

11-22-2002

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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

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

1. Name of conveying party(ies): MED 11-13-02 Giles Enterprises, Inc. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation-State - Alabama [] Other Additional name(s) of conveying party(ies) attached? [] Yes [x] No

2. Name and address of receiving party(ies) Name: Chester's International, LLC Internal Address: Legal Department Street Address: 2750 Gunter Park Drive West City: Montgomery State: AL Zip: 36121-0247 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [] Corporation-State [x] Other Limited Liability Company 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

3. Nature of conveyance: [x] Assignment [] Merger [] Security Agreement [] Change of Name [] Other Execution Date: September 30, 2002 (09/30/2002)

4. Application number(s) or registration number(s): A. Trademark Application No.(s) N/A B. Trademark Registration No.(s) 1883471; 1884056; 2240631; 1410390; 1947556 Additional number(s) attached [] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Nathan W. Johnson, Esq. Internal Address: Street Address: Bradley Arant Rose & White LLP 1819 Fifth Avenue North City: Birmingham State: AL Zip: 35203-2104

6. Total number of applications and registrations involved: 5 7. Total fee (37 CFR 3.41): \$ 140.00 [x] Enclosed 140 E [x] Authorized to be charged to deposit account 8. Deposit account number: 50-0954

OFFICE OF PUBLIC RECORDS 2002 NOV 13 AM 11: 25 FINANCE SECTION

9. Signature. Nathan W. Johnson, Esq. Reg. No. 44,173 Name of Person Signing Signature Date November 13, 2002 Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

11/21/2002 670N11 00000112 1883471

01 FC:8521 40.00 OP 02 FC:8522 100.00 OP

TRADEMARK REEL: 002620 FRAME: 0685

DEED OF ASSIGNMENT OF MARKS

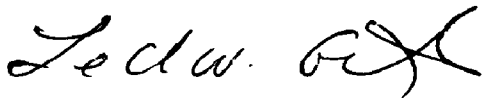
Giles Enterprises, Inc., ("Seller"), has adopted and is using the registered and unregistered trademarks and service marks identified on Schedule A (the "Marks"), which Schedule A is incorporated by this reference in this Deed of Assignment of Marks.

Chester's International, LLC, ("Buyer"), is desirous of acquiring the Marks, together with the goodwill of the business symbolized by such Marks, and any registrations or applications therefor.

NOW THEREFORE, on this the 30th day of September, 2002, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Seller does hereby assign and transfer to Buyer all right, title, and interest in and to the Marks, together with the goodwill of the business symbolized by such marks and the registrations or applications thereof, and all such quality control standards, records, protocols, and information as are necessary to maintain the continuity of the quality of the goods and services represented by each Mark. For purposes of Section 10 of the Lanham Act, 15 U.S.C. § 1060, Chester's International, LLC, is the successor of the portion of the business of Giles Enterprises, Inc., to which the intent to use applications, if any, listed on Schedule A pertain.

The Commissioner of Patents and Trademarks, and/or the regulatory authority for any individual State, is requested make the proper notation of such assignment on the trademark records of the United States of America and of such State.

GILES ENTERPRISES, INC.

By: 

Ted W. Giles
Its President

STATE OF ALABAMA

)

:

MONTGOMERY COUNTY

)

I, the undersigned, a notary public in and for said county in said state, hereby certify that Ted W. Giles, whose name is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 30th day of SEPTEMBER 2002.

Linda M. Vaughan
Notary Public

[NOTARIAL SEAL]

My commission expires: 9-13-06

SCHEDULE A

<u>Mark</u>	<u>Registration No.</u>	<u>Application No.</u>
Chester Fried & Design	1,883,471	74-802,090
	1,884,056	74-298,824
	2,240,631	75-439,718
	1,410,390	73-583,144
Chester Roast & Design	1,947,556	74-517,058