

04-26-2001

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USPTO ASSIGNMENT DIV.

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CORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101689026

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 4.13.01
Stu Lieberman and Jan Lieberman
11412 Ohanu Circle
Boynton Beach, Florida 33437

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

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:
- Assignment
 - Security Agreement
 - Other
 - Merger
 - Change of Name

Execution Date: April 5, 2001

2. Name and address of receiving party(ies)
Name: Xando Cosi, Inc.

Internal Address: _____
Street Address: 242 West 36th Street
City: New York State: NY ZIP: 10018

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State: Delaware
- Other

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)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,365,299

Additional numbers attached? Yes No

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

Name: Seth P. Markowitz

Internal Address: _____

Street Address: Markowitz & Roshco, LLP

530 Fifth Avenue - 23rd FL

City: New York State: NY ZIP: 10036

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Seth P. Markowitz
Name of Person Signing

Signature

April 10, 2001
Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002280 FRAME: 0706

TRADEMARK ASSIGNMENT

WHEREAS, Stu Lieberman and Jan Lieberman, individuals being citizens of the United States of America, residing at 11412 Ohanu Circle, Boynton Beach, Florida 33437 (hereinafter referred to collectively as the "Assignors") are the owners of all right, title and interest in and to the common-law trademark and issued U. S. trademark registration in the United States Patent and Trademark Office set forth and more particularly described on Schedule A (hereinafter, the "Trademark ");

WHEREAS, Xando Cosi, Inc., a Delaware corporation, with offices at 242 West 36th Street, New York, New York 10018 (hereinafter called the "Assignee"), has executed a Trademark Assignment Agreement and is desirous of acquiring any and all rights that Assignor may have in and to the said Trademark, any common law rights therein, and the registrations and applications therefor and, together with the goodwill of the business in connection with which the said Trademark is used and which is symbolized by said Trademark, along with the right to recover for damages and profits for past infringements thereof;

NOW THEREFORE, for the good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby sell and assign unto Assignee all right, title and interest in and to the said Trademark and the registrations and applications therefor for the United States and throughout the world, as set forth and more particularly described on Schedule "A" hereto, together with the goodwill of the business in connection with which the said Trademark is used and which is symbolized by said Trademark, along with the right to recover for damages and profits for past infringements thereof.

Assignor agrees to execute and deliver, at the request of the Assignee, all papers, instruments, and assignments, and to perform any other reasonable acts the Assignee may require in order to vest all Assignor's right, title, and interest in and to the said Trademark Registrations and Trademark Rights in the Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by Assignee, to the extent such evidence is in the possession or control of Assignor.

IN WITNESS WHEREOF, ASSIGNOR has caused this instrument to be executed as of the 5th day of April 2001.

ATTEST:

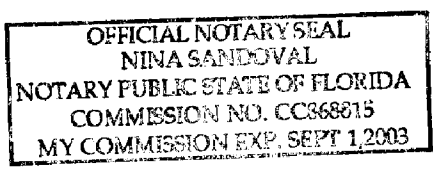
ASSIGNORS:

Stu Lieberman
STU LIEBERMAN

Jan Lieberman
JAN LIEBERMAN

STATE OF FLORIDA }
COUNTY OF Palm Beach }ss:

On the 5th day of April, 2001, before me, the undersigned, a notary public in and for said state, personally appeared STU LIEBERMAN and JAN LIEBERMAN personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that they executed same in their capacity(ies), and that by their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.



Nina Sandoval
NOTARY PUBLIC

TRADEMARKS ASSIGNED

MARK

Registration Number

Registration Date

SQUAGELS

2,365,299

July 4, 2000