

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Moestogo Corporation		01/07/2005	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Madmoe Corporation		
Street Address:	83 Lawrence Road		
City:	Salem		
State/Country:	NEW HAMPSHIRE		
Postal Code:	03079		
Entity Type:	CORPORATION: NEW HAMPSHIRE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2131753	MOE'S ITALIAN SANDWICHES AN ORIGINAL SINCE 1959	
Registration Number:	2199137	MOESTOGO	
Registration Number:	2060963	"CATCH THE MOE-MENTUM"	
Registration Number:	2117158	MOE'S ITALIAN SANDWICHES	
CORRESPONDENCE DATA			
Fax Number:	(603)625-5650		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	mark.wright@mclane.com		
Correspondent Name:	Mark A. Wright		
Address Line 1:	900 Elm Street		
Address Line 4:	Manchester, NEW HAMPSHIRE 03101		
NAME OF SUBMITTER:	Mark A. Wright		
Signature:	/mark a wright/		
Date:	01/13/2005		

OP \$115.00 2131753

Total Attachments: 2
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ASSIGNMENT

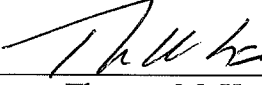
WHEREAS, MOESTOGO CORPORATION, a Delaware corporation, with an address of 1000 Market Street, Portsmouth, New Hampshire 03801 (hereinafter the "Assignor"), warrants that it is the sole and exclusive owner of the entire right, title, interest, and goodwill in the trademarks, service marks and trade names MOE'S, MOESTOGO, CATCH THE MOE-MENTUM, MOE'S ITALIAN SANDWICHES, and MOE'S ITALIAN SANDWICHES AN ORIGINAL SINCE 1959 (and Design) (the "Marks") and state and federal registrations for MOESTOGO, CATCH THE MOE-MENTUM, MOE'S ITALIAN SANDWICHES, and MOE'S ITALIAN SANDWICHES AN ORIGINAL SINCE 1959 (and Design), registered with the United States Patent and Trademark Office and such other states as identified in Schedule A attached hereto (the "Registrations"); and

WHEREAS, MADMOE CORPORATION, a New Hampshire corporation, with an address of 83 Lawrence Road, Salem, New Hampshire 03079 (hereinafter the "Assignee"), is desirous of acquiring all of the Assignor's right, title, interest in and to the Marks and Registrations, together with the goodwill of the business symbolized by the Marks and Registrations.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign unto Assignee, its successors and assigns, all right, title, and interest throughout the United States, its territories and all foreign countries in and to the Marks and Registrations identified in Schedule A hereto; together with the goodwill of the business symbolized by said Marks and Registrations, and all rights of action and recovery for past infringement thereof for the full term and all subsequent terms of any registration as fully and entirely as the same would have been held and enjoyed by the Assignor had this assignment not been made. This assignment is made free and clear of any liens and encumbrances.

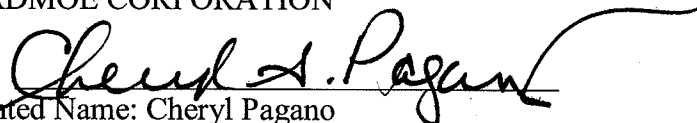
Assignor:

MOESTOGO CORPORATION

Dated: JAN 7, 2005 By: 
Name: Thomas M. Keane
Title: Vice President

Accepted and Agreed:

MADMOE CORPORATION

By: 
Printed Name: Cheryl Pagano
Title: President

Schedule A

To the Assignment dated January 7, 2005 between MOESTOGO CORPORATION, a Delaware corporation, with an address of 1000 Market Street, Portsmouth, New Hampshire 03802, and MADMOE CORPORATION, a New Hampshire corporation, with an address of 83 Lawrence Road, Salem, New Hampshire 03079:

Trademarks, Service Marks and Trade Names:

MOE'S
MOESTOGO
CATCH THE MOE-MENTUM
MOE'S ITALIAN SANDWICHES



Registrations:

<u>Mark</u>	<u>Reg No.</u>	<u>Date Registered</u>	<u>Jurisdiction</u>
MOESTOGO	2,199,137	10/27/1998	USPTO
CATCH THE MOE-MENTUM	2,060,963	5/13/1997	USPTO
MOE'S ITALIAN SANDWICHES	2,117,158	12/02/1997	USPTO
MOE'S ITALIAN SANDWICHES AN ORIGINAL SINCE 1959 (and Design)	2,131,753	1/27/1998	USPTO
MOE'S ITALIAN SANDWICHES	52343	2/26/1996	Massachusetts