

10-07-2003



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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

RE

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):

9.15.03

Xando, Incorporated

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 07/08/2003

2. Name and address of receiving party(ies)

Name: Cosi, inc.

Internal

Address:

Street Address: 242 West 36th Street, 12th Fl.

City: New York State: NY Zip: 10018

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2115281; 2221150; 2046670; 2300307; 2314123; 2340123

Additional number(s) attached Yes No

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

Name: Seth P. Markowitz, Esq.

Internal Address:

Street Address: Markowitz & Roshco, LLP 530 Fifth Avenue - 23rd Fl.

City: New York State: NY Zip: 10036

6. Total number of applications and registrations involved:

6

7. Total fee (37 CFR 3.41) \$ 165.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Seth P. Markowitz Name of Person Signing

Signature

September 15, 2003 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

TRADEMARK REEL: 002838 FRAME: 0713

ASSIGNMENT OF TRADEMARKS/SERVICE MARKS AND REGISTRATIONS

WHEREAS, Xando, Incorporated, a Connecticut Corporation located and doing business at 242 West 36th Street, 12th Floor, New York, New York 10018 (hereinafter referred to as the "Assignor") has adopted, used and is using in *interstate commerce* in the United States, and is the owner of all right, title and interest in and to the common-law trademarks and service marks and issued U. S. trademark registrations in the United States Patent and Trademark Office set forth and more particularly described on Schedule A (hereinafter, the "Marks");

WHEREAS, Cosi, Inc., a Delaware corporation, with offices at 242 West 36th Street, New York, New York 10018 (hereinafter called the "Assignee"), is desirous of acquiring any and all rights that Assignor may have in and to the said Marks, any common law rights therein, and the registrations and applications therefor and, together with the goodwill of the business in connection with which the said Marks are used and which is symbolized by said Marks, along with the right to recover for damages and profits for past and future infringements thereof;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the said Marks and the registrations and applications therefor for the United States and throughout the world, as set forth and more particularly described on Schedule "A" hereto, together with the goodwill of the business in connection with which the said Marks are used and which is symbolized by said Marks, along with the right to recover for damages and profits for past and future infringements thereof.

IN WITNESS WHEREOF, ASSIGNOR has caused this instrument to be executed as of the 8th day of July 2003.

ASSIGNORS:

XANDO, INCORPORATED

By: 

Name: Kenneth S. Betuker

Title: Chief Financial Officer

TRADEMARKS/SERVICE MARKS ASSIGNED

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
MOCHA KISS	2115281	November 25, 1997
TOTALLY TOASTED ALMOND MOCHA	2221150	February 2, 1999
XANDO (word and design)	2046670	March 18, 1997
SCREAMERS	2300307	December 14, 1999
GENERATION XO	2314123	February 1, 2000
XANDO (word)	2340123	April 11, 2000