

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/09/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
HCB Enterprises, Inc.		03/09/2007	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	Bibbentuckers, LLC
Street Address:	4925 Greenville Avenue
Internal Address:	Suite 200
City:	Dallas
State/Country:	TEXAS
Postal Code:	75206
Entity Type:	LIMITED LIABILITY COMPANY: TEXAS

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Registration Number:	2653391	B BIBBENTUCKERS
Registration Number:	2651211	BIBBENTUCKERS
Registration Number:	2653390	BIBBENTUCKERS EXPRESS
Registration Number:	2614252	B
Registration Number:	2653389	B BIBBENTUCKERS THE DRY CLEANER
Registration Number:	2661482	BIBBENTUCKERS THE DRY CLEANERS
Registration Number:	2561349	B
Registration Number:	2573012	B BIBBENTUCKERS THE DRY CLEANER
Registration Number:	2653285	B BIBBENTUCKERS THE DRY CLEANER
Registration Number:	2634031	QUALITY SERVICES TAILOR-MADE FOR YOU
Registration Number:	2648033	B BIBBENTUCKERS BBB
Registration Number:	2608689	BIBBENTUCKERS B THE DRY CLEANER

CH \$365.00 2653391

Registration Number:	2855466	BIBBENTUCKERS B THE DRY CLEANER
Registration Number:	2523160	BIBBENTUCKERS

CORRESPONDENCE DATA

Fax Number: (214)760-3003
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 214-760-3000
Email: CFilter@carrip.com
Correspondent Name: Gregory W. Carr
Address Line 1: 900 Jackson Street
Address Line 2: 670 Founders Square
Address Line 4: Dallas, TEXAS 75202

ATTORNEY DOCKET NUMBER:	BIBB
NAME OF SUBMITTER:	Gregory W. Carr
Signature:	/Gregory W. Carr/
Date:	05/10/2007

Total Attachments: 6
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Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Roger Williams
Secretary of State

Office of the Secretary of State

March 12, 2007

CT Corporation System
701 Brazos, Ste. 360
Austin, TX 78701 USA

RE:
Bibbentuckers, LLC (File Number: 800722080)

It has been our pleasure to approve and place on record the filing instrument effecting a merger. The appropriate evidence of filing is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division

Enclosure



Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

HCB ENTERPRISES INC.
Domestic For-Profit Corporation
[File Number: 137690100]

Into

Bibbentuckers, LLC [Prior Name : HCB Acquisition Company, LLC]
Domestic Limited Liability Company (LLC)
[File Number: 800722080]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 03/09/2007

Effective: 03/09/2007



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams
Secretary of State

FILED
In the Office of the
Secretary of State of Texas

MAR 09 2007

Corporations Section

CERTIFICATE OF MERGER

HCB ACQUISITION COMPANY, LLC
a Texas limited liability company

and

HCB ENTERPRISES INC
a Texas corporation

Pursuant to the provisions of Section 10.151 of the Texas Business Organization Code, as amended (the "**TBOC**"), and Article 5.04 of the Texas Business Corporation Act, as amended (the "**TBCA**"), HCB Acquisition Company, LLC, a Texas limited liability company ("**Acquisition**" or the "**Surviving Company**"), and HCB Enterprises Inc, a Texas corporation ("**HCB**"), hereby adopt the following Certificate of Merger for the purpose of merging HCB with and into Acquisition with Acquisition surviving the merger as the Surviving Company.

1. A Merger Agreement and Plan of Reorganization (the "**Merger Agreement**") containing the terms and conditions of the merger of HCB with and into Acquisition (the "**Merger**") has been duly authorized, approved, adopted, certified, executed, and acknowledged by each party thereto by all action required by the laws under which each such entity was formed, incorporated or organized and its constituent documents. Pursuant to the Merger Agreement, the Surviving Company will be responsible for the payment of all applicable filing fees and franchise taxes of HCB as required by law and will be obligated to pay such fees and franchise taxes if the same are not timely paid.

2. The following amendment to the Certificate of Formation of the Surviving Company is desired to be effected by the Merger:

ARTICLE I of the Certificate of Formation shall be amended to read:

"The Company is being formed as a limited liability company.
The name of the Company is 'Bibbentuckers, LLC'."

3. An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Company, located at 4809 Cole Avenue, Suite 200, Dallas, Texas 75205, and a copy of the Merger Agreement will be furnished by the Surviving Company, on written request and without cost, to any shareholder of HCB or member of Acquisition.

4. The Merger Agreement was authorized by all action required under the TBOC, the TBCA, and the governing documents of Acquisition and HCB, respectively. HCB has 8,425,358 shares of common stock issued and outstanding and 162,801 shares of Series A Convertible Preferred Stock issued and outstanding. The holders of HCB's Series A Convertible Preferred Stock vote together with the holders of HCB's common stock as a single class, and the holders of HCB's Series A Convertible Preferred Stock are entitled to 10 votes per share of such Series A Convertible Preferred Stock. 7,863,234 shares of HCB's common stock and 162,801

TRADEMARK

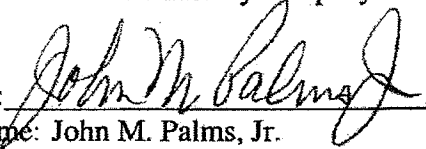
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(counting as 1,628,010) shares of HCB's Series A Convertible Preferred Stock voted in favor of the Merger Agreement, and 0 shares of HCB's common stock and 0 shares of HCB's Series A Convertible Preferred Stock voted against the Merger Agreement.

[Signatures on the Following Page]

IN WITNESS WHEREOF, the undersigned have caused these Articles of Merger to be executed on March 9, 2007

HCB ACQUISITION COMPANY, LLC,
a Texas limited liability company

By: 
Name: John M. Palms, Jr.
Title: President and CEO

HCB ENTERPRISES INC, a Texas corporation

By: _____
Name: _____
Title: _____

IN WITNESS WHEREOF, the undersigned have caused these Articles of Merger to be executed on March 9, 2007

HCB ACQUISITION COMPANY, LLC,
a Texas limited liability company

By: _____
Name: John M. Palms, Jr.
Title: President and CEO

HCB ENTERPRISES INC, a Texas
corporation

By: Jess Hays
Name: Jess Hays
Title: Chairman

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