

D



03-23-2000

02-14-2000

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #6

RECO:
TI



101296603

U.S. Department of Commerce

Patent and Trademark Office

OMB No. 0651-0011 (exp. 4/94)

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

1. Name of conveying party(ies):

Perkins Family Restaurants, L.P.

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

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

3. Nature of conveyance:

Assignment _____ Merger
Security Agreement _____ Change of

Name

Other _____

Execution Date **12/22/99**

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

Name: **The Restaurant Company**

Internal Address

Street Address: **6075 Poplar Avenue, Suite 800**

City: **Memphis** State: **Tennessee** Zip: **38119-4709**

Individual(s) citizenship _____
Association _____
General Partnership _____
Limited Partnership _____
 Corporation-State **Delaware**
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

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

A. Trademark Application No. (s):

B. Trademark Registration No. (s): **See attached**

Additional numbers attached? Yes No

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

Name: **Sharon L. Williamson**

Internal Address: **Fulbright & Jaworski**

Street Address: **600 Congress Avenue, Suite 2300**

City: **Austin** State: **Texas** Zip: **78701**

6. Total number of applications and registrations involved: **30**

7. Total fee (37 C.F.R. 3.41)----- **\$765.00**

Enclosed
 Authorized to be charged to deposit account if check insufficient or inadvertently omitted

8. Deposit account number: **50-1212/08001989PERL:063/MET**
(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.

Sharon L. Williamson

Name of Person Signing

Sharon Williamson

Signature

February 11, 2000

Date

Total number of pages including cover sheet, attachments and documents: **6**

Mail documents to be recorded with required cover sheet information to:

U.S. Patent and Trademark Office
Office of Public Records
Crystal Gateway 4, Room 335
Washington, D.C. 20231

03/22/2000 DCORATES 00000252 2286891

01 FC:481
02 FC:482

40.00 OP
725.00 OP

CERTIFICATE OF MAILING
37 C.F.R 1.8

I hereby certify that this correspondence is being deposited with the U.S. Postal Service as First Class Mail in an envelope addressed to: U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, D.C. 20231, on the date below:

February 11, 2000
Date

Sharon L. Williamson
Sharon L. Williamson

<u>MARK</u>	<u>APPLICATION OR REGISTRATION NO.</u>	<u>FILING OR REGISTRATION DATE</u>
-------------	--	--

KID PERKS	2,286,891	10/19/99
MORNING SUNRISE	2,187,924	09/08/98
PERKINS	809,680	06/07/66
PERKINS (in Oval)	1,203,149	07/27/82
PERKINS (in Script)	1,231,484	03/15/83
PERKINS RESTAURANTS and Design	1,237,817	05/10/83
BOTTOMLESS POT OF COFFEE	1,243,034	06/21/83
INCREDIBLE CROISSANT SUNDAES	1,253,127	10/04/83
MELON SUNBURST	1,265,168	01/24/84
PERKINS FAMILY RESTAURANT and Design	1,403,558	07/29/86
PERKINS FAMILY RESTAURANT BAKERY (in Oval)	1,403,560	07/29/86
PERKINS FAMILY RESTAURANT - BAKERY (in double Oval)	1,464,960	11/10/87
BOTTOMLESS CUP OF COFFEE	1,465,719	11/17/87
PERKINS FAMILY RESTAURANT (in double Oval)	1,475,417	02/02/88
MAGNIFICENT SEVEN	1,663,533	11/05/91
PERKINS PROMISE	1,679,722	03/17/92
MAMMOTH MUFFIN	1,751,454	02/09/93
FOXTAIL FOODS and Design	1,843,806	07/05/94
PERKINS, BREAKFAST, DINNER - AND EVERYTHING IN BETWEEN	1,856,091	09/27/94
TREMENDOUS TWELVE	1,897,634	06/06/95
PERKINS TAKE HOME BAKERY (in Oval Design)	1,939,671	12/05/95
OLE' ALL DAY	1,943,838	12/26/95
PERKINS PICKIN'S	1,968,261	04/16/96
PERKINS EXPRESS & BAKERY and Design	1,985,494	07/09/96
PERKINS BAKERY and Design	1,996,746	08/27/96
LUNCH IN A FLASH and Design	2,003,228	09/24/96
GRILLED SUB SUPREME	2,056,503	04/22/97
PERKINS CAFE AND BAKERY	2,121,878	12/16/97
PERKINS CAFE BAKERY AND DESIGN	75/556,858	09/17/98
PERKINS CAFE BAKERY	75/556,857	09/17/98

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"PERKINS FAMILY RESTAURANTS, L.P.", A DELAWARE LIMITED PARTNERSHIP,

WITH AND INTO "THE RESTAURANT COMPANY" UNDER THE NAME OF "THE RESTAURANT COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF DECEMBER, A.D. 1999, AT 3:30 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

2074711 8100M

001026543

0204575

AUTHENTICATION:

01-18-00

DATE:

CERTIFICATE OF MERGER
MERGING
PERKINS FAMILY RESTAURANTS, L.P.
WITH AND INTO
THE RESTAURANT COMPANY

* * * * *

Pursuant to Section 263
of the General Corporation
Law of the State of
Delaware

Pursuant to Section 263 of the General Corporation Law of the State of Delaware (the "GCL"), the undersigned corporation, The Restaurant Company, a Delaware corporation, does hereby certify the following information relating to the merger (the "Merger") of Perkins Family Restaurant, L.P., a Delaware limited partnership, with and into The Restaurant Company.

FIRST: The name and state of incorporation of each of the constituent corporations to the Merger is as follows:

NAME	STATE OF INCORPORATION
Perkins Family Restaurants, L.P.	Delaware
The Restaurant Company	Delaware

SECOND: An Agreement and Plan of Merger, dated December 22, 1999, between the parties to the Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 263(c) of the GCL.

THIRD: The name of the surviving corporation of the Merger is The Restaurant Company.

FOURTH: The certificate of incorporation of The Restaurant Company, as now in full force and effect, shall continue to be the certificate of incorporation of said surviving corporation until amended and changed pursuant to the provisions of the GCL.

FIFTH: The executed Agreement and Plan of Merger between the aforesaid constituent corporations is on file at the principal place of business of the aforesaid surviving corporation, the address of which is 6075 Poplar Avenue, Suite 500, Memphis, TN 38119.

SIXTH: A copy of the aforesaid Agreement and Plan of Merger will be furnished by the aforesaid surviving corporation, on request and without cost, to any stockholder of either of the aforesaid constituent corporations.

12646337.1 122099 1613C 99594434

SEVENTH: The merger shall be effective upon filing.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on this 22nd day of December, 1999.

THE RESTAURANT COMPANY

By: Donald F. Wiseman
Name: Donald F. Wiseman
Its: Vice President and Secretary

PERKINS FAMILY RESTAURANTS, L.P.

By: Steven R. McClellan
Name: The Restaurant Company
Its: General Partner
*By: Steven R. McClellan
Vice President*

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE RESTAURANT COMPANY" 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 EIGHTEENTH DAY OF JANUARY, A.D. 2000.

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.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2074711 8300

001026543

AUTHENTICATION: 0204578

DATE: 01-18-00

RECORDED: 02/14/2000

TRADEMARK
REEL: 002038 FRAME: 0059