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UNITED STATES PATENT AND TRADEMARK OFFICE

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04-26-2001

RECORDATION FORM COVER SHEET

U.S. Patent & TMO/TM Mail Rpt Dt. #73

TRADEMARKS ONLY

4.26.01

To the Honorable Commissioner of Patents and Trademarks:

Please record the attached original document or copy thereof.

1. Name and address of conveying party:

State Street Bank and Trust Company, as Trustee
2 Avenue de Lafayette
Boston, Massachusetts

A national banking association.

2. Name and address of receiving party:

Cafeteria Operators, L.P.
3001 E. President Bush Highway
Suite 200
Richardson, Texas 75082

A Delaware Limited Partnership.

3. Nature of conveyance: Trademark Release of Security Interest, dated as of April 10, 2001.

4. Registration numbers:

11 29705

See Attached Schedule A.

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

Deidre A. Doherty, Esq.
Bingham Dana LLP
150 Federal Street
Boston, Massachusetts 02110

04/26/01 10:01 AM RECEIVED 04/26/01 10:01 AM

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BUSDOCS:986451.1

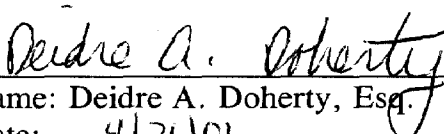
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TRADEMARK
REEL: 002291 FRAME: 0079

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6. Total number of applications and registrations involved: 14
7. Total fee enclosed: \$365.00
8. Deposit account number: 500927
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.


Name: Deidre A. Doherty, Esq.
Date: 4/26/01

Mail documents to be recorded with required cover sheet information to:

Box Assignment Fee
Commissioner of Trademarks
2900 Crystal Drive
Arlington, VA 22202-3513

Total number of pages submitted (including cover sheet and any attached Schedules, and conveyance document and any attached Schedules): 5
BUSDOCS:986451.1

SCHEDULE A
Trademarks and Trademark Registrations

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
1. Furr's Cafeteria	1129705	January 22, 1980
2. Carryout Kitchen	1608630	July 21, 1990
3. Classic Garden	1866531	December 6, 1994
4. Furrs Pie Kitchen	1629549	December 25, 1990
5. Furr's	1870079	December 27, 1994
6. Furr's Family Dining	1878073	February 7, 1995
7. Freshly Cut in Texas	1903961	July 4, 1995
8. Bishop's Buffet	1920444	September 19, 1995
9. If You're Eating Anyplace Else, You're Probably Paying Too Much	1919031	September 12, 1995
10. Bishop's Buffet Seniors Club	1924269	October 3, 1995
11. Kid's Spot	1929207	October 24, 1995
12. Bishop's Cafeteria (Stylized)	1334864	May 7, 1998
13. Dynamic Foods	1987794	July 23, 1996
14. Furr's Seniors Club	1961045	March 5, 1996

TRADEMARK RELEASE OF SECURITY INTEREST

Reference is hereby made to the agreement dated December 28, 1995 between Cafeteria Operators, L.P., a Delaware limited partnership with its principal place of business at 3001 E. President Bush Highway, Suite 200, Richardson, Texas 75082 ("Company"), and Fleet National Bank of Massachusetts ("Fleet") in its capacity as Trustee and Collateral Agent, with a place of business at 100 Federal Street, Boston, MA 02110, (the "Agreement") pursuant to which the Company granted and/or assigned a security interest in the federally registered Trademarks identified on Schedule A hereto (the "Trademarks") and/or made an assignment for security of the Trademarks to Fleet. The Agreement was recorded in the United States Trademark and Patent Office on January 17, 1996 at Reel 1426, Frame 0373 and was later assigned to State Street Bank and Trust Company as Trustee and Collateral Agent ("State Street").

State Street hereby acknowledges and agrees that, notwithstanding the grant and/or assignment of a security interest in, and/or the assignment for security of Company's right, title and interest in and to, the Trademarks, together with the resignations thereof and all goodwill of the business symbolized by said Trademarks, pursuant to the agreement or otherwise, State Street hereby releases, without recourse and without any representation or warranty whatsoever, all such right, title and interest, including but not limited to its security interest and all liens in the Trademarks, and such registrations and goodwill, and re-assigns such right, title and interest, together with such registrations and goodwill, to Assignors.

Dated as of April 10, 2001


STATE STREET BANK and TRUST
COMPANY, as Trustee

By: 
Name: PATRICK E. THEBADO
Title: VICE PRESIDENT

CERTIFICATE OF ACKNOWLEDGMENT

COMMONWEALTH OF MASSACHUSETTS)
)
COUNTY OF SUFFOLK)

Before me, the undersigned, a Notary Public in and for the county aforesaid, on this 10th day of April, 2001, personally appeared Patrick E. Thebado to me known personally, and who, being by me duly sworn, deposes and says that he is an Assistant Vice President of State Street Bank and Trust Company duly authorized to execute such instrument on behalf of said bank, as trustee, and said officer acknowledged said instrument to be the free act and deed of said bank, as trustee.


Notary Public
My Commission Expires: 11/9/2008

Janet P. Mendenhall
Notary Public
My Commission Expires
November 9, 2007