

Form PTO-1594 (Rev. 03/05)
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):

America's Drive-In Corp.

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

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: America's Drive-In Corp.

Internal Address: Suite 565

Street Address: 7701 E. Kellogg

City: Wichita

State: Kansas

Country: U.S.A. Zip: 67207

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship Kansas
- 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 /Execution Date(s) :

Execution Date(s) November 13, 2003

- 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)
78/314,805

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

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

Mark: FRESH TASTES
Filing Date: October 16, 2003

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

Name: Joseph J. Ferretti, Crowe & Dunlevy, P.C.

Internal Address: Suite 1800

Street Address: 20 North Broadway

City: Oklahoma City

State: OK Zip: 73102-8273

Phone Number: (405) 235-7700

Fax Number: (405) 239-6651

Email Address: JPferretti@crowedunlevy.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$40.00

- 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 130110
Authorized User Name Phillip Free

9. Signature:

Signature

March 22, 2005

Date

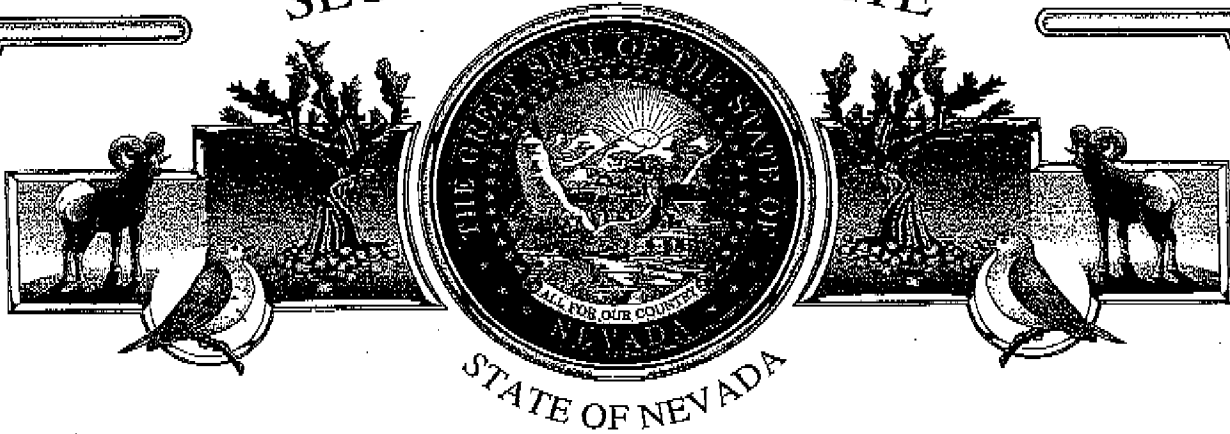
Joseph J. Ferretti
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 1

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

CH \$40.00 130110 78314805

SECRETARY OF STATE



I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited partnerships, limited-liability limited partnerships, limited-liability partnerships and business trusts, pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that there was filed in this office on November 13, 2003

ARTICLES OF MERGER
 merging
 AMERICA'S DRIVE-IN CORP.,
 (A NEVADA CORPORATION)
 into
 AMERICA'S DRIVE-IN CORP.,
 (A KANSAS CORPORATION)

IN WITNESS WHEREOF, I have here unto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on May 19, 2004.



Dean Heller

DEAN HELLER
 Secretary of State

By *[Signature]*
 Certification Clerk