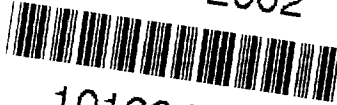


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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

EET U.S. DEPARTMENT OF COMMERCE Y 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) 2-11-02 2660 Gulf to Bay Boulevard, Inc. 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: Alex-Arl Florida Company Internal Address: Suite 300 Street Address: 901 Venetia Bay Blvd. City: Venice State: FL Zip: 34292 Individual(s) citizenship Association General Partnership District of Columbia Limited Partnership Corporation-State 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: November 1, 2001

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1,461,418 FEB 11 2002 Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: J. Michael Hartenstine, Esq. Internal Address: Williams, Parker, Harrison Dietz & Getzen Street Address: 200 South Orange Avenue City: Sarasota State: FL Zip: 34236

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41): \$ 40.00 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. J. Michael Hartenstine Name of Person Signing Signature Date 1/15/02

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

02/26/2002 TDIAZ1 00000216 1461418 01 FC:481 40.00 OP

TRADEMARK REEL: 002449 FRAME: 0950

ASSIGNMENT OF TRADEMARK

THIS ASSIGNMENT OF TRADEMARK (this "Assignment") is made this 1st day of November 2001, between **2660 GULF TO BAY BOULEVARD, INC.**, a Texas corporation ("Assignor"), and **ALEX-ARL FLORIDA COMPANY**, a District of Columbia general partnership ("Assignee").

RECITALS:

A. Assignor has adopted and used, and is using, the trademark "Key West" and formatives of "Key West" registered under the following registration numbers (the "Trademark"):

<u>Registration Number</u>	<u>Jurisdiction</u>	<u>Issue Date</u>
1,461,418	United States	10/31/87
46,765	Texas	10/08/86
350,122	Canada	01/20/86

B. Assignee desires to acquire the Trademark and the above-referenced registrations thereof.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all right, title, and interest in the above referenced Trademark, the tradename "Key West Grills," the goodwill of the business symbolized thereby, and the above-referenced registrations thereof.

Assignor represents and warrants to Assignee that Assignor has not assigned, transferred, sold, conveyed, licensed, or otherwise encumbered the Trademark or any interest therein to any party; that Assignor has lawful authority to assign the Trademark in the manner contemplated hereby without obtaining the consent or approval of any third party; and that the execution and delivery of this Assignment will not violate or constitute a breach of any agreement or restriction to which Assignor is a party or is subject.

Assignor further covenants with Assignee that Assignor shall execute and deliver all such additional documents and do all such other acts as may be reasonably requested by such parties to effect this Assignment.

IN WITNESS WHEREOF, Assignor has executed and delivered this Assignment as of the day and year first above written.

WITNESSES:

Marjorie E. Lemaster
Signature of Witness
Marjorie E. Lemaster
Print Name of Witness
William R. Wright
Signature of Witness
William R. Wright
Print Name of Witness

2660 GULF TO BAY BOULEVARD, INC.

By: Sam T. Wright
Name: SAM T. WRIGHT
As its: President

STATE OF Texas
COUNTY OF Dallas

The foregoing instrument was acknowledged before me this 1st day of November 2001 by Sam Talkington, as President of 2660 GULF TO BAY BOULEVARD, INC., a Texas corporation, on behalf of the corporation. The above-named person is personally known to me or has produced Tx DL# 02629749 as identification. If no type of identification is indicated, the above-named person is personally known to me.

(Notary Seal)

Marjorie E. Lemaster
Signature of Notary Public

Print Name of Notary Public: MARJORIE E. LEMASTER
Notary Public, State of Texas
My Commission Expires 11-30-2004

I am a Notary Public of the State of _____,
and my commission expires on _____.

PTC-455006.1