

10-29-2003



To the Honorable Commissioner of Patent

102587136

and original documents or copy thereof.

1. Name of conveying party(ies):

Winners International Restaurants, Inc.
Winners International Company Operations, Inc.
Winners International Restaurants Franchise Services, Inc.

- Individual Association
General Partnership Limited Partnership
All three Delaware corporations
Other

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

2. Name and address of receiving party(ies):

Name: Lee's Famous Recipes, Inc.
Address: 25 Central Square
City Seaside State: Florida ZIP: 32459

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

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
(Designation 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: October 6, 2003

4(a) Trademark Application No.(s)

78/136,275 78/184,277

4(b) Trademark Registration No.(s):

1,311,285 974,710 1,013,285
1,690,361 1,933,845 1,941,552
1,345,232

Additional numbers attached? Yes No

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

Name: Peter G. Pappas, Esq.
Address: SUTHERLAND ASBILL & BRENNAN LLP
999 Peachtree Street, NE
Atlanta, Georgia 30309-3996

6. Total number of applications and registrations involved: 9

7. Total fee (37 CFR 3.41) enclosed: \$240.00

8. 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.

I certify that this correspondence is being deposited with the United States Postal Service as first class mail in an addressed Mail Stop Assignment Recordation Services, Director of the U.S. Patent and Trademark Office, P.O. Box 1450, Alexandria, VA 22313-1450, on the date given below.

ATTORNEY NAME: Peter G. Pappas

Attorney Docket No. 14051-0026

Signature of Peter G. Pappas

Total number of pages including cover sheet: 5

Date: October 24, 2003

Mail documents to be recorded with required cover sheet information to:

Mail Stop Assignment Recordation Services
Director of the U.S. Patent and Trademark Office
P.O. Box 1450, Alexandria, VA 22313-1450

Vertical stamp: 10/29/2003 MILLER 00000000 78136275 01 FD: 8521 02 FD: 8522

10-27-03

MEMORANDUM OF ASSIGNMENT

For good and valuable consideration, the receipt of which is hereby acknowledged, Winners International Restaurants, Inc., a Delaware corporation, Winners International Restaurants Company Operations, Inc., a Delaware corporation, and Winners International Restaurants Franchise Services, Inc., a Delaware corporation, each having an address at 5995 Barfield Road, NE, Atlanta, Georgia 30328 (collectively, "Assignors"), HEREBY GRANT AND ASSIGN TO Lee's Famous Recipes, Inc., a Florida corporation, having an address at 25 Central Square, Seaside, Florida 32459 ("Assignee"), all right, title and interest whatsoever, throughout the world in and to the registered marks and pending trademark applications identified in Schedule A hereto ("Assigned Marks"), to the full extent of the scope of use therein described, together with the goodwill of all business connected with the use of and symbolized by the Assigned Marks and the right to sue for all past, present and future infringements of the Assigned Marks, in perpetuity (or for the longest period of time otherwise permitted by law).

TO HAVE AND TO HOLD THE SAME, UNTO ASSIGNEE, ITS SUCCESSORS AND ASSIGNS, FOR THE FULL DURATION OF ALL SUCH RIGHTS, AND ANY RENEWALS OR EXTENSIONS THEREOF.

This Assignment is made pursuant to that certain Trademark Assignment Agreement between Assignor and Assignee dated as of October 6, 2003.

[Signatures begin on next page.]

IN WITNESS WHEREOF, Assignor has hereunto set its hand and seal as of this 6 day of October, 2003.

WINNERS INTERNATIONAL RESTAURANTS, INC.

By: [Signature]
Name: DANIEL T. COLLINS
Its: VICE PRESIDENT

Attest: [Signature]
Name: Robert S. Stallings
Its: V.P.-Assistant Secretary

State of Georgia)
)
County of Fulton)

Dan Collins

Before me this 3rd day of October, 2003, personally appeared Robert Stallings to me known to be a duly authorized SVP VP. Asst. Sec. of the corporation on whose behalf he executed the foregoing assignment instrument and acknowledged to me that he executed it as a free act on behalf of such corporation for the purpose therein expressed.

[Signature]
Notary Public
State of Georgia

My Commission Expires: July 9, 2004

[SEAL]

WINNERS INTERNATIONAL RESTAURANTS COMPANY OPERATIONS, INC.

By: [Signature]
Name: DANIEL T. COLLINS
Its: VICE PRESIDENT

Attest: [Signature]
Name: Robert S. Stallings
Its: V.P.-Assistant Secretary

State of Georgia)
)
County of Fulton)

Before me this 31st day of October, 2003, personally appeared ^{Dan Collins} ~~Robert Stallings~~ to me known to be a duly authorized ~~V.P. - Sec.~~ ^{V.P. Sec.} of the corporation on whose behalf he executed the foregoing assignment instrument and acknowledged to me that he executed it as a free act on behalf of such corporation for the purpose therein expressed.

Sandra McRae
Notary Public
State of Georgia

My Commission Expires July 9, 2004

[SEAL]

WINNERS INTERNATIONAL RESTAURANTS
FRANCHISE SERVICES, INC.

By: [Signature]
Name: DANIEL T. COLLINS
Its: VICE PRESIDENT

Attest: [Signature]
Name: Robert S. Stallings
Its: V.P. - Assistant Secretary

State of Georgia)
)
County of Fulton)

Before me this 31st day of October, 2003, personally appeared ^{Dan Collins} ~~Robert Stallings~~ to me known to be a duly authorized ~~V.P. - Sec.~~ ^{V.P. Sec.} of the corporation on whose behalf he executed the foregoing assignment instrument and acknowledged to me that he executed it as a free act on behalf of such corporation for the purpose therein expressed.

Sandra McRae
Notary Public
State of Georgia

My Commission Expires: July 9, 2004

[SEAL]

SCHEDULE A

ASSIGNED MARKS

Trademark	Registration or Serial Number	Date of Registration
LEE'S FAMOUS RECIPE	1,311,285	25-Dec-84
LEE'S FAMOUS RECIPE (Bahamas)	15,464	18-Sep-92
LEE'S FAMOUS RECIPE (Canada)	365,050	2-Feb-90
FAMOUS RECIPE	974,710	11-Dec-73
FAMOUS RECIPE	1,013,215	10-Jun-75
CRISPY PLUS (United States)	1,690,361	2-Jun-92
SO GOOD IT'S GOT TO BE LEE'S	1,933,845	7-Nov-95
GOLDEN HERB	1,941,590	12-Dec-95
Miscellaneous Design	1,345,232	25-Jun-85
CRISPY PLUS (Canada)	416077	27-Aug-93
LEE'S (Canada)	39100	29-Nov-91
LEESFAMOUSRECIPE.BIZ	D1763432-BIZ	19-Nov-01

Trademark	Application or Filing Number	Date of Application
FAST PAK	78/136,275	17-Jun-02
LEE'S FAMOUS JUMBO STRIPS	78/184,927	13-Nov-02