

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):
LEYE, Inc.

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

Citizenship (see guidelines) _____
Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies) Yes
Additional names, addresses, or citizenship attached? No

Name: Lettuce Entertain You Enterprises, Inc.
Internal Address: _____
Street Address: 5419 North Sheridan Road
City: Chicago
State: Illinois
Country: USA Zip: 60640

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship Illinois
 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) 11/24/2004

Assignment Merger
 Security Agreement Change of Name
 Other See Attachment

4. Application number(s) or registration number(s) and identification or description of the Trademark.
A. Trademark Application No.(s)
78/517,048

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):

5. Name & address of party to whom correspondence concerning document should be mailed:
Name: Neal Gerber & Eisenberg LLP
Internal Address: Antony J. McShane
Street Address: 2 North LaSalle Street, Suite 2200
City: Chicago
State: Illinois Zip: 60602
Phone Number: 312-269-8000
Fax Number: 312-269-1747
Email Address: amcshane@ngelaw.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 502261
Authorized User Name Elizabeth Kostluk

9. Signature: Elizabeth Kostluk March 30, 2005
Signature Date

Elizabeth Kostluk Total number of pages including cover sheet, attachments, and document: 15
Name of Person Signing

Documents to be recorded (including cover sheet) should be faxed to (703) 306-6995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$165.00 502261 78517048

**ATTACHMENT TO
RECORDATION FIRM COVER SHEET
FOR
LETTUCE ENTERTAIN YOU ENTERPRISES, INC.
JANUARY 17, 2005**


3. Nature of Conveyance

Correct record to delete previously recorded Merger and Change of Name (rec/frame no. 003006/0236) with respect to Registration Nos. 2078299, 2145582, 1516825, 1566573 and 2331923 and to add Application No. 78/517,048.

TRADEMARK

REEL: 003079 FRAME: 0059

01/00/2005
700143472

RECORDATION FORM COVER SHEET TRADEMARKS ONLY		U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office
Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 8/30/2005) Tab settings $\Rightarrow \Rightarrow \Rightarrow$		
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.		
1. Name of conveying party(ies): Lettuce Entertain You Enterprises, Inc. LEYE, Inc. <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____ Additional name(s) of conveying party(ies) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	2. Name and address of receiving party(ies) Name: <u>Lettuce Entertain You Enterprises, Inc.</u> Internal Address: _____ Address: _____ Street Address: <u>5418 North Sheridan Road</u> City: <u>Chicago</u> State: <u>IL</u> Zip: <u>60640</u> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Illinois</u> <input type="checkbox"/> Other _____ <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small>	
3. Nature of conveyance: <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>11/24/2004</u>	4. Application number(s) or registration number(s): A. Trademark Application No.(s) _____ <u>See Attached Schedule A (2 Pages)</u> B. Trademark Registration No.(s) _____ Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Neal, Gerber and Eisenberg LLP</u> Internal Address: <u>Antony J. McShane</u> _____ Street Address: <u>2 North LaSalle Street</u> <u>Suite 2200</u> City: <u>Chicago</u> State: <u>IL</u> Zip: <u>60602</u>	6. Total number of applications and registrations involved: 57 7. Total fee (37 CFR 3.41)..... \$ <u>1440.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>502,261</u>	
DO NOT USE THIS SPACE		
9. Signature. <u>Antony J. McShane</u>  <u>1-6-05</u> Name of Person Signing Signature Date <small>Total number of pages including cover sheet, attachments, and document: </small>		

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

FORM S-1440 (05-02-2001) 78363-100

**CORRECTED SCHEDULE A TO
RECORDATION FORM COVER SHEET
FOR
LETTUCE ENTERTAIN YOU ENTERPRISES, INC.
JANUARY 17, 2005**

SCOOZI	1,473,651	01-19-88
SHANGHAI CIRCUS	78/455,145	07-22-04
SHAW'S CRAB HOUSE	1,738,799	12-08-92
SHAW'S CRAB HOUSE	1,410,978	09-23-86
SHAW'S OYSTER BAR	78/454,952	07-22-04
SHAW'S SEAFOOD GRILL	1,990,838	10-31-95
SHRIMP CARGOT	2,680,501	01-28-03
SKOOZI	1,696,198	06-23-92
STIR FRY AND STEAM SHOW	78/491,935	09-30-04
THE MAGIC PAN	78/202,006	01-10-03
THE MAGIC PAN CREPE STAND	78/202,032	01-10-03
THE MAGIC PAN CREPERIE	78/255,278	05-28-03
TUCCHETTI	1,668,932	12-17-91
TUCCI BENUCCH	1,561,568	10-17-89
TUCCI BENUCCH	1,568,921	11-28-89
WHERE SHRIMP IS KING	2,562,531	04-16-02
WILDFIRE	78/468,822	08-17-04
WILDFIRE	2,058,146	04-29-97
WOW BAO	78/248,940	05-13-03
WOW BAO HOT ASIAN BUNS	78/248,944	05-13-03

NGSDOCS: 016760.0701:1092773

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSON, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"LETTUCE ENTERTAIN YOU ENTERPRISES, INC.", A DELAWARE CORPORATION,

WITH AND INTO "LEVE, INC." UNDER THE NAME OF "LETTUCE ENTERTAIN YOU ENTERPRISES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF ILLINOIS, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF NOVEMBER, A.D. 2004, AT 3:01 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3886563 2100M

D40869311



Harriet Smith Windson

Harriet Smith Windson, Secretary of State

AUTHENTICATION: 3504027

DATE: 11-29-04

TRADEMARK

REEL: 003079 FRAME: 0062

Office of Delaware
Secretary of State
Division of Corporations
Delivered 03:49 PM 11/21/2004
ETWED 03:01 PM 11/24/2004
SER 000050311 - 0244167 2218

CERTIFICATE OF MERGER
OF
LETTUCE ENTERTAIN YOU ENTERPRISES, INC.
(a Delaware corporation)
INTO
LEYE, INC.
(an Illinois corporation)

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
LEYE, INC.	ILLINOIS
LETTUCE ENTERTAIN YOU ENTERPRISES, INC	DELAWARE

SECOND: That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of section 252 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is LEYE, INC., an Illinois corporation, which shall be changed to LETTUCE ENTERTAIN YOU ENTERPRISES, INC., an Illinois corporation, upon the effective date of the merger.

FOURTH: That the executed Agreement of Merger is on file at an office of the surviving corporation, the address of which is 5419 North Sheridan Road, Chicago, Illinois 60640

FIFTH: That a copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SIXTH: That LEYE, INC., an Illinois corporation, survives the merger and may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent Delaware corporation as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 252 of the General Corporation Law

**CORRECTED SCHEDULE A TO
RECORDATION FORM COVER SHEET
FOR
LETTUCE ENTERTAIN YOU ENTERPRISES, INC.
JANUARY 17, 2005**

Item	Amount	Date
ANTICO POSTO	2,424,134	01-23-01
BEN PAO	1,996,200	08-20-96
BLUE CRAB LOUNGE	1,398,181	06-17-86
BRASSERIE JO	1,959,366	02-27-96
CAFE BA-BA-REEBA	1,417,869	11-18-86
CHICAGO FLAT SAMMIES	2,291,062	11-09-99
EIFFEL TOWER	2,434,288	03-06-01
FOODSTOCK	78/464,160	08-09-04
FOREVERNEW	2,480,895	08-21-01
HOP LA	2,152,715	04-21-98
LETTUCE	1,872,173	01-14-92
LETTUCE ENTERTAIN YOU	1,603,142	06-19-90
LETTUCE ENTERTAIN YOU	1,555,073	09-05-89
LETTUCE ENTERTAIN YOU ENTERPRISES	1,090,459	05-02-78
LETTUCE PARTIES	1,758,977	03-16-93
LETTUCE QUICHE YOU	1,402,593	07-22-86
LETTUCE SOUPRISE YOU	1,685,646	05-05-92
MISCELLANEOUS DESIGN	78/492,070	09-30-04
MISCELLANEOUS DESIGN	1,509,640	10-18-88
MITY NICE GRILL	1,843,918	07-05-94
MON AMI CABI	2,301,787	12-21-99
NACIONAL 27	2,358,627	06-13-00
NAPA BOWL	78/451,228	07-15-04
OPEN ON EARTH	2,414,168	12-19-00
OSTERIA VIA STATO	78/317,048	11-15-04
PAPAGUS	1,765,387	04-13-93
PETTERINO'S	2,554,115	03-26-02
R J GRUNTS	1,590,988	04-10-90
R J GRUNTS	1,061,011	03-08-77
RED SHELL LOUNGE	2,605,678	08-06-02
ROYSTER WITH THE OYSTER	78/455,549	07-23-04
SACRED GROUNDS	1,834,999	05-03-94
SCOZI	1,596,522	05-15-90

TRADEMARK

REEL: 003079 FRAME: 0064

of Delaware, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is 5315 North Sheridan Road, Chicago, Illinois 60640, until the surviving corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose.

Dated this 23rd day of November, 2004.

LEVE, INC.

By


 JANIS TIBER, VICE
 PRESIDENT