

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Piccadilly Cafeterias, Inc.		03/16/2004	CORPORATION: LOUISIANA

RECEIVING PARTY DATA	
Name:	Piccadilly Restaurants, LLC
Street Address:	3232 Sherwood Forest Boulevard
City:	Baton Rouge
State/Country:	LOUISIANA
Postal Code:	70816
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	1006514	MORRISON'S
Registration Number:	1383774	MORRISON'S CAFETERIA
Registration Number:	1471071	MORRISON'S FAMILY DINING
Registration Number:	1578246	PICCADILLY CAFETERIA
Registration Number:	2325868	50 FEET OF HOT, WHOLESOME, HOMESTYLE COOKIN'
Registration Number:	2334199	PICCADILLY EXPRESS
Registration Number:	2341958	WHO SAYS YOU CAN'T PLEASE EVERYBODY
Registration Number:	2346337	PICCADILLY CAFETERIA
Registration Number:	2351123	PICCADILLY
Registration Number:	2363824	PICCADILLY CAFETERIA
Registration Number:	2365850	PICCADILLY
Serial Number:	78310553	PICCADILLY TO-GO
Serial Number:	78310555	PICCADILLY TO-GO
Serial Number:	78323629	MORRISON'S TO-GO
Serial Number:	78323642	MORRISON'S FRESH COOKING TO-GO

OP \$465.00 1006514

Serial Number:	78330930	MORRISON'S FRESH COOKING TO-GO
Serial Number:	78331064	MORRISON'S FRESH COOKING
Serial Number:	78331067	MORRISON'S FRESH COOKING

**CORRESPONDENCE DATA**

Fax Number: (714)755-8290  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Email: rhonda.deleon@lw.com  
 Correspondent Name: Rhonda DeLeon  
 Address Line 1: 650 Town Center Drive, Suite 2000  
 Address Line 2: Latham & Watkins LLP  
 Address Line 4: Costa Mesa, CALIFORNIA 92626

ATTORNEY DOCKET NUMBER:	018688-0072
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NAME OF SUBMITTER:	Rhonda DeLeon
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Total Attachments: 6  
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## ASSIGNMENT OF INTELLECTUAL PROPERTY RIGHTS

THIS ASSIGNMENT OF INTELLECTUAL PROPERTY RIGHTS is made as of March 16, 2004 by PICCADILLY CAFETERIAS, INC., a Louisiana corporation and a debtor and debtor-in-possession pursuant to 11 U.S.C. §§ 1107 and 1108 ("Assignor"), to PICCADILLY RESTAURANTS, LLC, a Delaware limited liability company ("Assignee").

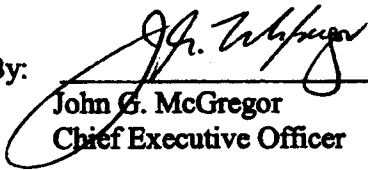
FOR GOOD AND VALUABLE CONSIDERATION, the receipt and adequacy of which are hereby acknowledged, Assignor hereby sells, assigns, sets over, delivers, and transfers to Assignee all of Assignor's right, title and interest in and to the Intellectual Property, including but not limited to the names "Piccadilly", "Piccadilly Cafeterias" and "Morrison's" and variations thereof (whether or not used in the ownership and operation of the Business) and the Intellectual Property described on Exhibit "A" attached hereto and made a part hereof (collectively, the "Assigned Intellectual Property"), the same to be held and enjoyed by Assignee for its own use and enjoyment, and for the use and enjoyment of its successors and assigns or other legal representatives, at common law and/or to the end of the term or terms for which registration of the Assigned Intellectual Property may be granted or renewed, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made.

The Assigned Intellectual Property is being conveyed pursuant to that certain Asset Purchase Agreement dated February 3, 2004, as amended, between Assignor and Piccadilly Investments, LLC, a Delaware limited liability company, as assigned to Assignee (as amended, the "Purchase Agreement"), and the Order Approving the Sale of Assets Free and Clear of All Liens, Claims, Interests and Encumbrances and the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases entered on February 13, 2004 in *In re: Piccadilly Cafeterias, Inc.*, Case No. 03-27976-BKC-RBR, in the United States Bankruptcy Court for the Southern District of Florida. Unless otherwise defined in this Assignment, all capitalized terms used herein shall have the meanings provided in the Purchase Agreement.

Assignor makes no representations or warranties, express or implied, with respect to the Assigned Intellectual Property, and hereby disclaims any warranty, express or implied, of merchantability or fitness for any particular purpose as to the Assigned Intellectual Property, and the Assigned Intellectual Property is assigned "AS IS," "WHERE IS" AND "WITH ALL FAULTS."

IN WITNESS WHEREOF, Seller has executed and delivered this Assignment of Intellectual Property Rights as of the date and year first above written.

**PICCADILLY CAFETERIAS, INC.**

By:   
John G. McGregor  
Chief Executive Officer



**SCHEDULE A**

**Description of Intellectual Property  
Owned by Piccadilly Cafeterias, Inc.**





**COPYRIGHTS**




None




**PATENTS**

None

**TRADEMARKS**

<b>Federal Trademark Registrations</b>	<b>Registration No.</b>	<b>Registration Date</b>
MORRISON'S	1,006,514	03/11/1975
	1,383,774	02/18/1986
	1,471,071	12/29/1987
PICCADILLY CAFETERIA	1,578,246	01/16/1990
50 FEET OF HOT, WHOLESOME, HOMESTYLE COOKIN'	2,325,868	03/07/2000
	2,334,199	03/28/2000
WHO SAYS YOU CAN'T PLEASE EVERYBODY	2,341,958	04/11/2000
	2,346,337	05/02/2000

Federal Trademark Registrations	Registration No.	Registration Date
	2,351,123	05/23/2000
	2,363,824	07/04/2000
	2,365,850	07/11/2000

Pending Trademark Applications	Application Serial No.	Filing Date
PICCADILLY TO-GO	78/310,553	10/07/2003
	78/310,555	10/07/2003
MORRISON'S TO-GO	78/323,629	11/05/2003
	78/323,642	11/05/2003
MORRISON'S FRESH COOKING TO-GO	78/330,930	11/20/2003
	78/331,064	11/20/2003
MORRISON'S FRESH COOKING	78/331,067	11/20/2003

<b>PICCADILLY</b>	Louisiana	LA3000031820	April 29, 1992

**INTERNET DOMAIN NAMES**

**www.piccadilly.com**

Created December 28, 1995

**INTELLECTUAL PROPERTY LICENSES**

None