

01-09-2003

Form PTO-1594

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U.S. DEPARTMENT OF COMMERCE

(Rev. 03/01)

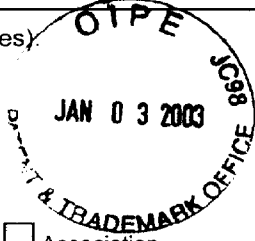
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U.S. PATENT AND TRADEMARK OFFICE

To the honorable Commissioner of Patents and Trademarks: Please record the attached original document or copy thereof:

1. Name of Conveying Party(ies):

Nicar Management, Inc.



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

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

2. Name and Address of Receiving Party(ies):

Name: **Nicar Holding Company**
 Street Address: **188 N. Brookwood Avenue, Suite 100**
 Street Address:
 City: **Hamilton**
 State/Country: **Ohio** Postal Code: **45013**

- Individual Citizenship
- Association
- General Partnership
- Limited Partnership

Corporation-State Ohio

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) and address(es) attached? Yes No

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other:
- Merger
- Change of Name

Execution Date: 12192002

4. Application Number(s) or Registration Number(s):

A. Trademark Application Number(s):

76/433373 and 76/433374

B. Trademark Registration Number(s):

Additional numbers attached? Yes No

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

CUSTOMER NUMBER 00136 -or-
JACOBSON HOLMAN PLLC
 400 Seventh Street, N.W.
 Washington, D.C. 20004-2218
 Tel. 202-638-6666

Attorney Docket Number: T33458US0

6. Total number of applications and registrations involved: 2

7. Total Fee (37 CFR 3.41): \$ 65.00

- Enclosed
- Any deficiencies in enclosed fees are authorized to be charged to **Deposit Account No. 06-1358.**

DO NOT USE THIS SPACE

8. 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.

John C. Holman

January 3, 2003

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and documents: 3

00000251 76-433373

01/08/2003 610N11

40.00 UP
25.00 UP

01 FC: 6521
02 FC: 6522

ASSIGNMENT

WHEREAS, Nicar Management, Inc. (Assignor), an Ohio corporation, located and doing business at 188 N. Brookwood Avenue, Suite 100, Hamilton, Ohio 45013, is the owner of the following trademarks therefore:

<u>TRADEMARK</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>
TURKEY PHILLY	76/433373	July 18, 2002
CHICKEN PHILLY	76/433374	July 18, 2002

(hereinafter referred to an "Assignors' Marks"); and

WHEREAS, Nicar Holding Company, (Assignee) an Ohio corporation, located and doing business at 188 N. Brookwood Avenue, Suite 100, Hamilton, Ohio 45013 is desirous of acquiring Assignor's Marks;

NOW, THEREFOR, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby sell, assign, set over and transfer to Assignee, the entire right, title and interest in and to Assignor's Marks and any and all U.S. Applications and Registrations as set forth herein, together with the whole of the goodwill of the business pertaining thereto, the rights of the Assignor to be held and enjoyed by Assignee for its own use and enjoyment, and for the use and enjoyment of its successors, assigns or other legal representatives, at common law and/or to the end of the term or terms for which registration of the Assignor's Marks may be granted or renewed, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment and sale had not been made; together with all claims for damages by reason of past infringement of the Assignor's Marks with the right to sue for and collect the same for its

own use and benefit, and for the use and on behalf of its successors, assigns or other legal representatives.

IN TESTIMONY WHEREOF, Assignor has caused its name to be assigned and its seal affixed, by its duly authorized officer, this 19th day of December, 2002.

Nicar Management, Inc.

By:



Signature

Nicola J. Lanni

Typed Name

President

Title

I.D.: JCH/dls
Folio: T33458US0

JCH-5/01-450

RECORDED: 01/03/2003

TRADEMARK
REEL: 002645 FRAME: 0084