

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Tony Luc ,Inc.		03/15/2007	CORPORATION: PENNSYLVANIA
RECEIVING PARTY DATA			
Name:	TL Enterprises, LLC		
Street Address:	1701 S. 4th Street		
City:	Philadelphia		
State/Country:	PENNSYLVANIA		
Postal Code:	19148		
Entity Type:	LIMITED LIABILITY COMPANY: PENNSYLVANIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2912248	TONY LUKE'S	
Registration Number:	2986813	TONY LUKE'S OLD PHILLY STYLE SANDWICHES	
CORRESPONDENCE DATA			
Fax Number:	(215)659-3222		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	215 659 3600		
Email:	akatz@chernowkatz.com		
Correspondent Name:	Andrew B. Katz		
Address Line 1:	721 Dresher Road, Suite 1100		
Address Line 4:	Horsham, PENNSYLVANIA 19044		
ATTORNEY DOCKET NUMBER:	TONYL-001		
NAME OF SUBMITTER:	Andrew B. Katz		
Signature:	/Andrew B. Katz/		
Date:	04/25/2007		

OP \$65.00 2912248

Total Attachments: 2

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EXHIBIT "A":

TRADEMARK ASSIGNMENT

This Trademark Assignment is effective as of March 15th, 2007, is made by TONY LUKE, INC., a Pennsylvania corporation having a principal business address at 1701 South 4th Street, Philadelphia, Pennsylvania 19148 (hereinafter "TLI"), to TL ENTERPRISES, LLC, a Pennsylvania limited liability company having a principal business address at 1701 South 4th Street, Philadelphia, Pennsylvania 19148 (hereinafter "COMPANY").

WHEREAS, TLI is the owner of the Trademarks **Tony Luke's®** and **TONY LUKE'S OLD PHILLY STYLE SANDWICH** (hereinafter, the "Marks") by virtue of its use of the Mark in commerce in connection providing products and service in the food, restaurant and quick service restaurant fields and other related products and services;

WHEREAS, TLI has received federal registrations for the Marks from the United States Patent and Trademark Office ("USPTO") and such registrations have been designated as U.S. Reg. Nos. 2,912,248 and 2,986,813, respectively;

WHEREAS, TLI has, under a separate agreement, and in exchange for this assignment of these Marks and all goodwill associated therewith to COMPANY received valuable and adequate consideration; and

WHEREAS, COMPANY has agreed to acquire any and all rights that TLI possesses in these Marks including the USPTO Registrations, together with the goodwill in connection with which the Marks are being used, and which is symbolized by the Marks, along with the right to recover damages and profits for past infringements thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, TLI hereby assigns to COMPANY all right, title and interest in and to the Marks (and all Registrations and Applications filed in connection therewith) in the United States and throughout the entire world, together with (a) the goodwill of the business in connection with which the Marks are used and which is symbolized by the Marks; and (b) the right to recover for damages and profits for past infringements thereof;

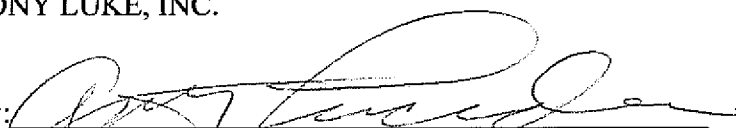
TLI agrees to execute and deliver at the request of the COMPANY, all papers, instruments, and assignments, and to perform any other reasonable acts the COMPANY may require in order to vest all TLI's rights title and interest in and to the Marks in the COMPANY and to supply evidence to support any of the foregoing in the event such evidence is in TLI's possession and such evidence is required by COMPANY.

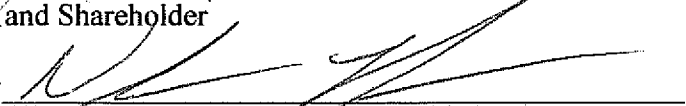
[Remainder intentionally left blank – signatures on next page]

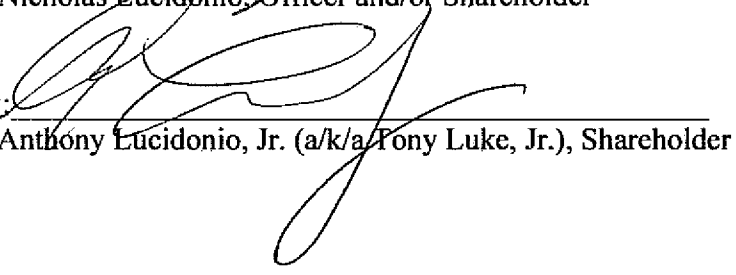
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TLI:

TONY LUKE, INC.

By: 
Anthony Lucidonio, Sr. (a/k/a Tony Luke, Sr.), President
and Shareholder

By: 
Nicholas Lucidonio, Officer and/or Shareholder

By: 
Anthony Lucidonio, Jr. (a/k/a Tony Luke, Jr.), Shareholder