

09-10-2002



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

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

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

1. Name of conveying party(ies): New Carbon Company, Inc.

091302

- 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: WH Capital, LLC

Internal

Address:

Street Address: 5986 Financial Drive

City: Norcross State: GA Zip: 30091

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Georgia 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:

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1209163

Additional number(s) attached Yes No

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

Name: James D. Hall

Internal Address: Botkin & Hall

Suite 400

Street Address: 105 E. Jefferson Blvd.

City: South Bend State: IN Zip: 46601-1913

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:

DO NOT USE THIS SPACE

9. Signature.

James D. Hall

Name of Person Signing

Signature

27 Aug 02

Date

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

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TRADEMARK REEL: 002578 FRAME: 0181

EXHIBIT A

ASSIGNMENT

WHEREAS, New Carbon Company, Inc., a corporation of the state of Maryland, located in South Bend, Indiana, is the owner of all right, title and interest in the mark WAFFLE HOUSE OF AMERICA (the "Mark"), including United States Trademark Registration No. 1,209,163, registered on September 14, 1982 (the "Registration"); and

WHEREAS, WH Capital, LLC, a Limited Liability Company of the State of Georgia is desirous of acquiring the entire right, title and interest in and to the aforesaid Mark and Registration;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, New Carbon Company, Inc. has assigned and transferred and hereby assigns and transfers unto WH Capital, LLC, all right, title and interest in and to the Mark, including all good will associated with the trademark as well as the Registration, the same to be held and enjoyed by WH Capital, LLC, as fully and entirely as the same would have been held and enjoyed by New Carbon Company, Inc. had this assignment and transfer not been made. This transfer shall be effective on August 23, 2002.

New Carbon Company, Inc.

Dated: 8/19/02

Rick L. McKeel, President

By: Rick L. McKeel

Its: President

STATE OF INDIANA)
) SS:
COUNTY OF ST. JOSEPH)

Before me the undersigned, a Notary Public in and for St. Joseph County, State of Indiana, personally appeared Rick L. McKeel and who acknowledged his authority to execute the foregoing instrument this ~~19th~~ day of August, 2002.

Jill E. March
Jill E. March, Notary Public

My commission expires:

(Printed Signature)
Resident of Berrien County, State of Michigan

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JILL E. MARCH
Notary Public, Berrien County, MI
My Commission Expires: April 4, 2006