

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Restaurant Company of Minnesota		12/05/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Perkins & Marie Callender's of Minnesota, Inc.
Doing Business As:	DBA Perkins Restaurant & Bakery
Street Address:	6075 Poplar Avenue, Suite 800
City:	Memphis
State/Country:	TENNESSEE
Postal Code:	38119-4709
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 19

Property Type	Number	Word Mark
Registration Number:	1465719	BOTTOMLESS CUP OF COFFEE
Registration Number:	1243032	BOTTOMLESS POT OF COFFEE
Registration Number:	1843806	FOXTAIL FOODS
Registration Number:	2286891	KID PERKS
Registration Number:	1663533	MAGNIFICENT SEVEN
Registration Number:	1751454	MAMMOTH MUFFIN
Registration Number:	2187924	MORNING SUNRISE
Registration Number:	0809680	PERKINS
Registration Number:	1464960	PERKINS FAMILY RESTAURANT BAKERY
Registration Number:	1403560	PERKINS FAMILY RESTAURANT BAKERY
Registration Number:	1403558	PERKINS FAMILY RESTAURANT
Registration Number:	1203149	PERKINS
Registration Number:	1231484	PERKINS

OP \$490.00 1465719

Registration Number:	1679722	PERKINS PROMISE
Registration Number:	2490366	PERKINS RESTAURANT & BAKERY
Registration Number:	2492247	PERKINS RESTAURANT & BAKERY
Registration Number:	2755671	SCOOP. BAKE. SELL. REPEAT.
Registration Number:	2724058	SIMPLY SCOOP
Registration Number:	1897634	TREMENDOUS TWELVE

CORRESPONDENCE DATA

Fax Number: (901)766-6482
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (901) 766-6481
Email: laurie.armistead@perkinsrestaurants.com
Correspondent Name: Laurie G. Armistead, Esq.
Address Line 1: 6075 Poplar Avenue, Suite 800
Address Line 4: Memphis, TENNESSEE 38119-4709

NAME OF SUBMITTER:	Laurie G. Armistead
Signature:	/Laurie G. Armistead/
Date:	12/19/2006

Total Attachments: 3
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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "THE RESTAURANT COMPANY OF MINNESOTA", CHANGING ITS NAME FROM "THE RESTAURANT COMPANY OF MINNESOTA" TO "PERKINS & MARIE CALLENDER'S OF MINNESOTA INC.", FILED IN THIS OFFICE ON THE FIFTH DAY OF DECEMBER, A.D. 2006, AT 5:23 O'CLOCK P.M.



3265214 8100

061141220

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5275694

DATE: 12-13-06

TRADEMARK

REEL: 003447 FRAME: 0710

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:13 PM 12/05/2006
FILED 05:23 PM 12/05/2006
SRV 061110061 - 3265214 FILE

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
THE RESTAURANT COMPANY OF MINNESOTA**

The Restaurant Company of Minnesota, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, **DOES HEREBY CERTIFY:**

FIRST: That a meeting of the Board of Directors of The Restaurant Company of Minnesota resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED that the Certificate of Incorporation of the Corporation be amended by changing the Article thereof numbered **FIRST** so that, as amended, said Article shall be and read as follows:

FIRST: The name of the corporation is Perkins & Marie Callender's of Minnesota Inc.

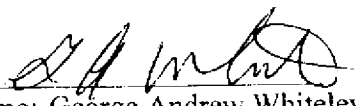
SECOND: That the said amendment has been consented to and authorized by the holders of the issued and outstanding stock entitled to vote by a unanimous written consent given in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 of the General Corporation Law of the State of Delaware.

FOURTH: That the capital of said corporation shall not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed this 5th day of December, 2006.

PERKINS & MARIE CALLENDER'S OF MINNESOTA INC.

By: 
Name: George Andrew Whiteley
Title: Secretary

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PERKINS & MARIE CALLENDER'S OF MINNESOTA INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF DECEMBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

3265214 8300

061162866



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5291950

DATE: 12-19-06

RECORDED: 12/19/2006

TRADEMARK
REEL: 003447 FRAME: 0712