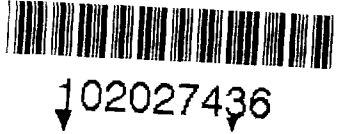


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J.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): 3-12-02 NICE DREAMS, INC. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [X] Corporation-State AZ [] Other Additional name(s) of conveying party(ies) attached? [] Yes [X] No

2. Name and address of receiving party(ies) Name: CHEBA HUT FRANCHISING, INC. Internal Address: SUITE B-8 Street Address: 1710 W. Southern City: Mesa State: AZ Zip: 85202 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [X] Corporation-State AZ [] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [X] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [] Yes [X] No

3. Nature of conveyance: [X] Assignment [] Merger [] Security Agreement [] Change of Name [] Other Execution Date: 2/21/02

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 76225818 Additional number(s) attached [] Yes [X] No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed: Name: JAMES T. MILLIKEN Internal Address: SUITE 9 MILLIKEN PC Street Address: 4643 E. Thomas Rd. City: Phoenix State: AZ Zip: 85018

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41): \$ 90.00 [X] Enclosed [] Authorized to be charged to deposit account 8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)

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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. SCOTT JENNINGS Name of Person Signing [Signature] Signature 2/21/02 Date

Total number of pages including cover sheet, attachments, and document: 2

03/21/2002 LMUELLER 00000249 76225818 01 FC:481 40.00 OP

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

TRADEMARK REEL: 002467 FRAME: 0047

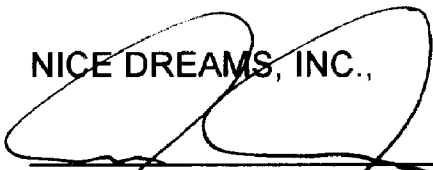
TRADEMARK ASSIGNMENT

WHEREAS, **NICE DREAMS, INC.**, an Arizona Corporation with its principal place of business at Suite 108, 960 W. University, Tempe, Arizona 85281 ("Assignor"), has adopted, owns and is using the Mark **Where The Only Thing Fried Is An Occasional Customer** ("the Mark"), as a service mark, in connection with restaurant services.

WHEREAS, Assignor has filed a federal application for registration of the Mark on the Principal Register of the United States Patent and Trademark Office in connection with the services identified therein, Application Number 76225818, filed on March 19, 2001; and

WHEREAS, **Cheba Hut Franchising Inc**, an Arizona corporation, with its principal place of business at Suite B-8, 1710 W. Southern, Mesa, AZ 85202 ("Assignee") desires to acquire the Mark and the above referenced Application for Registration;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark, and the application for the registration thereof.

NICE DREAMS, INC.,
By: 
SCOTT JENNINGS

Dated 2/21/02

VTMASSIGN