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

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

Tab settings

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

1. Name of conveying party(ies):
 Sushi On, Inc. 1-18-02
 (an Arizona corporation)

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

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

2. Name and address of receiving party(ies)
 Name: McDermott Restaurants, Inc.
 Internal Address: Suite 130
 Street Address: 7373 E. Doubletree Ranch Rd.
 City: Scottsdale State: AZ Zip: 85258

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 10/26/00

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
2101303
2336656

Additional number(s) attached Yes No

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

Name: Roger H. Frommelt

Internal Address: Felhaber, Larson,
Fenlon & Vogt, P.A.
Suite 4200

Street Address: 225 S. Sixth Street

City: Minneapolis State: MN Zip: 55402

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

(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.

McDermott Restaurants, Inc.

Michael J. McDermott, by [Signature] December 11, 2001
 Name of Person Signing Signature Date
 President

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

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

01/24/2002 TDIAZ1 00000164 2101303
 01 FC:481 40.00 OP
 02 FC:482 25.00 OP

TRADEMARK
 REEL: 002430 FRAME: 0521

OCT 26 2000

ARTICLES OF AMENDMENT

OF

R. Janel Taylor
TERM _____
DATE 10/26/00

SUSHI ON, INC.

0792149-5

1. The name of the corporation is Sushi On, Inc.
2. Attached hereto as Exhibit A is the text of each amendment adopted.
3. The amendment does not provide for an exchange, reclassification or cancellation of issued shares.

 Exhibit A contains provisions for implementing the exchange, reclassification or cancellation of issued shares provided for therein.

 The amendment provides for exchange, reclassification or cancellation of issued shares. Such actions will be implemented as follows:

-
4. The amendment was adopted the 19TH day of September, 2000.
 5. The amendment was adopted by the incorporators, board of directors without shareholder action and shareholder action was not required.

 The amendment was approved by the shareholders. There is one voting group eligible to vote on the amendment. The designation of the voting group entitled to vote separately on the amendment, the number of votes in the voting group, the number of votes represented at the meeting at which the amendment was adopted, and the votes cast for and against the amendment were as follows:

The voting group, consisting of 7,565,000 outstanding shares of common stock, is entitled to 7,565,000 votes. There were 6,520,500 votes present at the meeting. The voting group cast 6,508,000 votes for and no votes against approval of the amendment. The number of votes cast for approval of the amendment was sufficient for approval by the voting group.

DATED as of this 19th day of September, 2000.

SUSHI ON, INC.

By:

Michael McDermott
Michael McDermott, President

ARTICLE I

NAME

The name of this Corporation is McDermott Restaurants, Inc. *CKA*

ARTICLE IX

INDEMNIFICATION AND LIMITATION OF LIABILITY

This Corporation shall indemnify each individual against all Liability and Expenses incurred in connection with any claim or Proceeding which arises because such individual was a Director of this Corporation, and shall advance to such individual the Expenses incurred as the result of such claim or proceeding, at all times to the fullest extent then permitted under the Arizona Business Corporation Act.

No director shall be personally liable to this Corporation or its shareholders for monetary damages for any action taken or any failure to take any action, except for liability for any of the following:

- (a) The amount of a financial benefit received by a director to which the director is not entitled;
- (b) An intentional infliction of harm on this Corporation or its shareholders;
- (c) Any liability which arises under Section 10-833 of the Arizona Business Corporation Act; or
- (d) An intentional violation of criminal law.

The terms "Liability" "Expenses", "Proceeding" and "Director" when initially capitalized and used in this Article IX shall have the meanings specified in Section 10-850 of the Arizona Business Corporation Act as of the date of effectiveness of this Article IX.

No repeal, amendment or modification of this Article IX, whether direct or indirect, shall eliminate or reduce its effect with respect to any act or omission of a director of this Corporation occurring prior to such repeal, amendment or modification.