APPLICATIONS

1.	Captain D's Please	05/04/2001	76/252,801	06/23/1997
2.	D's Freeze	05/04/2001	76/252,802	07/20/2000

Other Trademarks and Service Marks

All common law trademarks, service marks, trade names, artwork, designs and logos that are part of the "Captain D's System" and used in connection with the operation of Captain D's restaurants.