

106-03



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

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

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

1. Name of conveying party(ies):
Sylvia Woods Enterprises, LLC

- Individual(s)
- General Partnership
- Corporation-State
- Other Limited Liability Company - New York
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other 22
- Merger
- Change of Name

Execution Date: August / , 2001

2. Name and address of receiving party(ies)

Name: Sylvia Woods Food Company, LLC

Internal Address: _____

Address: _____

Street Address: 332 Lenox Avenue

City: New York State: NY Zip: 10027

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Limited Liability Company - New York

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

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) _____

See attached.

Additional number(s) attached Yes No

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

Name: Anna J. Kurian, Esq.

Internal Address: _____

Hogan & Hartson L.L.P.

Street Address: 555 Thirteenth Street, NW

City: Washington, DC State: DC Zip: 20004

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:

50-1349

DO NOT USE THIS SPACE

9. Signature.

Anna J. Kurian, Esq.

Name of Person Signing

Signature

October 6, 2003

Date

Total number of pages including cover sheet, attachments, and document: 4

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

10/14/2003 ECDOPER 00000134 501349 1871463

01 FC:8521 40.00 DA
02 FC:8522 125.00 DA

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TRADEMARK
REEL: 002869 FRAME: 0468

SCHEDULE 1
 (to the Trademarks Assignment
 between Sylvia Woods Enterprises, LLC and Sylvia Woods Company, LLC
 dated as of _____ August, 2001)

TRADEMARKS

COUNTRY	TRADEMARKS	APPLICATION	CLASSES	REGISTRATION DATE	REGISTRATION DATE
UNITED STATES	SYLVIA'S & Design	74/300,281 ✓	20	1,671,463	1/9/95
	QUEEN OF SOUL FOOD & Design	74/304,904 ✓	30	1,763,121	4/6/93
	MISCELLANEOUS DESIGN	74/300,282	29	11/15/14	3/16/93
	SYLVIA'S RESTAURANT QUEEN OF SOUL FOOD & Design	74/300,280	29	1,672,642	1/10/95
	SYLVIA'S SASSY DRESSING	74/309,431	29	1,763,075	4/6/93
	SYLVIA'S RESTAURANT & Design	74/420,559 ✓	29,30	1,856,861	10/4/94
FRANCE	SYLVIA'S & Design	93/463,526	29,30,32	93,463,526	4/9/93
	QUEEN OF SOUL FOOD & Design	93/463,527	29,30,32	93,463,527	4/9/93
GERMANY	SYLVIA'S RESTAURANT & Design	S57298/29w2	29,30,32	2,066,230	5/30/94
JAPAN	SYLVIA'S & Design	Hei-86642	30 NONE		8/23/93

TRADEMARK ASSIGNMENT, made as of this ____ day of August, 2001, by Sylvia Woods Enterprises, LLC, a New York limited liability company ("ASSIGNOR") to Sylvia Woods Food Company, LLC, a New York limited liability company ("ASSIGNEE").

WITNESSETH:

WHEREAS, Assignor desires to transfer and assign to Assignee, and Assignee desires to acquire, all of Assignor's right, title and interest in and to specific classes, namely international classes 29, 30 and 32, of those trademarks listed on Schedule 1 attached hereto, including but not limited to the mark registered with the U.S. Patent and Trademark office with the registration No.'s: 1,871,463; 1,763,121; 1,758,597; 1,872,642; 1,763,075; 1,856,861; 93,463,526; 93,463,527; 2,066,230, and Hei5-85642 (collectively, the "Food Product Trademarks"), and the goodwill associated with these Food Product Trademarks.

WHEREAS, Assignor specifically retains all right, title and interest in and to the Food Product Trademarks in classes other than those set forth herein and all other rights and interests not expressly transferred hereunder.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby transfers and assigns to Assignee, and Assignee hereby accepts the transfer and assignment of, all of Assignor's right, title and interest in and to the Food Product Trademarks, and all goodwill of the business symbolized thereby or connected therewith.

Notwithstanding the foregoing, the rights conveyed hereunder shall (i) be limited solely to use of the Food Product Trademarks in the designated international classes only in connection with the business of manufacturing and selling packaged food products in the soul foods category (the "Business") and (ii) not convey any right to use any domain names incorporating the Food Product Trademarks for any purpose other than for use in connection with the promotion and advertising of the Business.

IN WITNESS WHEREOF, Assignor and Assignee have caused their duly authorized representatives to execute this Trademark Assignment.

SYLVIA WOODS ENTERPRISES, LLC

SYLVIA WOODS FOOD COMPANY, LLC

By: [Signature]
Name: Sylvia Woods
Title: Member

By: [Signature]
Name: Cathy Greenhouse
Title: Manager

Mark	Registration No.	International Class
SYLVIA'S and Design	1,871,463	30
QUEEN OF SOUL FOOD (Stylized)	1,763,121	30
SYLVIA'S RESTAURANT QUEEN OF SOUL FOOD and Design	1,872,642	29
SYLVIA'S SASSY DRESSING	1,763,075	29
SYLVIA'S RESTAURANT and Design	1,856,861	29, 30
Design	1,758,597	29