

12-19-2002



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

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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): 12-13-02 Pollo Operations, Inc. [ ] Individual(s) [ ] Association [ ] General Partnership [ ] Limited Partnership [x] Corporation-State - Florida [ ] Other Additional name(s) of conveying party(ies) attached? [ ] Yes [x] No

2. Name and address of receiving party(ies) Name: Carrols Corporation Internal Address: Street Address: 968 James Street City: Syracuse State: NY Zip: 13203 [ ] Individual(s) citizenship [ ] Association [ ] General Partnership [ ] Limited Partnership [x] Corporation-State - Delaware [ ] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [ ] Yes [x] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [ ] Yes [ ] No

3. Nature of conveyance: [x] Assignment [ ] Merger [ ] Security Agreement [ ] Change of Name [ ] Other Execution Date: 6/11/02

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 2579304 Additional number(s) attached [ ] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Friedman, Rosenwasser & Goldbaum Internal Address: 5355 Town Center Road, Suite 801 Street Address: Same City: Boca Raton State: FL Zip: 33486

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41): \$40.00 [x] Enclosed [ ] Authorized to be charged to deposit account 8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature. Nicholas Castaldo Signature: [Signature] Date: 12/2/02 Name of Person Signing Signature Date

12/18/2002 DBYRNE 01 FC:8521

00000090 2579304 Total number of pages including cover sheet, attachments, and document: 2

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

TRADEMARK REEL: 2635 FRAME: 0953

**ASSIGNMENT OF TRADEMARK**

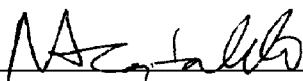
WHEREAS, Pollo Operations, Inc. ("Assignor"), a Florida corporation, with offices located at 7300 North Kendall Drive, 8th Floor, Miami, Florida 33156, has adopted, used, and is using a trademark TROPICILLER (the "Mark") which is registered with the U.S. Patent and Trademark Office and has been assigned the registration number 2,579,304; and.

WHEREAS, Carrols Corporation ("Assignee"), a Delaware corporation, with offices located at 968 James Street, Syracuse, New York 13203, is desirous of acquiring said Mark, together with the good will of the business symbolized thereby.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the Assignor does hereby assign to the Assignee all Assignor's right, title, and interest in and to the Mark and the good will of the business symbolized thereby.

Dated: as of June 11, 2002

Pollo Operations, Inc.

By:                     

Print Name: Nicholas Castaldo

Its: President