

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Carpediem Management Company		12/14/2007	CORPORATION: OHIO
RECEIVING PARTY DATA			
Name:	Ohio Valley Fresh Foods, Inc.		
Street Address:	Two Miranova Place		
Internal Address:	Suite 220		
City:	Columbus		
State/Country:	OHIO		
Postal Code:	43215		
Entity Type:	CORPORATION: OHIO		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	3025629	BBC	
Registration Number:	2998741		
Registration Number:	2977762	RAX	
Registration Number:	1084396	RAX	
Registration Number:	2761408	RAX FRESH 'N GOOD	
CORRESPONDENCE DATA			
Fax Number:	(614)221-9090		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	614-221-2220		
Email:	trocco@cmhlegal.com		
Correspondent Name:	Thomas J. Rocco		
Address Line 1:	Two Miranova Place		
Address Line 2:	Suite 220		
Address Line 4:	Columbus, OHIO 43215		

OP \$140.00 3025629

NAME OF SUBMITTER:	Thomas J. Rocco
Signature:	/tjr/
Date:	01/03/2008

Total Attachments: 12

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TRADEMARK ASSIGNMENT

This Assignment ("Assignment") is made effective as of December 14, 2007, from Carpediem Management Company ("ASSIGNOR"), to Ohio Valley Fresh Food, Inc. ("ASSIGNEE").

WHEREAS, ASSIGNOR is the owner of the trademarks (the Marks") and other intellectual property ("the Property") as described in Exhibit A, attached hereto and incorporated by reference herein, together with the goodwill of the business symbolized thereby in connection with the goods on which the Marks are used ("the Products").

WHEREAS, ASSIGNOR desires to convey, transfer, assign, deliver, and contribute to ASSIGNEE all of its right, title, and interest in and to the Marks and the Property.

NOW, THEREFORE, in consideration of the payment of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby conveys, transfers, assigns, delivers, and contributes to ASSIGNEE all of ASSIGNOR'S right, title, and interest of whatever kind in and to the Marks and the Property, together with (1) the goodwill of the business relating to the Products in respect upon which the Marks are used and for which they are registered: (2) all income, royalties, and damages hereafter due or payable to ASSIGNOR with respect to the Marks, including without limitation, damages, and payments for past or future infringements and misappropriations of the Marks: and (3) all rights to sue for past, present and future infringements or misappropriations of the Marks.

ASSIGNOR further covenants that it will execute all documents, papers, forms and authorizations and take all other actions that may be necessary for securing, completing, or vesting in ASSIGNEE full right, title, and interest in the Marks and the Property.

[SIGNATURES CONTAINED ON NEXT PAGE]

IN WITNESS WHEREOF, ASSIGNOR has duly executed under seal and delivered this Assignment, as of the day and year first above written.

CARPEDIEM MANAGEMENT COMPANY

By: [Signature]
Its: PRESIDENT

ACKNOWLEDGEMENT

State Of Ohio)
)
County of Franklin)

On December 14, 2008, before me, Tom Rocco, Notary Public, personally appeared Stan Santoro, the President of Carpediem Management Company, who proved to me on the basis of satisfactory evidence to be the person(s) whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

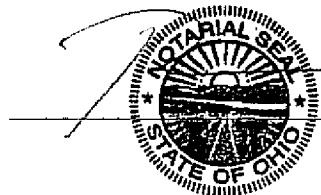
 **THOMAS J. ROCCO**
Attorney At Law
Notary Public, State of Ohio
My commission has no expiration date
Sec. 147.03 R.C.

EXHIBIT A

TRADEMARKS ASSIGNED

1. Trademark Registration No.: 3,025,629 for BBC. See Registration Sheet attached hereto.
2. Trademark Registration No.: 2,998,741 for the mark indicated on the attached.
3. Trademark Registration No.: 2,977,762 for the mark indicated on the attached.
4. Trademark Registration No.: 1,084,396 for the mark indicated on the attached.
5. Trademark Registration No.: 2,761,408 for the mark indicated on the attached.

Int. Cl.: 30

Prior U.S. Cl.: 46

United States Patent and Trademark Office

Reg. No. 3,025,629

Registered Dec. 13, 2005

TRADEMARK
PRINCIPAL REGISTER

BBC

CARPEDIEM MANAGEMENT COMPANY (OHIO
CORPORATION), DBA RAX
P.O. BOX 422
NEW ALBANY, OH 43054

FOR: BEEF, BACON AND CHEESE SANDWICH
FOR CONSUMPTION ON OR OFF THE PREMISES,
IN CLASS 30 (U.S. CL. 46).

FIRST USE 3-3-1980; IN COMMERCE 3-3-1980.

THE MARK CONSISTS OF STANDARD CHAR-
ACTERS WITHOUT CLAIM TO ANY PARTICULAR
FONT, STYLE, SIZE, OR COLOR.

SEC. 2(F).

SER. NO. 76-599,103, FILED 6-24-2004.

LA TONIA FISHER, EXAMINING ATTORNEY

Int. Cl.: 43

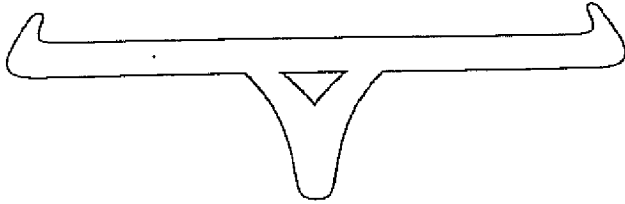
Prior U.S. Cls.: 100 and 101

Reg. No. 2,998,741

United States Patent and Trademark Office

Registered Sep. 20, 2005

SERVICE MARK
PRINCIPAL REGISTER



CARPEDIEM MANAGEMENT COMPANY (OHIO
CORPORATION)
P.O. BOX 422
NEW ALBANY, OH 43054

FIRST USE 4-23-2005; IN COMMERCE 4-23-2005.

SN 76-553,187, FILED 9-30-2003.

FOR: RESTAURANT SERVICES, IN CLASS 43
(U.S. CLS. 100 AND 101).

KAREN K. BUSH, EXAMINING ATTORNEY



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Word Mark RAX
Goods and Services IC 043. US 100 101. G & S: RESTAURANT SERVICES. FIRST USE: 20050425. FIRST USE IN COMMERCE: 20050425
Mark Drawing Code (3) DESIGN PLUS WORDS, LETTERS, AND/OR NUMBERS
Design Search Code 03.13.03 - Horns (of animal) along (not part of heads), antlers
 27.01.04 - Letters forming objects; Numbers forming objects; Objects composed of letters or numerals; Punctuation forming objects
Serial Number 76553188
Filing Date September 30, 2003
Current Filing Basis 1A
Original Filing Basis 1B
Published for Opposition August 3, 2004
Registration Number 2977762
Registration Date July 26, 2005
Owner (REGISTRANT) Carpediem Management Company CORPORATION OHIO P.O. Box 422 New Albany OHIO 43054
Attorney of Record Susan D. Rector; Aimee A. Zaleski
Prior Registrations 1084396;2761408
Type of Mark SERVICE MARK
Register PRINCIPAL
Live/Dead Indicator LIVE



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Word Mark	RAX
Goods and Services	IC 042. US 100. G & S: RESTAURANT SERVICES. FIRST USE: 19770401. FIRST USE IN COMMERCE: 19770401
Mark Drawing Code	(5) WORDS, LETTERS, AND/OR NUMBERS IN STYLIZED FORM
Serial Number	73132343
Filing Date	June 30, 1977
Current Filing Basis	1A
Original Filing Basis	1A
Change In Registration	CHANGE IN REGISTRATION HAS OCCURRED
Registration Number	1084396
Registration Date	January 31, 1978
Owner	(REGISTRANT) Foodplex, Inc. CORPORATION DELAWARE 1169 DUBLIN ROAD Columbus OHIO 43216 (LAST LISTED OWNER) Rax Resturants, Inc. CORPORATION BY CHANGE OF NAME, BY ASSIGNMENT OHIO 60 East Broad Street Colombus OHIO 43085
Assignment Recorded	ASSIGNMENT RECORDED

Attorney of Record Susan D. Rector; Aimee A. Zaleski
Type of Mark SERVICE MARK
Register PRINCIPAL
Affidavit Text SECT 15. SECT 8 (6-YR).
Renewal 1ST RENEWAL 19991223
Live/Dead Indicator LIVE

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Assignments on the Web > Trademark Query

Trademark Assignment Abstract of Title

Total Assignments: 4

Serial #: 73132343 Filing Dt: 06/30/1977 Reg #: 1084396 Reg. Dt: 01/31/1978

Registrant: Foodplex, Inc.

Mark: RAX

Assignment: 1

Reel/Frame: 0348/0745 Received: Recorded: 05/22/1979 Pages: 2

Conveyance: ASSIGNS AS OF JAN. 15, 1978 THE ENTIRE INTEREST AND THE GOOD WILL.

Assignor: FOODPLEX, INC.

Exec Dt: 05/10/1979

Entity Type: CORPORATION

Citizenship: DELAWARE

Entity Type: CORPORATION

Citizenship: OHIO

Assignee: RAX SYSTEMS, INC.

1169 DUBLIN ROAD
COLUMBUS, OHIO 43216

Correspondent: BERMAN, AISENBERG & PLATT
1730 RHODE ISLAND AVENUE, N.W.
WASHINGTON, DC 20036

Assignment: 2

Reel/Frame: 0449/0905 Received: Recorded: 09/13/1983 Pages: 2

Conveyance: CERTIFICATE BY THE SECRETARY OF STATE OF OHIO SHOWING CHANGE OF NAME ON OCT. 27, 1977

Assignor: RAY SYSTEMS, INC.

Exec Dt: 05/10/1983

Entity Type: UNKNOWN

Citizenship: NONE

Entity Type: UNKNOWN

Citizenship: NONE

Assignee: RAX RESTAURANTS, INC.

Correspondent: BERMAN, AISENBERG & PLATT
1730 RHODE ISLAND AVE. N.W.
WASHINGTON, DC 20036-3186

Assignment: 3

Reel/Frame: 1077/0254 Received: Recorded: 12/08/1993 Pages: 9

Conveyance: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

Assignor: RAX RESTAURANTS, INC.

Exec Dt: 10/21/1993

Entity Type: CORPORATION

Citizenship: OHIO

Entity Type: CORPORATION

Citizenship: NEW YORK

Assignee: CITICORP VENTURE CAPITAL, LJD.

14TH FLOOR
399 PARK AVENUE
NEW YORK, NEW YORK 10043

Correspondent: KIRKLAND & ELLIS
SHARON E. KOHN
200 EAST RANDOLPH DRIVE
CHICAGO, ILLINOIS 60601

Assignment: 4

Reel/Frame: 2446/0512 Received: 02/20/2002 Recorded: 01/29/2002 Pages: 3

Conveyance: ASSIGNS THE ENTIRE INTEREST

Assignor: CITICORP VENTURE CAPITAL, LTD.,

Exec Dt: 01/11/2002

Entity Type: CORPORATION

Citizenship: NEW YORK

Assignee: CARPEDIEM MANAGEMENT COMPANY

5017 PINE CREEK DRIVE
WESTERVILLE, OHIO 43081

Entity Type: CORPORATION

Citizenship: OHIO

Correspondent: SCHOTTENSTEIN ZOX & DUNN

SHARON K. FERGUSON
41 SOUTH HIGH STREET
COLUMBUS, OHIO 43215

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Web interface last modified: April 20, 2007 v.2.0.1

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Word Mark RAX FRESH 'N GOOD
Goods and Services IC 043. US 100 101. G & S: RESTAURANT SERVICES. FIRST USE: 19960201. FIRST USE IN COMMERCE: 19960201
Mark Drawing Code (3) DESIGN PLUS WORDS, LETTERS, AND/OR NUMBERS
Design Search Code 02.01.20 - Bakers (men); Butchers (men); Chefs (men); Men, butchers, chefs, and bakers
 02.01.31 - Men, stylized, including men depicted in caricature form
 02.01.33 - Grotesque men formed by letters, numbers, punctuation or geometric shapes;
 Stick figures
 09.05.06 - Chef's Hat
 24.09.07 - Advertising, banners; Banners
 26.13.25 - Quadrilaterals with one or more curved sides
Serial Number 76455355
Filing Date September 23, 2002
Current Filing Basis 1A
Original Filing Basis 1A
Published for Opposition June 17, 2003
Registration Number 2761408
Registration Date September 9, 2003
Owner (REGISTRANT) Carpediem Management Company 43081 CORPORATION OHIO P.O. Box 422 New Albany OHIO 43054
Attorney of Record Susan D. Rector, Aimee A. Zaleski
Prior Registrations 1084396

Disclaimer NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "FRESH" APART FROM THE MARK AS SHOWN
Description of Mark The lining shown in the drawing is a feature of the mark.
Type of Mark SERVICE MARK
Register PRINCIPAL
Live/Dead Indicator LIVE

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