

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/29/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Roma Foods, Inc.		12/28/2006	CORPORATION: OKLAHOMA

RECEIVING PARTY DATA

Name:	Roma Foods, Inc.
Street Address:	1220 S. Santa Fe Avenue
City:	Edmond
State/Country:	OKLAHOMA
Postal Code:	73003
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	1864052	PEPPERONI GRILL
Registration Number:	1870111	PEPPERONI GRILL
Registration Number:	1885416	PEPPERONI GRILL

CORRESPONDENCE DATA

Fax Number: (212)596-9090
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 212-596-9000
 Email: tmfilings@fishneave.com
 Correspondent Name: Ryan Colgan
 Address Line 1: 1211 Avenue of the Americas
 Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	8375-113
NAME OF SUBMITTER:	Ryan Colgan

CH \$90.00 1864052

Signature:

/Ryan Colgan/

Date:

02/12/2007

Total Attachments: 4

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State of Delaware
Secretary of State
Division of Corporations
Delivered 04:03 PM 12/28/2006
FILED 03:50 PM 12/28/2006
SRV 061196448 - 4274710 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

**ROMA FOODS, INC.,
an Oklahoma corporation**

WITH AND INTO

**ROMA FOODS, INC.,
a Delaware corporation**

Under Section 253 of the General Corporation Law of the State of Delaware, Roma Foods, Inc., a corporation organized and existing under the laws of the State of Oklahoma (the "Corporation"),

DOES HEREBY CERTIFY:

FIRST: That the Corporation was incorporated pursuant to the Oklahoma General Corporation Act (the "OGCA"), the provisions of which permit the merger of a subsidiary corporation organized and existing under the laws of said State into a parent corporation organized and existing under the laws of other states.

SECOND: That Roma Foods, Inc. ("Roma Delaware") was incorporated pursuant to the General Corporation Law of the State of Delaware (the "DGCL"), the provisions of which permit the merger of a subsidiary corporation organized and existing under the laws of said State into a parent corporation organized and existing under the laws of other states.

THIRD: That the Corporation owns at least ninety percent (90%) of the outstanding shares of the common stock, \$.01 par value per share ("Common Stock"), of Roma Delaware, and Roma Delaware has no other class of stock outstanding other than the Common Stock.

FOURTH: That the Board of Directors of the Corporation on December 28, 2006, by the resolutions attached hereto as Exhibit A, determined to merge, effective upon the time set forth in section Seventh of this Certificate of Ownership and Merger, the Corporation into Roma Delaware (the "Merger") with Roma Delaware as the surviving corporation of such Merger (the "Surviving Corporation").

FIFTH: The Merger has been adopted, approved, certified, executed and acknowledged by the Corporation in accordance with the laws of Oklahoma.

SIXTH: That from and after the effectiveness of the Merger and thereafter until amended as provided by law, the Certificate of Incorporation of the Roma Delaware on file with the Secretary of State of the State of Delaware shall be the Certificate of Incorporation of the

Surviving Corporation. The By-laws of Roma Delaware, as in effect as of the effective time of the Merger, shall be the By-laws of the Surviving Corporation.

SEVENTH: The Merger shall be effective at 11:00 a.m. EST on December 29, 2006.

[The remainder of this page is intentionally left blank.]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by an authorized person, this 28th day of December, 2006.

ROMA FOODS, INC. an Oklahoma corporation

By: 

Name: Bradley F. Glow

Title: CFO

Delaware

PAGE 1

The First State

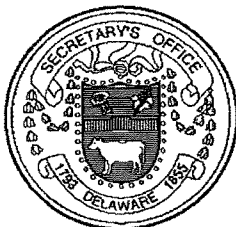
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"ROMA FOODS, INC.", AN OKLAHOMA CORPORATION,
WITH AND INTO "ROMA FOODS, INC." UNDER THE NAME OF "ROMA FOODS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2006, AT 3:50 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2006, AT 11 O'CLOCK A.M.

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

4274710 8100M
061196448



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5315889

DATE: 12-28-06

RECORDED: 02/12/2007

TRADEMARK
REEL: 003479 FRAME: 0700