

Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/2005)

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

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Kirby-Wren Associates, LC
6933 Arlington Blvd.
Falls Church, VA 22042

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

Citizenship (see guidelines) _____

Execution Date(s) DECEMBER 15, 2004

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: THIRTY-EIGHT STREET, INC.

Internal Address: 9305 W. SAMPLE ROAD

Street Address:

City: CORAL SPRINGS

State: FL

Country: U.S.A. Zip: 33065

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other _____

Citizenship _____
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!)

3. Nature of conveyance:

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

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

972,568 984,167
1,000,331 1,001,853

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

VALUE INNS OF AMERICA VALUE INNS OF AMERICA
VIA VIA VALUE INNS OF AMERICA & DESIGN

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

Name: Brinkley, McNamey, Morgan, Solomon & Tatum, LLP

Internal Address:

Street Address: 200 East Las Olas Blvd., 19th Floor

City: Fort Lauderdale

State: FL Zip: 33301

Phone Number: 954-522-2200

Fax Number: 954-522-9123

Email Address: kevin.crosby@brinkleymcnerney.com

6. Total number of applications and registrations involved 4

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 115

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information

a. Credit Card Last 4 Numbers _____

Expiration Date _____

b. Deposit Account Number 50-1111

Authorized User Name Kevin P. Crosby

9. Signature:

Signature

12/17/2004

Date

KEVIN P. CROSBY, REG. NO. 32,123

Name of Person Signing

Total number of pages including cover sheet, attachments, and documents: 3

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mall Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$115.00 501111 0972568

EXHIBIT A

Attorney Docket No. 8081-

**ASSIGNMENT OF SERVICE MARK AND
SERVICE MARK REGISTRATIONS**

REGISTRANT/ASSIGNOR: **KIRBY-WREN ASSOCIATES, LC**
Address: 6633 Arlington Blvd.
 Falls Church, VA 22042

ASSIGNEE: **THIRTY-EIGHT STREET, INC.**
Address: 9305 W. Sample Road
 Coral Springs, FL 33065

The Assignor is the owner of the marks ("Marks") listed in the attached Schedule A and is the owner of the United States service mark registrations ("Registrations") listed thereon, and the Assignee is desirous of acquiring the same. In consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor hereby assigns to the Assignee, including its successors, assigns, heirs and administrators, all of the Assignor's right, title and interest in and to the Marks and the Registrations therefor, and to any and all marks and registrations which may evolve therefrom including the right to sue for damages for all past infringements occurring prior to the execution date of this Assignment; and including all goodwill associated with the Marks transferred hereby;

The Assignor also assigns all of its right, title and interest in and to the Marks in all foreign countries, and all applications for registration of the Marks in foreign countries, and any registration(s) which may evolve or have evolved therefrom, including the right to claim International Convention priority; and

The Assignor agrees to execute any papers or perform any acts required to establish, vest or protect the Assignee's rights therein or which may be reasonably requested by Assignee to effectuate the purpose of this Assignment, without any additional payment therefor, but without any expense to Assignor.

Effective date of this document: 12/15/04

ASSIGNOR: **KIRBY - WREN ASSOCIATES, LC**
By: [Signature]
Name: ROBERT L. KIRBY
Title: MANAGER / MEMBER

STATE OF VIRGINIA)
COUNTY OF faifax)

The foregoing instrument was acknowledged and executed before me this 15 day of December, 2004, by Robert L Kirby of KIRBY - WREN ASSOCIATES, LC., on behalf of the partnership, who acknowledged that he executed the same as a free act and deed.

[Signature]
Notary Public

SCHEDULE A

FEDERAL SERVICE MARK REGISTRATION/APPLICATIONS

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
1) VALUE INNS OF AMERICA	972,568	November 6, 1973
2) VALUE INNS OF AMERICA	984,167	May 14, 1974
3) VIA	1,000,331	December 24, 1974
4) VIA VALUE INNS OF AMERICA & DESIGN	1,001,853	January 14, 1975

G:\WPFiles\clients\Thirty Eight Street, Inc\U.S. Assign-KW-38.doc