

03-25-2002



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

RECORDED

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): HAPPY JOE'S PIZZA AND ICE CREAM PARLOR, INC. 3.5.02 Individual(s) Association General Partnership Limited Partnership Corporation-State IOWA Other Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: HAPPY JOE'S FRANCHISING, INC. Internal Address: Street Address: 2705 HAPPY JOE DRIVE City: BETTENDORF State: IOWA Zip: Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State IOWA Other If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Execution Date:

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 75/832,687 B. Trademark Registration No.(s) 1,024,785 1,053,785 Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: JOHN E. CEPICAN Internal Address: HENDERSON & STURM LLP Street Address: 101 WEST SECOND STREET #204 City: DAVENPORT State: IOWA Zip: 52801

6. Total number of applications and registrations involved: 12 7. Total fee (37 CFR 3.41): \$ 480 Enclosed Authorized to be charged to deposit account 8. Deposit account number: 08-1650 (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. JOHN E. CEPICAN Name of Person Signing Signature Date 03/04/02 Total number of pages including cover sheet, attachments, and document: 5

03/25/2002 TDIAZ1 00000003 081650 01 FC:481 40.00 CH 02 FC:482 275.00 CH

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

TRADEMARK REEL: 002467 FRAME: 0580

**ADDITIONAL TRADEMARK REGISTRATION NUMBERS
TO BE RECORDED**

1,484,730
1,032,639
1,239,628
1,518,183
1,053,784
1,453,392
1,679,680
1,881,559
1,877,797

ASSIGNMENT

WHEREAS, Happy Joe's Pizza and Ice Cream Parlor, Inc., a corporation of Iowa, having a place of business at 2507 Happy Joe's Drive, Bettendorf, Iowa 52722, is the sole owner of the trademarks and trademark registrations and pending applications for registration therefor listed on Attachment "A" and all business goodwill associated therewith; and

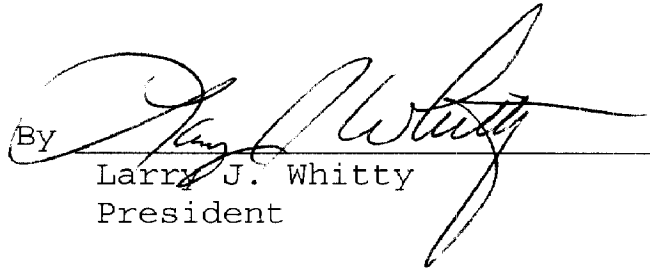
WHEREAS, Happy Joe's Franchising, Inc., a corporation of Iowa, having a place of business at 2507 Happy Joe's Drive, Bettendorf, Iowa 52722, desires to acquire all rights, title and interest in and to said trademarks and business goodwill;

NOW, THEREFORE, THIS ASSIGNMENT WITNESSETH: that for and in consideration of One dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, Happy Joe's Pizza and Ice Cream Parlor, Inc. does hereby sell, assign and set over unto Happy Joe's Franchising, Inc., the entire right, title and interest in and to the trademarks and trademark registrations and pending applications for registration therefor listed on Attachment "A", and the business goodwill associated therewith, together with any choses in action relating to said trademarks, claims for damages, profits and costs, both in equity

and law, for any infringement or infringements of said trademarks accruing on or before the date of this instrument, the same to be held and enjoyed by Happy Joe's Franchising, Inc. for its own use and benefit and for the use and benefit of its successors, assigns and legal representatives.

IN TESTIMONY WHEREOF, Happy Joe's Pizza and Ice Cream Parlor, Inc., hereunto sets its hand this 1st day of September, 2000.

HAPPY JOE'S PIZZA AND ICE CREAM
PARLOR, INC.


By 
Larry J. Whitty
President

STATE OF Iowa)
) SS.
COUNTY OF Scott)

On this 18 day of September, ~~1999~~, ²⁰⁰⁰, before me personally appeared Larry J. Whitty, to me personally known, who being by me duly sworn did say that he is president of Happy Joe's Pizza and Ice Cream Parlor, Inc.; that the seal affixed to said instrument is the seal of said corporation; and that said instrument was signed and sealed on behalf of said corporation by authority of its board of directors; and he acknowledged the execution of said instrument to be the voluntary act and deed of said corporation by it voluntarily executed.



My Commission expires
on 2/2/2002.

Notary Public 

ATTACHMENT "A"

MARK	U.S. REG. NUMBER	REG. DATE
HAPPY JOE'S	1,024,785	11-11-1975
HAPPY JOE'S	1,032,639	02-03-1976
"WHERE BIRTHDAYS ARE FUN"	1,053,784	11-30-1976
HAPPY JOE'S PIZZA & ICE CREAM PARLOR	1,053,785	11-30-1976
CHICAGO PRIME	1,239,628	05-24-1983
HAPPY JOE'S	1,453,392	08-18-1987
Design Service Mark	1,484,730	04-12-1988
SPICEY JOE'S	1,518,183	12-27-1988
T.R.Y.	1,679,680	03-17-1992
TORTIZZA	1,881,559	02-28-1995
MEAT WORKS	1,877,797	02-07-1995

	U.S. APPLICATION	FILED
HAPPY JOE'S I SCREAM PARLOR	75/832,687	10-27-1999