

Form PTO-1594
(Rev. 03/01)

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):
74th STREET RESTAURANT CORP.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State New York
 Other

2. Name and address of receiving party(ies):
Name: MADISON RESTAURANT ACQUISITION CORP.
Address: 23 East 74th Street
New York, New York 10021

Individual(s) citizenship _____
Association _____
General Partnership _____
Limited Partnership _____
 Corporation-State New York
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) & addresses attached?
 Yes No

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: April 15, 2004

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) _____ B. Trademark Registration No.(s) 1,926,049
Additional Numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Patrick Boisson
Internal Address: Fross Zelnick Lehrman & Zissu, P.C.
Street Address: 866 United Nations Plaza
City: New York State: NY Zip: 10017
Tel: (212) 813-5900 • Fax: (212) 813-5901

6. Total number of applications and registration involved:..... 1

7. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Authorized to be charged to deposit account
(Only if total fee is not sufficient)

8. Deposit account number:
23-0825 - Docket No. PINO-0010542
(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.

Mark D. Engelmann
Name of Person Signing


Signature

4/16/04
Date

Total number of pages comprising cover sheet: _____

OMB No. 0651-0027 (exp. 5/31/2002)

FZLZ File No.: PINO USA TA-00/10540 MDE

CH \$40.00 230825 1926049

ASSIGNMENT

WHEREAS, 74th Street Restaurant Corp., a corporation organized and existing under the laws of New York, located at 124 East 40th Street, Suite 903, New York, NY 10016 ("Assignor"), is the owner of the following service mark for restaurant services and trade name (hereinafter, the "Service Mark"):

SERVICE MARK	REGISTRATION NO.
COCO PAZZO	1,926,049

and WHEREAS, Madison Restaurant Acquisition Corp., a corporation organized and existing under the laws of New York, located at 23 East 74th Street, New York, New York 10021 ("Assignee"), is desirous of acquiring the Service Mark.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the Service Mark, together with the goodwill of the business symbolized by the Service Mark and the identified registration thereof, and with all claims arising out of or relating to the use or ownership of the Service Mark.

74TH STREET RESTAURANT CORP.

By: [Signature]

Name: GIUSEPPE LUONGO

Title: President

Date of Signature: 4/15/04

frangalmarplus@44-406-9006502-4469-8.doc