

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
EFFECTIVE DATE:	11/14/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cara Restaurants GP Inc. (general partner of Cara Restaurants Limited Partnership)		11/14/2006	CORPORATION: CANADA

RECEIVING PARTY DATA

Name:	Dinecorp Hospitality Inc.
Street Address:	230 Bloor Street West
City:	Toronto, Ontario
State/Country:	CANADA
Postal Code:	M5S 1T8
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2552932	SECOND CUP COFFEE CO.

CORRESPONDENCE DATA

Fax Number: (703)610-6200
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 703-610-6100
 Email: boxip@hhlaw.com
 Correspondent Name: Valerie Brennan, Hogan & Hartson L.L.P.
 Address Line 1: 8300 Greensboro Drive, Suite 1100
 Address Line 2: Box Intellectual Property
 Address Line 4: McLean, VIRGINIA 22102

ATTORNEY DOCKET NUMBER:	82906.
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DOMESTIC REPRESENTATIVE

900077760

**TRADEMARK
 REEL: 003549 FRAME: 0266**

CH \$40.00 2552932

Name: Valerie Brennan, Hogan & Hartson L.L.P.
Address Line 1: 8300 Greensboro Drive, Suite 1100
Address Line 2: Box Intellectual Property
Address Line 4: McLean, VIRGINIA 22102

NAME OF SUBMITTER:	Valerie Brennan
Signature:	/vb/
Date:	05/25/2007

Total Attachments: 4
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ASSIGNMENT OF TRADE-MARKS

WHEREAS, **CARA RESTAURANTS GP INC.**, in its capacity as general partner of **CARA RESTAURANTS LIMITED PARTNERSHIP**, the full post office address of whose principal office or place of business is 6303 Airport Road, Mississauga, Ontario, Canada L4V 1R8 (the "Assignor"), is the owner of the trade-marks applied for or registered under the numbers, on the dates and in the jurisdictions indicated in the schedule annexed hereto (the "Trade-marks");

AND WHEREAS, **DINECORP HOSPITALITY INC.**, the full post office address of whose principal office or place of business is 230 Bloor Street West, Toronto, Ontario, Canada M5S 1T8 (the "Assignee"), is desirous of acquiring from the Assignor the whole right, title and interest in and to the Trade-marks together with the goodwill of the business carried on outside of Canada in association with the Trade-marks;

WHEREAS the Assignor, Cara Operations Limited and the Assignee entered into an Acquisition Agreement dated June 13, 2006 for the sale of certain assets, including the Trade-marks, to the Assignee from the Assignor;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by the parties hereto, the Assignor confirms that the Assignor has sold, assigned and transferred and by these presents does sell, assign and transfer unto the Assignee, its successors and assigns, all of the Assignor's right, title and interest in and to the Trade-marks and the goodwill of the business carried on outside of Canada in association with the Trade-marks, together with all right of action resulting from any adverse use of the Trade-marks or any confusingly similar trade-marks and the right to claim such relief as is appropriate, the same to be held by the Assignee, its successors and assigns as fully and effectually as they would have been held by the Assignor had this sale, assignment and transfer not been made.

The parties shall, with reasonable diligence, do all such things and provide all such reasonable assurances as may be required to consummate this assignment, and each party shall provide such further documents or instruments required by the other party as may be reasonably necessary or desirable to effect the assignment.

EXECUTED at Toronto, Ontario as of the 14th day of November, 2006.

**CARA RESTAURANTS GP INC., in its capacity
as general partner of CARA RESTAURANTS
LIMITED PARTNERSHIP**

By: _____


MICHAEL P. FORSAYETH
~~Senior~~ Vice President
& Chief Financial Officer


EXECUTED at Toronto, Ontario as of the 14th day of November, 2006.

DINECORP HOSPITALITY INC.

By: _____

Name:

Title:

Country	Trade-Mark	App No./ Reg No.	Wares/ Services	Filing date	Registration date	Renewal date	Current Status
70. United States	SECOND CUP COFFEE CO. & Design 	75/380829 2552932	Wares: accessories related to the preparation and serving of beverages, namely, non-electric coffee and teapots not of precious metals, mugs, cups and saucers Services: retail store services specializing in the sale of coffee, tea and cocoa for consumption on or off the premises and in bulk, bakery goods, and accessories for use in the preparation and brewing of beverages, namely, coffee and tea pots, coffee brewing equipment, mugs, cups and saucers.	11/17/1997	03/26/2002	03/26/2012	Registered

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Cassels Brock & Blackwell LLP
Legal#2011297.1

NOTARIAL CERTIFICATE

I, Kelly F. Griffin, a notary public in and for the Province of Ontario, duly appointed, commissioned and sworn, residing in the City of Oakville, and practicing at Fraser Milner Casgrain LLP, 1 First Canadian Place, 39th Floor, Toronto, Ontario, M5X 1B2, CERTIFY that I was personally present on the 15th day of May, 2007, and did see Michael P. Forsayeth, the person named in the paper annexed, duly executed, signed, seal and deliver the paper as his or her act and deed, for the purposes mentioned in it, and that the signature is of the proper handwriting of Michael P. Forsayeth named in it, and that Michael P. Forsayeth presented me with proper identification, which has been inspected by me.

IN TESTIMONY OF WHICH I have subscribed my name and affixed my notarial seal at Toronto, Ontario this 15th day of May, 2007

Kelly F. Griffin 
_____, A Notary Public in and for the
Province of Ontario