

Form PTO-1594 (Rev. 08/08)
 OMB Collection 0651-0027 (exp. 9/30/2008)

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):

Taco Via Franchise Systems, Inc.

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

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) 9-11-2008

- Assignment Merger
 Security Agreement Change of Name
 Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Taco Via, Inc.

Internal

Address: _____

Street Address: Post Office Box 6916

City: Lee's Summit

State: Missouri

Country: USA Zip: 64064

- Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship Kansas
 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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2621180; 2642631

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

TACO VIA and Design
TACO VIA and Design

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Lawrence A. Swain

Internal Address: _____

Street Address: 9225 Indian Creek Parkway, Suite 1100

City: Overland Park

State: Kansas Zip: 66210

Phone Number: 913-451-3355

Fax Number: 913-451-3361

Email Address: lswain@stklaw.com

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$65.00

- Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

Deposit Account Number 12-1660

Authorized User Name Stuart Thomson & Kilroy, PC

9. Signature:



Signature

9-15-08
Date

Lawrence A. Swain

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

2

Documents to be recorded (Including cover sheet) should be faxed to (571) 273-0140, or mailed to:
 Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$65.00 121660 2621180

ASSIGNMENT OF TRADEMARKS

WHEREAS, Taco Via Franchise Systems, Inc., a Missouri corporation, United States of America, of 8415 Jacomo Drive, Lee's Summit, Missouri 64064 (the "Assignor"), has adopted, used, is using and owns the following trademarks (the "Marks"), which are now registered in the United States Patent and Trademark Office:

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>DATE OF REGISTRATION</u>
TACO VIA and Design	2,621,180	September 17, 2002
TACO VIA and Design	2,642,631	October 29, 2002

WHEREAS, Taco Via, Inc., a Kansas corporation, United States of America, of Post Office Box 6916, Lee's Summit, Missouri 64064 (the "Assignee"), is desirous of acquiring the Marks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns unto Assignee all of its right, title and interest in the United States in and to the Marks together with the goodwill of the business symbolized by the Marks, and the registrations thereof, including all common law rights and all claims for damages by reason of past infringement of said marks with the right to sue and collect therefor.

FURTHERMORE, Assignee hereby appoints Shughart Thomson & Kilroy, P.C., 120 West 12th Street, Suite 1800, Kansas City, Missouri 64105, telephone (816) 421 3355, which has associated with it Lawrence A. Swain, Richard P. Sitt, Marcia J. Rodgers and Robert J. Payne who are members of the bar of the State of Missouri and/or Kansas, to prosecute the assignment, with full power of substitution and revocation, to transact all business in the Patent and Trademark Office in connection therewith.

Taco Via Franchise Systems, Inc.

Taco Via, Inc.

By Deanna Kaiser
Deanna Kaiser, Secretary

By Deanna Kaiser
Deanna Kaiser, Secretary

Date 9/11/08

Date 9/11/08