

04-21-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

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

102425316

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

1. Name of conveying party(ies):

Fifth Quarter, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Francis S. Guess

Internal Address: Suite 510

Street Address: 2 International Drive

City: Nashville State: TN Zip: 37217

Individual(s) citizenship: U.S.

Association

General Partnership

Limited Partnership

Corporation-State

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: April 2, 2003

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1059669

Additional number(s) attached Yes No

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

Name: Claiborne K. McLemore

Internal Address:

Street Address: 1211 16th Ave, S.

City: Nashville State: TN Zip: 37212

6. Total number of applications and registrations involved:

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.

Francis S. Guess

Name of Person Signing

Signature

Signature

4/2/03

Date

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

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

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TRADEMARK REEL: 002715 FRAME: 0534

ASSIGNMENT OF TRADEMARK

FOR TEN DOLLARS (\$10.00), cash in hand paid and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, FIFTH QUARTER, INC. (the "Assignor") does hereby sell, transfer, assign, deliver and convey to FRANCIS S. GUESS (the "Assignee") all the Assignor's right, title and interest in the registered trademark "Fifth Quarter Steakhouse" (the "Mark").

EXPRESSLY included in this assignment, and intended to be transferred to the Assignee, is all the goodwill of the Assignor's business connected with the use of and symbolized by the Mark.


The Mark has been registered with the U. S. Patent and Trademark Office as Registration #1059669, issued February 15, 1977. The Mark has registered with the Tennessee Secretary of State's Office, as of January 3, 2001. The Mark has been registered with the Indiana Secretary of State's Office as Registration #5009-8712, issued March 29, 1988.

The Assignee accepts the Mark as transferred hereby.


This Assignment may be executed in multiple counterparts, each of which shall be deemed an original.

IN WITNESS WHEREOF, the Assignor and the Assignee have made this Assignment as of the 2<sup>nd</sup> day of April, 2003.

ASSIGNOR:  
FIFTH QUARTER, INC.

By:   
Title: President

ASSIGNEE:

  
FRANCIS S. GUESS

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STATE OF TENNESSEE )  
 )  
COUNTY OF DAVIDSON )

BEFORE ME, the undersigned, a Notary Public in and for said County and State, personally appeared FRANCIS S. GUESS, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence) and who, upon oath, acknowledged himself to be President of Fifth Quarter, Inc., a Tennessee corporation, and that he, as such President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President.

WITNESS my hand and seal, at office in Nashville, Tennessee, this the 2nd day of April, 2003.

  
NOTARY PUBLIC

My commission expires:

11-29-2003

STATE OF TENNESSEE )  
 )  
COUNTY OF DAVIDSON )

BEFORE ME, the undersigned, a Notary Public in and for said County and State, personally appeared FRANCIS S. GUESS, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence) and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and seal, at office in Nashville, Tennessee, this the 2nd day of April, 2003.

  
NOTARY PUBLIC

My commission expires:

11-29-2003