

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
Stevi B's Pizza Enterprises, Inc.		01/31/2008	CORPORATION: GEORGIA
RECEIVING PARTY DATA			
Name:	ACG Pizza Partners, LLC		
Street Address:	3060 Peachtree Road NW, Suite 1560		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30305		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2211490	STEVI B'S PIZZA	
CORRESPONDENCE DATA			
Fax Number: (404)572-5100			
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone: (404)572-4600			
Email: trademarks@kslaw.com, tlundin@kslaw.com, vbantug@kslaw.com, setelman@kslaw.com			
Correspondent Name: King & Spalding LLP			
Address Line 1: 1180 Peachtree Street			
Address Line 4: Atlanta, GEORGIA 30309			
NAME OF SUBMITTER:	Thomas C. Lundin, Jr.		
Signature:	/Thomas C. Lundin, Jr./		
Date:	12/22/2008		

OP \$40.00 2211490

Total Attachments: 17

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ASSIGNMENT OF INTELLECTUAL PROPERTY

This ASSIGNMENT OF INTELLECTUAL PROPERTY (this "Assignment") is made as of January 31, 2008, by and among Stevi B's Pizza Enterprises, Inc., a Georgia corporation, RCS Restaurant Service, Inc., a Georgia corporation, B's, Inc., a Georgia corporation, WR Food Services, Inc., a Georgia corporation, Stevi B's Properties, Inc., a Georgia corporation, Stevi B's Properties #2, Inc., a Georgia corporation, Stevi B's Properties #3, Inc., a Georgia corporation, Stevi B's Properties #4, Inc., a Georgia corporation, Stevi B's Properties #5, a Georgia corporation, Stevi B's Properties #6, Inc., a Georgia corporation, Stevi B's Properties #7, Inc., a Georgia corporation, Stevi B's Properties #8, Inc., a Georgia corporation, Stevi B's Properties #9, Inc., a Georgia corporation, Stevi B's Properties #10, Inc., a Georgia corporation, Stevi B's Properties #11, Inc., a Georgia corporation, Stevi B's Properties #12, Inc., a Georgia corporation, Stevi B's Properties #13, Inc., a Georgia corporation, Stevi B's Properties #14, Inc., a Georgia corporation, Stevi B's Properties #15, Inc., a Georgia corporation, Stevi B's Properties #16, Inc., a Georgia corporation, Stevi B's Properties #17, Inc., a Georgia corporation, Stevi B's Properties #18, Inc., a Georgia corporation, Stevi B's Properties #19, Inc., a Georgia corporation, Stevi B's Properties #20, Inc., a Georgia corporation, Stevi B's Properties #21, Inc., a Georgia corporation, Stevi B's Properties #22, Inc., a Georgia corporation, Stevi B's Properties #23, Inc., a Georgia corporation, Stevi B's Properties #24, Inc., a Georgia corporation, Stevi B's Properties #25, Inc., a Georgia corporation, Stevi B's Properties #26, Inc., a Georgia corporation, Stevi B's Properties #27, Inc., a Georgia corporation, Stevi B's Properties #29, Inc., Stevi B's Property #31, Inc., a Georgia corporation, Stevi B's Ad Fund, an operating business of Richard Stoll and Robert Stoll, Richard Stoll, an individual resident of the State of Georgia, and Robert Stoll, an individual resident of the State of Georgia (collectively, the "Assignors" and each, individually, an "Assignor"), and ACG Pizza Partners, LLC, a Delaware limited liability company ("Assignee").

RECITALS

A. ACG Pizza Partners Operating, LP, a Delaware limited partnership and the sole member of Assignee, and ACG Pizza Partners Realty, LP, a Delaware limited partnership and an affiliate of Assignee (collectively, "Purchaser"), and Assignors are parties to that certain Asset Purchase Agreement, dated as of November 27, 2007, as amended (the "Purchase Agreement"), pursuant to which Purchaser has agreed to purchase substantially all of the assets of Assignors used in the Business (capitalized terms used herein and not otherwise defined shall have the meaning given to them in the Purchase Agreement).

B. The Assets include certain items of Intellectual Property.

C. In accordance with the Purchase Agreement, Assignors desire to transfer and assign to Assignee, and Assignee desires to accept the transfer and assignment of all of Assignors' worldwide right, title and interest in and to (i) the Intellectual Property specified on Schedule 1 attached hereto, (ii) all of the intangible rights and property of the Sellers, including

TRADEMARK

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goodwill, Company Intellectual Property and Company Software, and (iii) all other Intellectual Property which is an asset (collectively, the "Transferred IP").

ASSIGNMENT

NOW, THEREFORE, in exchange for the consideration set forth in the Purchase Agreement and the mutual covenants contained herein and in the Purchase Agreement, the receipt of which is hereby acknowledged, the parties hereby agree as follows:

1. Assignors do hereby transfer and assign to Assignee, and Assignee hereby accepts the transfer and assignment of all of Assignors' worldwide right, title and interest in and to the Transferred IP and all rights to sue for infringement of any of the Transferred IP, whether arising prior to or subsequent to the date of this Assignment, and any and all renewals and extensions of any of the Transferred IP that may hereafter be secured by Assignee under the laws now or hereafter in effect in the United States or in any other jurisdiction.

The Transferred IP is to be held and enjoyed by the Assignee, its successors and assigns from and after the date hereof as fully and entirely (to the extent that such Transferred IP is fully and entirely assignable by its terms or pursuant to any amendment thereto or any consent received from the licensor thereof on or before the date hereof) as the same would have been held and enjoyed by Assignors had this Assignment not been made.

If and to the extent that, after giving effect to the transfers and assignments contemplated hereby, Assignors have failed to transfer all of the Transferred IP required to be transferred or assigned to Assignee pursuant to the Purchase Agreement, Assignors shall take or cause to be taken at their sole expense such further actions as are required to transfer and assign all such Transferred IP to Assignee. Assignee does not hereby waive, and expressly reserves, its right under the Purchase Agreement to receive all such Transferred IP (including without limitation any indemnification right thereunder with respect to any breach by Assignors of their covenant under the Purchase Agreement to assign the Transferred IP to the Assignee).

2. Assignors agree to execute all documents necessary to perfect such right, title, and interest in and to Assignee, its successors, assigns, and legal representatives (to the extent such Transferred IP may be assigned by its terms).

3. Except to the extent that federal law preempts state law with respect to the matters covered hereby, this Assignment shall be governed by and construed and enforced in accordance with the laws of the State of Georgia without reference to its choice of law rules.

4. This Assignment may be executed in one or more counterparts, each of which will be deemed to be an original copy of this Assignment and all of which, when taken together, will be deemed to constitute one and the same agreement. The exchange of copies of this Assignment and of signature pages by facsimile transmission shall constitute effective execution and delivery of this Assignment as to the parties and may be used in lieu of the original Assignment for all purposes. Signatures of the parties transmitted by facsimile shall be deemed to be their original signatures for all purposes.

5. The terms of the Purchase Agreement are incorporated herein by this reference. Assignors acknowledge and agree that the representations, warranties, covenants, agreements and indemnities contained in the Purchase Agreement shall not be superseded, enlarged or modified hereby but shall remain in full force and effect to the full extent provided therein. In the event of any conflict or inconsistency between the terms of the Purchase Agreement and the terms hereof, the terms of the Purchase Agreement shall govern.

IN WITNESS WHEREOF, Assignors and Assignee have caused their duly authorized officers to execute this Assignment as of the date first above written.

[Signatures on following pages.]

ASSIGNORS:

STEBI B'S PIZZA
ENTERPRISES, INC.

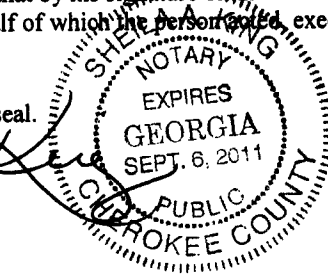
State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Stoll
Title: Pres

On this 24 day of January, 2008, before me, personally appeared Robert Stoll, President of STEBI B'S PIZZA ENTERPRISES, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.

[Signature]
Notary Public



RCS RESTAURANT
SERVICE, INC.

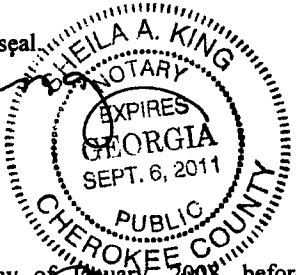
State of GA ss.:
County of COBB

By: [Signature]
Name: Richard Stoll
Title: Pres

On this 20 day of January, 2008, before me, personally appeared Richard Stoll, President of RCS RESTAURANT SERVICE, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.

[Signature]
Notary Public



B'S, INC.

State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Stoll
Title: Pres.

On this 24 day of January, 2008, before me, personally appeared Robert Stoll, President of B'S, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.

[Signature]
Notary Public



WR FOOD SERVICES, INC.

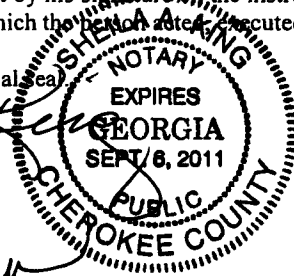
State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Stoll
Title: Pres

On this 24th day of January, 2008, before me, personally appeared Robert Stoll of WR FOOD SERVICES, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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

[Signature]
Notary Public



STEVI B'S PROPERTIES, INC.

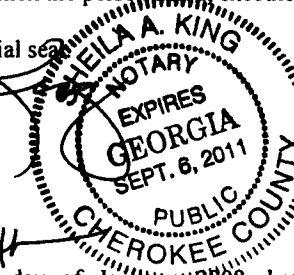
State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Stoll
Title: Pres

On this 24th day of January, 2008, before me, personally appeared Robert Stoll of STEVI B'S PROPERTIES, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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

[Signature]
Notary Public



STEVI B'S PROPERTIES #2, INC.

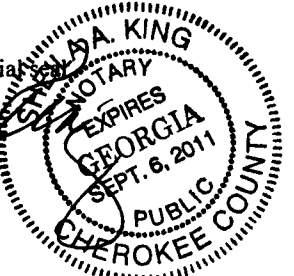
State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Stoll
Title: Pres

On this 24th day of January, 2008, before me, personally appeared Robert Stoll of STEVI B'S PROPERTIES #2, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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

[Signature]
Notary Public



STEV I B'S PROPERTIES #3,
INC.

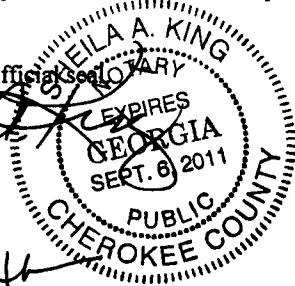
State of GA ss.:
County of Cobb

By: [Signature]
Name: Robert Stoll
Title: Pres.

On this 24th day of January, 2008, before me, personally appeared Robert C. Stoll President of STEVI B'S PROPERTIES #3, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.

[Signature]
Notary Public



STEV I B'S PROPERTIES #4,
INC.

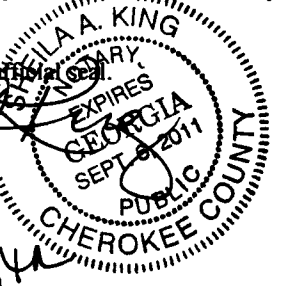
State of GA ss.:
County of Cobb

By: [Signature]
Name: Robert Stoll
Title: Pres.

On this 24th day of January, 2008, before me, personally appeared Robert C. Stoll President of STEVI B'S PROPERTIES #4, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.

[Signature]
Notary Public



STEV I B'S PROPERTIES #5,
INC.

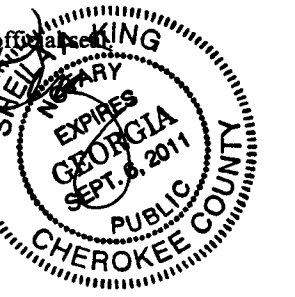
State of GA ss.:
County of Cobb

By: [Signature]
Name: Robert Stoll
Title: Pres.

On this 24th day of January, 2008, before me, personally appeared Robert Stoll President of STEVI B'S PROPERTIES #5, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.

[Signature]
Notary Public



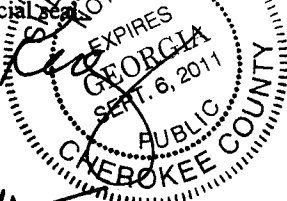
STEBI B'S PROPERTIES #6,
INC.

State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Stall
Title: President

On this 24th day of January, 2008, before me, personally appeared Robert Stall, President of STEVI B'S PROPERTIES #6, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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

Sheila A. King
Notary Public


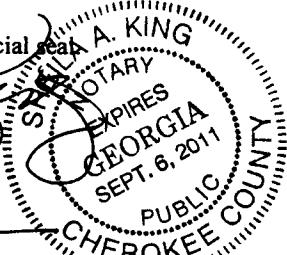
STEBI B'S PROPERTIES #7,
INC.

State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Stall
Title: President

On this 24th day of January, 2008, before me, personally appeared Robert Stall, President of STEVI B'S PROPERTIES #7, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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

Sheila A. King
Notary Public



STEBI B'S PROPERTIES #8,
INC.

State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Stall
Title: President

On this 24th day of January, 2008, before me, personally appeared Robert Stall, President of STEVI B'S PROPERTIES #8, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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

Sheila A. King
Notary Public


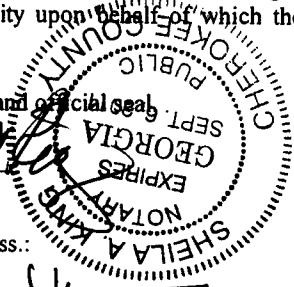
STEBI B'S PROPERTIES #9,
INC.

State of GA ss.:
County of COB

By: [Signature]
Name: Robert Stoll
Title: Pres.

On this 24th day of January, 2008, before me, personally appeared Robert Stoll, President of STEBI B'S PROPERTIES #9, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.
[Signature]
Notary Public



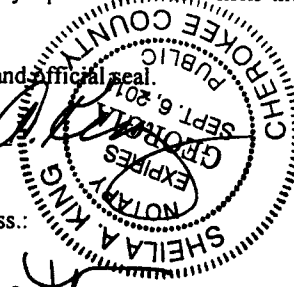
STEBI B'S PROPERTIES #10,
INC.

State of GA ss.:
County of COB

By: [Signature]
Name: Robert Stoll
Title: Pres.

On this 24th day of January, 2008, before me, personally appeared Robert Stoll, President of STEBI B'S PROPERTIES #10, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.
[Signature]
Notary Public



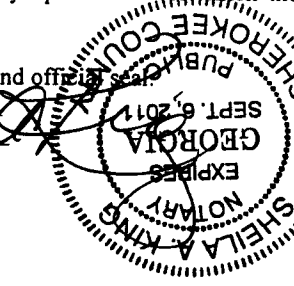
STEBI B'S PROPERTIES #11,
INC.

State of GA ss.:
County of COB

By: [Signature]
Name: Robert Stoll
Title: Pres.

On this 24th day of January, 2008, before me, personally appeared Robert Stoll, President of STEBI B'S PROPERTIES #11, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.
[Signature]
Notary Public



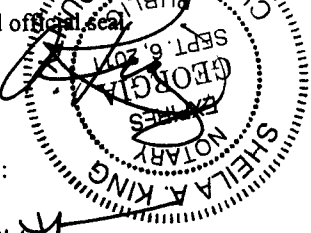
STEVI B'S PROPERTIES #12,
INC.

State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Hall
Title: Pres

On this 20th day of January, 2008, before me, personally appeared Robert Hall, President of STEVI B'S PROPERTIES #12, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.

[Signature]
Notary Public


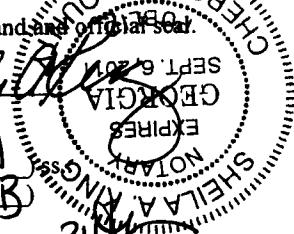
STEVI B'S PROPERTIES #13,
INC.

State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Hall
Title: Pres

On this 20th day of January, 2008, before me, personally appeared Robert Hall, President of STEVI B'S PROPERTIES #13, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.

[Signature]
Notary Public


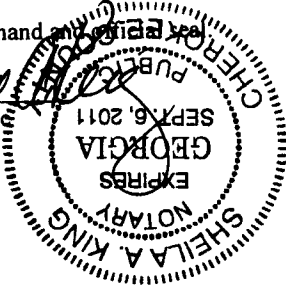
STEVI B'S PROPERTIES #14,
INC.

State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Hall
Title: Pres

On this 20th day of January, 2008, before me, personally appeared Robert Hall, President of STEVI B'S PROPERTIES #14, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.

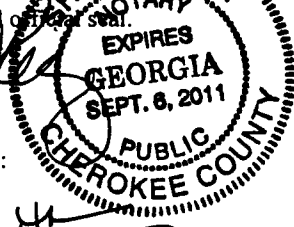
[Signature]
Notary Public


STEVI B'S PROPERTIES #15,
INC.

State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Stoll
Title: Pres

On this 20th day of January, 2008, before me, personally appeared Robert Stoll, President of STEVI B'S PROPERTIES #15, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.

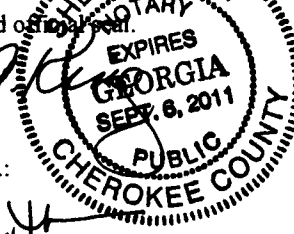
Witness my hand and official seal.
[Signature]
Notary Public


STEVI B'S PROPERTIES #16,
INC.

State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Stoll
Title: Pres

On this 20th day of January, 2008, before me, personally appeared Robert Stoll, President of STEVI B'S PROPERTIES #16, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.

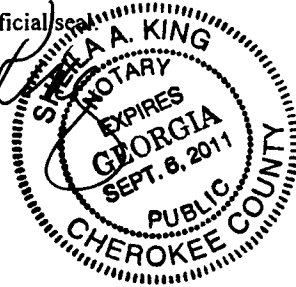
Witness my hand and official seal.
[Signature]
Notary Public


STEVI B'S PROPERTIES #17,
INC.

State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Stoll
Title: Pres

On this 20th day of January, 2008, before me, personally appeared Robert Stoll, President of STEVI B'S PROPERTIES #17, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.
[Signature]
Notary Public


STEVI B'S PROPERTIES #18,
INC.

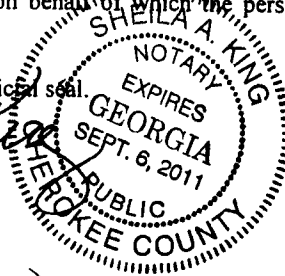
State of GA ss.:
County of Cobb

By: [Signature]
Name: Robert Stall
Title: Pres

On this 24th day of January, 2008, before me, personally appeared Robert Stall, President of STEVI B'S PROPERTIES #18, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.

Sheila A. King
Notary Public



STEVI B'S PROPERTIES #19,
INC.

State of GA ss.:
County of Cobb

By: [Signature]
Name: Robert Stall
Title: Pres

On this 24th day of January, 2008, before me, personally appeared Robert Stall, President of STEVI B'S PROPERTIES #19, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.

Sheila A. King
Notary Public



STEVI B'S PROPERTIES #20,
INC.

State of GA ss.:
County of Cobb

By: [Signature]
Name: Robert Stall
Title: Pres

On this 24th day of January, 2008, before me, personally appeared Robert Stall, President of STEVI B'S PROPERTIES #20, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.

Sheila A. King
Notary Public



STEBI B'S PROPERTIES #21,
INC.

State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Stoll
Title: Pres

On this 24th day of January, 2008, before me, personally appeared Robert Stoll, President of STEBI B'S PROPERTIES #21, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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
Sheila A. King
Notary Public



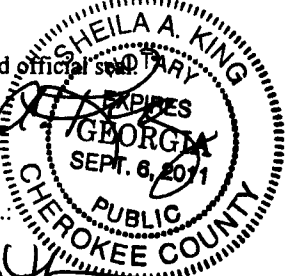
STEBI B'S PROPERTIES #22,
INC.

State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Stoll
Title: Pres

On this 24th day of January, 2008, before me, personally appeared Robert Stoll, President of STEBI B'S PROPERTIES #22, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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
Sheila A. King
Notary Public



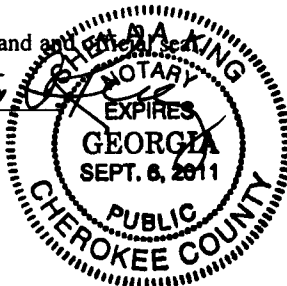
STEBI B'S PROPERTIES #23,
INC.

State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Stoll
Title: Pres

On this 24th day of January, 2008, before me, personally appeared Robert Stoll, President of STEBI B'S PROPERTIES #23, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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
Sheila A. King
Notary Public



STEVI B'S PROPERTIES #24,
INC.

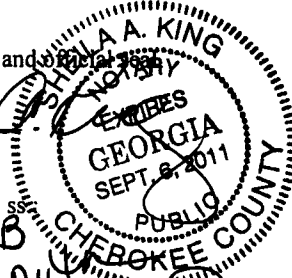
State of GA ss.:
County of COBB

On this 24 day of January, 2008, before me, personally appeared Robert Stall, President of STEVI B'S PROPERTIES #24, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.

By: Robert Stall
Name: Robert Stall
Title: Pres

Witness my hand and official seal

Notary Public



STEVI B'S PROPERTIES #25,
INC.

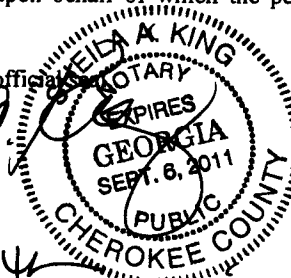
State of GA ss.:
County of COBB

On this 24 day of January, 2008, before me, personally appeared Robert Stall, President of STEVI B'S PROPERTIES #25, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.

By: Robert Stall
Name: Robert Stall
Title: Pres

Witness my hand and official seal

Notary Public



STEVI B'S PROPERTIES #26,
INC.

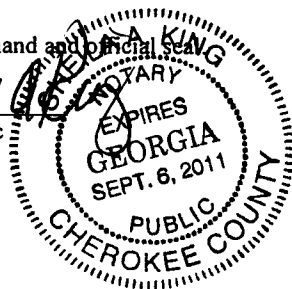
State of GA ss.:
County of COBB

On this 24 day of January, 2008, before me, personally appeared Robert Stall, President of STEVI B'S PROPERTIES #26, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.

By: Robert Stall
Name: Robert Stall
Title: Pres

Witness my hand and official seal

Notary Public



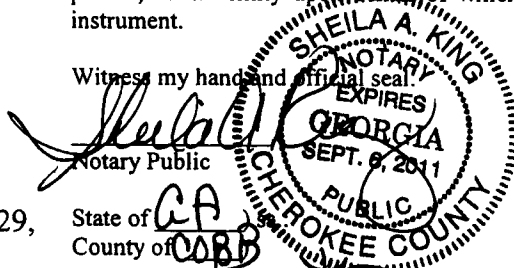
STEVI B'S PROPERTIES #27,
INC.

State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Stall
Title: Pres.

On this 24th day of January, 2008, before me, personally appeared Robert Stall of STEVI B'S PROPERTIES #27, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.
Notary Public



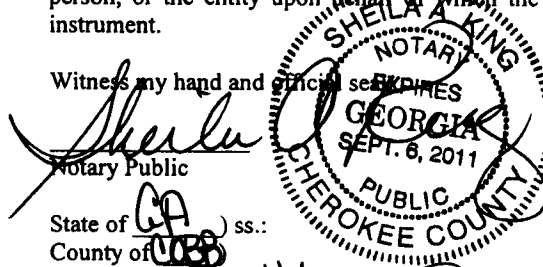
STEVI B'S PROPERTIES #29,
INC.

State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Stall
Title: Pres.

On this 24th day of January, 2008, before me, personally appeared Robert Stall of STEVI B'S PROPERTIES #29, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.
Notary Public



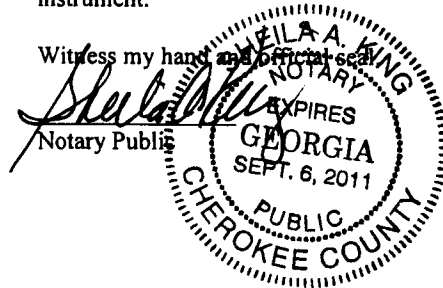
STEVI B'S PROPERTY #31,
INC.

State of GA ss.:
County of COBB

By: [Signature]
Name: Robert Stall
Title: Pres.

On this 24th day of January, 2008, before me, personally appeared Robert Stall of STEVI B'S PROPERTY #31, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.
Notary Public



STEBI B'S AD FUND

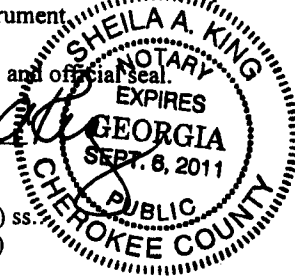
State of GA ss.:
County of COBB

By: [Signature]
Name: Richard Stoll
Title: Authorized Signatory

By: [Signature]
Name: Robert Stoll
Title: Authorized Signatory

On this 24th day of January, 2008, before me, personally appeared each of Richard Stoll and Robert Stoll, each an Authorized Signatory of STEBI B'S AD FUND, personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose names are subscribed to the within instrument and acknowledged to me that each 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.
[Signature]
Notary Public

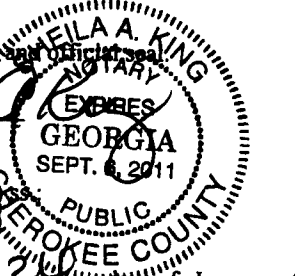


[Signature]
Richard Stoll

State of GA ss.:
County of COBB

On this 24 day of January, 2008, before me, personally appeared Richard Stoll, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.
[Signature]
Notary Public

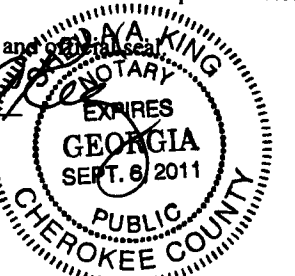


[Signature]
Robert Stoll

State of GA ss.:
County of COBB

On this 24 day of January, 2008, before me, personally appeared Robert Stoll, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.
[Signature]
Notary Public



ASSIGNEE:

**ACG PIZZA PARTNERS,
LLC**

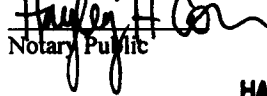
State of GA ss.:
County of Fulton

By: ACG Pizza Partners
Operating, LP
Its Sole Member

On this _____ day of January, 2008, before me, personally appeared Karl Jaeger, Manager of ACG PIZZA PARTNERS HOLDINGS, LLC, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person 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.

By: ACG Pizza Partners GP,
LLC
Its General Partner

Witness my hand and official seal.


Notary Public

By: ACG Pizza Partners
Holdings, LLC
Its Sole Member

HAYLEY H. COUCH
My Commission Expires May 3, 2010

By: 
Name: Karl Jaeger
Title: Manager

SCHEDULE 1

Trademarks and Domain Names

The following trademark (whether registered or not) and related rights:

STEVI B'S PIZZA

The following domain names:

- 1) www.stevibs.com
- 2) www.stevibspizza.com