

12-18-2001
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To the Honorable Commissioner of Patents and Trademarks: Please record and file original documents or copy thereof.

<p>1. Name of conveying party(ies): <u>Daka, Inc.</u></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-Massachusetts <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and Address of receiving party(ies):</p> <p>Name: <u>Daka International, Inc.</u></p> <p>Internal Address: <u>One Corporate Place</u></p> <p>Street Address: <u>55 Ferncroft Road</u></p> <p>City: <u>Danvers</u> State: <u>MA</u> Zip: <u>01923</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p><small>if assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small></p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>October 8, 2001</u></p>	
<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s)</p>	<p>B. Trademark registration No.(s) <u>1,028,097 and 6 others</u></p> <p>Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Timothy J. Lyden</u></p> <p>Internal Address: <u>Hogan & Hartson L.L.P.</u></p> <p>Street Address: <u>8300 Greensboro Drive</u> <u>Suite 1100</u></p> <p>City: <u>McLean</u> State: <u>VA</u> Zip: <u>22102</u></p>	<p>6. Total number of applications and registrations involved: 7</p> <p>7. Total fee (37 CFR 3.41): <u>\$190.00</u></p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>08-2550</u> (Attach duplicate copy of this page if paying by deposit account)</p>

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.

Timothy J. Lyden
Name of Person Signing

Timothy J. Lyden
Signature

12/12/01
Date

Total number of pages including cover sheet, attachments, and document: 5
Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

12/18/2001 00000017 082550 1028097

01 FC:481 40.00 CH
02 FC:482 150.00 CH

**DAKA INC. to
DAKA INTERNATIONAL, INC.**

Mark	Reg. No.	Registrant
DAKA (Stylized)	Reg. 1,028,097	DAKA, Inc.
FOOD EXPRESSIONS	Reg. 1,349,444	DAKA, Inc.
Miscellaneous Design	Reg. 2,052,880	DAKA, Inc.
PYRAMID PETE	Reg. 2,049,273	DAKA, Inc.
REACT TO MANAGEMENT	Reg. 1,380,350	DAKA, Inc.
WORLD'S FARE	Reg. 1,118, 522	DAKA, Inc.
WORLD'S FARE	Reg. 2,126,475	DAKA, Inc.

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"DAKA, INC.", A MASSACHUSETTS CORPORATION,
WITH AND INTO "DAKA INTERNATIONAL, INC." UNDER THE NAME OF "DAKA INTERNATIONAL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINTH DAY OF OCTOBER, A.D. 2001, AT 10 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1379609

DATE: 10-09-01

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CERTIFICATE OF OWNERSHIP AND MERGER
MERGING DAKA, INC.
INTO
DAKA INTERNATIONAL, INC.

Daka International, Inc., a corporation organized and existing under the laws of Delaware,

DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 15th day of September, 1958, pursuant to the General Corporation Law of the State of Delaware.

SECOND: That this corporation owns all of the outstanding shares (of each class) of the stock of Daka, Inc., a Massachusetts corporation incorporated on the 9th day of February, 1973, pursuant to the General Laws of Massachusetts.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted by the unanimous written consent of its members, filed with the minutes of the Board on the 8th day of October, 2001, determined to merge into itself Daka, Inc.:

RESOLVED, that Daka International, Inc. merge, and it hereby does merge into itself Daka, Inc. and assumes all the obligations of Daka, Inc.; and

FURTHER RESOLVED, that the merger shall be effective upon filing with the Secretary of State of Delaware.

FURTHER RESOLVED, that the proper officer of this corporation be and he or she is hereby directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge Daka, Inc. and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anywise necessary or proper to effect the merger.

[Signature page follows.]

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 10:00 AM 10/09/2001
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IN WITNESS WHEREOF, Daka International, Inc. has caused this Certificate to be signed by Gary R. Green, its President, this 8th day of October, 2001.

DAKA INTERNATIONAL, INC.



Gary R. Green, President