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MODIFIED Form PTO-1594
(Rev. 10/02)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

To the Director of the U.S. Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Reel Hospitality LLC

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation-State
- Other Limited Liability Company of Delaware

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

Execution Date: February 10, 2004

2. Name and address of receiving party(ies):

Angler Enterprises LLC
2517 Shelburne Road
Shelburne, Vermont 05482

- Individual(s) Citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State

Other Limited Liability Company of Delaware

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See Attached Exhibit A

Additional number(s) attached? Yes No

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

SUGHRUE MION, PLLC
2100 Pennsylvania Avenue, N.W.
Suite 800
Washington, D.C. 20037-3213

Attention: Cynthia Clarke Weber

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41): \$90.00

- Enclosed. Please charge any underpayment in connection with this Assignment to Deposit Account No. 19-4880.
- Authorized to be charged to deposit account

8. Deposit account number: 19-4880

(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.


Cynthia Clarke Weber

February 23, 2004

Date

Total number of pages including cover sheet, attachments, and document: 4

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P.O. Box 1450

Alexandria, VA 22313-1450

CIH \$90.00 194880 1390190

Exhibit A

| Trademark | Reg. No. | Reg. Date | Class |
|--------------|-----------|-------------|----------|
| DAKOTA'S | 1,391,190 | Apr/22/1986 | Intl: 42 |
| DAKOTA | 2,463,656 | Jun/26/2001 | Intl: 42 |
| DAKOTA GRILL | 2,064,720 | May/27/1997 | Intl: 42 |

| State | Trademark | Reg. No. |
|---------------|-----------|----------|
| Massachusetts | DAKOTA | 50414 |

02/26/2004
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2517 Shelburne Road
Shelburne, Vermont 05482

Individual(s) Citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State
 Other Limited Liability Company of Vermont

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Corrected Assignment Coversheet - Corrected State of Incorporation Previously Recorded 2/23/04, reel/frame 2799/0953

If assignor is not domiciled in the United States, a domestic representative designation is attached: Yes No

Execution Date: February 10, 2004

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):
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See Attached Exhibit A

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Cynthia Clarke Weber
Cynthia Clarke Weber

February 24, 2004
Date

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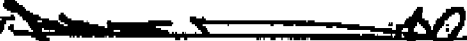
ASSIGNMENT

WHEREAS, Reel Hospitality LLC ("Assignor"), a limited liability company of Delaware with an address at 2517 Shelburne Road, Shelburne, Vermont 05482 is the owner of the service marks DAKOTA, DAKOTA'S and DAKOTA GRILL in the United States and the owner of the U.S. Trademark Registrations therefor listed on Exhibit A ("the Marks"); and

WHEREAS, Angler Enterprises LLC ("Assignee"), a limited liability company of Vermont with an address at 2517 Shelburne Road, Shelburne, Vermont 05482, is desirous of acquiring all rights and the Registrations for said Marks, together with the goodwill symbolized by said Marks;

NOW THEREFORE, in exchange for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all rights, title and interest in and to the Marks and Registrations listed on Exhibit A together with the goodwill of the business symbolized by said Marks, in the United States.

REEL HOSPITALITY LLC

By: 

Name: David J. Melnicoff

Title: Manager

Date: 2-10-04

00240 Reel to Angler Assignment