

FORM PTO-1618A  
Expires 06/30/99  
OMB 0651-0027

MRP  
11,14.00

D

12-08-2000

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

RE



EET

TO: The Commissioner of Patents and Tr.

101544230

Original document(s) or copy(ies).

**Submission Type**

New

Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_

Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

**Conveyance Type**

Assignment  License

Security Agreement

Merger

Change of Name

Other Release of Lien on Trademarks

Effective Date  
Month Day Year  
October 25, 2000

**Conveying Party** \_\_\_\_\_ M \_\_\_\_\_ parties attached

Name The Bank of New York

Formerly \_\_\_\_\_

Individual  General Partnership  Limited Partnership  Corporation

Other a national banking association

Citizenship/State of Incorporation/Organization \_\_\_\_\_

11-14-2000  
U.S. Patent & TMO/TM Mail Rpt Dt. #47

Execution Date  
Month Day Year  
October 25, 2000

**Receiving Party** \_\_\_\_\_ Mark if additional names of receiving parties attached

Name Arby's, Inc.

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 1000 Corporate Drive

Address (line 2) Ft. Lauderdale, Florida 33334

Address (line 3) \_\_\_\_\_

Individual  General Partnership  Limited Partnership  Association

Corporation

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached

12/07/2000 WITHALL 00000328 134520 73385889

01 FC:481 40.00 CH  
02 FC:482 1575.00 CH

FOR OFFICE USE ONLY

FORM PTO-1618A  
Expires 06/30/99  
OMB 0651-0027

Page 2

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

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name \_\_\_\_\_

Address (line 1) \_\_\_\_\_

Address (line 2) \_\_\_\_\_

Address (line 3) \_\_\_\_\_

Address (line 4) \_\_\_\_\_

**Correspondent Name and Address**

Area Code and Telephone Number 212-309-7015

Name Maura B. Leeds, Esq.

Address (line 1) Morgan, Lewis & Bockius LLP

Address (line 2) 1800 M Street, N.W.

Address (line 3) Washington, D.C. 20036

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

# 34

**Trademark Application Number(s) or Registration Number(s)**

**Trademark Application Number(s)**

See attached schedule

**Registration Number(s)**

See attached schedule

**Number of Properties** Enter the total number of properties involved. # 64

**Fee Amount** Fee Amount for Properties Listed (37 CFR 3.41): \$ 1615.00

Method of Payment: Enclosed \_\_\_\_\_ Deposit Account X

(Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: 13-4520

Authorization to charge additional fees: Yes X No \_\_\_\_\_

**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. Charges to deposit account are authorized, as indicated herein.*

Margaret A. Delacruz  
Name of Person Signing

  
Signature

November 14, 2000  
Date Signed

Schedule of Applications and Registrations

<u>Mark</u>	<u>Serial No.</u>	<u>Reg.No.</u>
ADVENTURE MEAL	73385889	1279135
ARBY'S	72268365	890631
ARBY'S	72268358	890565
ARBY'S	73083231	1065886
ARBY'S ALL-TIME FAVORITES	75206140	2119720
ARBY'S and New Hat Design	73087768	1081230
ARBY'S and New Hat Design in Circle	74717724	2071096
ARBY'S CHARITY TOUR THE ARBY'S FOUNDATION and Design	75254659	2202147
ARBY'S FOUNATION and Design	75491247	2356028
ARBY'S IN THE MORNING	75556432	
ARBY'S PREMIUM ROASTED ALL-TIME FAVORITES and Design	74586965	2018200
ARBY'S ROAST BEEF SANDWICH		24717
ARBY'S ROAST TOWN	74632425	2003663
ARBY'S ROCKIN' HAT RANCH	74729176	2048724
ARBY'S ROCKIN' HAT RANCH and Design	74735094	2082963
ARBY'S SAUCE	72255588	842177
ARBY-Q	73031166	1018115
ARBY-Q	74556371	1920035
AUTHENTIC PREMIUM ARBY'S ROAST TOWN and Design	74632763	2036071
BETTER THAN WHERE YOU'RE EATING	75032486	
CREATING ARBY'S FANATIC and Design	75567353	
GO WEST IT'S BETTER OUT HERE	74565291	1909055
GOOD THINGS COME IN THREES!	75577524	
GOOD THINGS COME IN TWOS!	75576257	
GREAT TASTES COME IN TWOS	75577531	
GREAT TASTES SIDE BY SIDE	75577525	
HAT Design	75296189	
HORSEY SAUCE	72255587	851991
NEIGHBORS IN NEED	74729133	1995605
P.T. NOODLE'S	74718481	2079950
P.T. NOODLE'S and Design	75023382	2067960
P.T. NOODLE'S	75152002	
RB ROAST BEEF SANDWICH and Old Hat Design	72261355	858385
RB ROAST BEEF SANDWICH and Old Hat Design	72283843	889787
SUPER SUB SUPPERS	74282071	1832498
THE GREAT ESCAPE FROM BORING BURGERS	74251067	1787655
THREE GREAT TASTES UNDER ONE ROOF	75577533	
TWO GREAT TASTES UNDER ONE ROOF	75577532	2400762

THE ONE BITE GUARANTEE	75352426	2388148
THEY'VE GOT THE TOYS, WE'VE GOT THE TASTE	75277576	2209714
VALUE ROUNDUP	75279106	
WE'VE GOT THE TASTE	75296487	2224781
ONE BITE GUARANTEE	75352446	2324813
ONION PETALS	75383048	
SELECT CHICKEN MENU	75277752	2289672
6-PACK-TO-GO	75393965	
TANGY SOUTHWEST SAUCE	75567555	2293792
5 BUCK VALUE ROUNDUP	75278185	2281975
6 BUCK VALUE ROUNDUP	75279108	
BRONCO BERRY SAUCE	75567854	2299866
FOR REAL ADULT TASTE, CHOOSE A REAL ADULT PLACE	75296486	2213452
JALAPENO BITES	75369379	2254562
LOVE BEEF? THINK ARBY'S	75352428	
LOVE CHICKEN? THINK ARBY'S	75352427	2324812
LOVE FOOD? THINK ARBY'S	75318092	2223257
BIG MONTANA	74717247	2122092
CUSTOM COMBO	74521766	1966006
GIANT SIZE IT!	75318645	2197660
ROAST CHICKEN SANTA FE	74617525	1997686
DIFFERENT IS GOOD	74251390	1722859
PASTA CONNECTION	75576209	2318543
SIDEKICKERS	75246804	2189934
ARBY-Q	74604677	1930031
P.T. NOODLES A FRESH TWIST ON PASTA	75335036	

Release of Lien on Trademarks

This Release of Lien on Trademarks (the "Release"), dated as of October 25, 2000 is made by The Bank of New York ("Bank"), as administrative agent (together with its successor(s) thereto, in such capacity the "Administrative Agent") for each of the Secured Parties as defined in the Credit Agreement, dated as of February 25, 1999 (the "Credit Agreement"), among the Borrowers, the Lenders and the Agents named therein, in favor of Arby's, Inc., a Delaware Corporation ("Grantor"). Capitalized terms used in this Release without definition have the meaning assigned to them in the Credit Agreement.

WHEREAS, Grantor entered into a Trademark Security Agreement ("Security Agreement") dated as of February 25, 1999 and recorded in the Patent and Trademark Office (the "PTO") as of May 4, 1999 at Reel 1887, Frame 0626, pursuant to which Grantor granted a security interest to the Bank in certain Trademark Collateral as such term is defined in the Security Agreement, including the trademark applications and registrations set forth on Schedule A attached hereto (the "Released Trademarks") to secure the performance of certain obligations (the "Obligations");

WHEREAS, the Obligations have now been satisfied, Grantor has requested that the Bank release any and all interest it may have in the Released Trademarks, and the Bank has agreed to do so.

NOW, THEREFORE, in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, the Bank does hereby release, relinquish and discharge its security interest in, to and under the Released Trademarks.

IN WITNESS WHEREOF, the Bank has caused this Release to be duly executed as of the date hereinabove set forth.

THE BANK OF NEW YORK,  
as Administrative Agent

By: \_\_\_\_\_

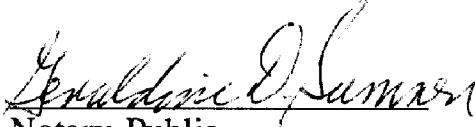
Name: James J. Ducey

Title: Vice President

STATE OF NY )  
 )  
COUNTY OF NY )

ss:

On the 25th day of October, 2000 before me and personally came James J. Ducey, to me known, who, being by me duly sworn, did depose and say that he resides at One Wall Street, NY, NY; that he is a Vice President of The Bank of New York, the bank described in and which executed the above instrument; that he signed his name thereto on behalf of said bank; and that he acknowledged said instrument to be the free act and deed of said bank.

  
Notary Public

GERALDINE D. SUMNER  
NOTARY PUBLIC, State of New York  
No. 01SU4801816  
Qualified in Kings County  
Commission Expires May 31, 2001

Arby's Inc.

FILE NO. AND COUNTRY	FILE TITLE	CLASS(ES)	GOODS/SERVICES	APPLICATION NUMBER AND DATE	REGISTRATION NUMBER AND DATE	CURRENT OWNER AND FOREIGN ASSOCIATE
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United States

ARBY:094

ADVENTURE MEAL

30

A complete meal for consumption on or off the premises composed primarily of a sandwich served with french fries and soft drinks.

Appl.: 385,889

09/16/1982

Reg:

1,279,135  
05/22/1984

Arby's, Inc.

United States

MK

Sits.: REGISTERED

COMMENTS:

NEXT ACTIONS:

05/22/2004 Next Renewal Date

FILE NO. AND COUNTRY      FILE TITLE      CLASS(ES)      GOODS/SERVICES      APPLICATION NUMBER AND DATE      REGISTRATION NUMBER AND DATE      CURRENT OWNER AND FOREIGN ASSOCIATE

United States

ARBY:011--- ARBY'S      42      Restaurant services.      Appl.: 72768,365      Reg.: 890,631      Arby's Inc.  
 04/05/1967      05/05/1970  
 United States      Sits.: REGISTERED  
 MK      COMMENTS:  
 NEXT ACTIONS:  
 05/05/2000 / Next Renewal Date

United States

ARBY:095--- ARBY'S      29,30,32,33      Ready to eat roast beef sandwiches, milk shakes, milk, cider and prepared coffee and tea; and soft drinks.      Appl.: 268,358      Reg.: 890,565      Arby's, Inc.  
 04/05/1967      05/05/1970  
 United States      Sits.: REGISTERED  
 MK      COMMENTS:  
 NEXT ACTIONS:  
 05/05/2000 Next Renewal Date  
 Renewal (2nd)

United States

ARBY:096--- ARBY'S      29,30,32,33      29: Coleslaw, potato cakes, french fries, and milk;  
 30: Ready-to-eat roast beef sandwiches, roast beef and cheese sandwiches, hot ham and cheese sandwiches, turkey sandwiches, hot dog sandwiches, hamburger sandwiches, milk shakes, fruit turnovers, coffee, tea and hot chocolate;  
 32: Soft drinks;  
 33: Apple cider.      Appl.: 73083,231      Reg.: 1,065,886      Arby's, Inc.  
 04/08/1976      05/17/1977  
 United States      Sits.: Renewed  
 MK      COMMENTS:  
 NEXT ACTIONS:  
 05/17/2007 Next Renewal Date  
 DEADLINE



. NO. AND COUNTRY      FILE TITLE      CLASS(ES)      GOODS/SERVICES      APPLICATION NUMBER AND DATE      REGISTRATION NUMBER AND DATE      CURRENT OWNER AND FOREIGN ASSOCIATE

ARBY:291---      ARBY'S ALL-TIME FAVORITES      42      Restaurant services.      Appl.: 75/206,140 12/02/1996      Reg.: 2,119,720 12/09/1997      Arby's, Inc.

United States  
 MK  
 Sits.: Registered

COMMENTS:  
 NEXT ACTIONS:  
 12/09/2002 S.&15 Affil Date 1  
 06/09/2003 S.&15 Affil Date 2  
 12/09/2003 S.&15AFFT.DEADLINE  
 12/09/2007 Next Renewal Date

United States

ARBY:012---      ARBY'S and New Hat Design      29,30,32,42      French fries, potato cakes, and coleslaw for consumption on or off the premises, sandwiches, fruit turnovers, coffee, tea, and milk shakes for consumption on or off the premises, soft drinks for consumption on or off the premises, restaurant services

United States  
 MK  
 Sits.: Renewed

COMMENTS:  
 NEXT ACTIONS:  
 01/03/2006 Next Renewal Date DEADLINE

ARBY:069 ---  
United States  
MK

FILE TITLE  
ARBY'S and New Hat  
Design In Circle (Black  
Background)

CLASS(ES)  
29,30,32

GOODS/SERVICES  
29: French fries, potato cakes, fruit salad,  
garden salad, sliced vegetables and coleslaw  
for consumption on or off the premises;  
30: Roast beef sandwiches, roast beef and  
cheese sandwiches, hot ham and cheese  
sandwiches, turkey sandwiches, hot dog  
sandwiches, hamburger sandwiches,  
sandwiches, macaroni salad, pasta salad,  
fruit turnovers, coffee, tea and milkshakes for  
consumption on or off the premises;  
32: soft drinks for consumption on or off the  
premises.

APPLICATION  
NUMBER AND DATE  
Appl.: 74/717,724  
08/18/1995

REGISTRATION  
NUMBER AND DATE  
Reg.: 2,071,096  
08/17/1997

CURRENT OWNER  
AND  
FOREIGN ASSOCIATE  
Arby's, Inc.

Sits.: Registered

COMMENTS:

NEXT ACTIONS:

08/17/2002 S.08.15 Affil Date 1  
12/17/2002 S.08.15 Affil Date 2  
08/17/2003 S.08.15AFFT.DEADLINE  
08/17/2007 Next Renewal Date

FILE NO. AND COUNTRY:   
 APPLICATION NUMBER AND DATE:   
 REGISTRATION NUMBER AND DATE:   
 CURRENT OWNER AND FOREIGN ASSOCIATE:

tates

ARBY'S CHARITY TOUR 36 Charity fund raising by conducting golf tournaments  
 THE ARBY'S FOUNDATION and Design  
 United States  
 MK

App.: 75/254,659 03/10/1997  
 Reg.: 2,202,147 11/03/1996  
 Sits.: Registered

Arby's, Inc.  
 NEXT ACTIONS:  
 11/03/2003 S.8&15 Affil Date 1  
 05/03/2004 S.8&15 Affil Date 2  
 11/03/2004 S.8&15AFFT.DEADLINE  
 11/03/2008 Next Renewal Date

COMMENTS:

ARBY:336---  
 United States  
 MK

ARBY'S FOUNDATION and Design 36 Charitable fund raising.

App.: 75/491,247 05/26/1998  
 Reg.:  
 Sits.: Pending

NEXT ACTIONS:

FILE NO. AND COUNTRY	FILE TITLE	CLASS(ES)	GOODS/SERVICES	APPLICATION NUMBER AND DATE	REGISTRATION NUMBER AND DATE	CURRENT OWNER AND FOREIGN ASSOCIATE
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United States MK	ARBY'S IN THE MORNING	42	Restaurant services.	Appl.: 75/556,432 09/23/1998	Reg.: <input type="text"/>	Arby's, Inc.
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Sits.: Pending

**NEXT ACTIONS:**

12/23/1998 Status 3 mon. TM - Foreign Filing Deadline

03/23/1999 TM - Foreign Filing Deadline

United States MK	ARBY'S PREMIUM ROASTED ALL-TIME FAVORITES and Design	42	Restaurant services.	Appl.: 74/586,865 10/18/1994	Reg.: 2,018,200 11/19/1996	Arby's, Inc.
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Sits.: REGISTERED

**NEXT ACTIONS:**

11/19/2001 S.&&15 Aff'd Date 1

05/19/2002 S.&&15 Aff'd Date 2

11/19/2002 S.&&15AFFT.DEADLINE

11/19/2006 Next Renewal Date

COMMENTS: "PREMIUM ROASTED" disclaimed.

FILE NO. AND COUNTRY	FILE TITLE	CLASS(ES)	GOODS/SERVICES	APPLICATION NUMBER AND DATE	REGISTRATION NUMBER AND DATE	CURRENT OWNER AND FOREIGN ASSOCIATE
ARBY:061WW- United States MK	ARBY'S ROAST BEEF SANDWICH	29	Foods and ingredients of foods, particularly, roast beef sandwiches.	Appl.: <input type="text"/> Sits.: Registered	Reg.: 24,717 10/03/1968	Arby's, Inc.
ARBY:067- United States MK	ARBY'S ROAST TOWN	42	Restaurant services.	Appl.: 74/632,425 02/10/1995 Sits.: REGISTERED	Reg.: 2,003,663 09/24/1996	Arby's, Inc.

COMMENTS:

NEXT ACTIONS:  
 09/24/2001 S.8&15 Affr Date 1  
 03/24/2002 S.8&15 Affr Date 2  
 09/24/2002 S.8&15AFFT.DEADLINE  
 09/24/2008 Next Renewal Date

FILE NO. AND COUNTRY: **United States**  
 MK

FILE TITLE: **ARBY'S ROCKIN' HAT RANCH**  
 CLASS(ES): **41,42**

GOODS/SERVICES: Educational services, namely conducting classes, workshops, and training directed to at-risk children in the fields of self-confidence enhancement, leadership and value system formation; I.C. 41; providing campground and retreat facilities, namely, a place where at-risk children and non-professional counselors can meet, sleep, eat, and participate in various indoor and outdoor activities; I.C. 42.

APPLICATION NUMBER AND DATE: **74/729,176**  
 REGISTRATION NUMBER AND DATE: **2,048,724**  
**09/14/1995**  
**04/01/1997**

STATUS: **REGISTERED**

CURRENT OWNER AND FOREIGN ASSOCIATE: **Arby's, Inc.**

**United States**

ARBY:004...  
 United States  
 MK

41: Educational services, namely, conducting classes, workshops, and training directed to at-risk children in the fields of self-confidence enhancement, leadership and value system formation; I.C. 41; providing campground and retreat facilities, namely, a place where at-risk children and non-professional counselors can meet, sleep, eat, and participate in various indoor and outdoor activities; I.C. 42.

**COMMENTS:**

**NEXT ACTIONS:**

04/01/2002 S.8&15 Affil Date 1  
 10/01/2002 S.8&15 Affil Date 2  
 04/01/2003 S.8&15AFFT.DEADLINE  
 04/01/2007 Next Renewal Date

**United States**

ARBY:060...  
 United States  
 MK

FILE TITLE: **ARBY'S ROCKIN' HAT RANCH and Design**  
 CLASS(ES): **41,42**

41: Educational services, namely, conducting classes, workshops, and training directed to at-risk children in the fields of self-confidence enhancement, leadership, and value system formation; and  
 42: providing campground and retreat facilities, namely, a place where at-risk children and non-professional counselors can meet, sleep, eat, and participate in various indoor and outdoor activities.

**COMMENTS:**

**NEXT ACTIONS:**

07/29/2002 S.8&15 Affil Date 1  
 01/29/2003 S.8&15 Affil Date 2  
 07/29/2003 S.8&15AFFT.DEADLINE  
 07/29/2007 Next Renewal Date

APPLICATION NUMBER AND DATE: **74/735,094**  
 REGISTRATION NUMBER AND DATE: **2,082,963**  
**09/20/1995**  
**07/29/1997**

STATUS: **Registered**

CURRENT OWNER AND FOREIGN ASSOCIATE: **Arby's, Inc.**

**United States**

FILE NO. AND COUNTRY	FILE TITLE	CLASS(ES)	GOODS/SERVICES	APPLICATION NUMBER AND DATE	REGISTRATION NUMBER AND DATE	CURRENT OWNER AND FOREIGN ASSOCIATE
ARBY:100--- United States MK	ARBY'S SAUCE	30	Meat sauce.	Appl.: 72255,588 10/03/1966	Reg.: 842,177 01/09/1968	Arby's, Inc.
<p>Sits.: REGISTERED</p> <p>NEXT ACTIONS: 01/09/2008 Next Renewal Date Renewal (2nd)</p>						

FILE NO. AND COUNTRY	FILE TITLE	CLASS(ES)	GOODS/SERVICES	APPLICATION NUMBER AND DATE	REGISTRATION NUMBER AND DATE	CURRENT OWNER AND FOREIGN ASSOCIATE
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mark.

United States

ARBY:071--

ARBY-Q

29

Ready to eat barbecued beef sandwiches for consumption on or off the premises.

Appl.: 73/031,166  
09/05/1974

Reg.: 1,018,115  
08/12/1975

Arby's, Inc.

MK

Sils.: Renewed

NEXT ACTIONS:

08/12/2005 Next Renewal Date

ARBY:101--

ARBY-Q

30

Sandwiches and food sauces for the consumption on or off the premises.

Appl.: 74/556,371  
09/02/1984

Reg.: 1,920,035  
09/19/1995

Arby's, Inc.

MK

Sils.: REGISTERED

NEXT ACTIONS:

09/19/2000 S.&15 Affil Date 1

03/19/2001 S.&15 Affil Date 2

09/19/2001 S.&15AFFT.DEADLINE

09/19/2005 Next Renewal Date

COMMENTS:



FILE NO. AND COUNTRY      FILE TITLE      CLASS(ES)      GOODS/SERVICES      APPLICATION NUMBER AND DATE      REGISTRATION NUMBER AND DATE      CURRENT OWNER AND FOREIGN ASSOCIATE

United States

ARBY:041—  
 United States  
 MK

AUTHENTIC PREMIUM  
 ARBY'S ROAST TOWN  
 and Design

42

Restaurant services.

Appl.: 74/632,763  
 02/10/1995

Reg.: 2,036,071  
 02/04/1997

Arby's, Inc.

Sits.: REGISTERED

COMMENTS:

NEXT ACTIONS:

02/04/2002 S.8&15 Affil Date 1  
 08/04/2002 S.8&15 Affil Date 2  
 02/04/2003 S.8&15AFFT.DEADLINE  
 02/04/2007 Next Renewal Date

FILE NO.

AND

COUNTRY

FILE TITLE

CLASS(ES)

GOODS/SERVICES

APPLICATION  
NUMBER AND DATE

REGISTRATION  
NUMBER AND DATE

CURRENT OWNER  
AND  
FOREIGN ASSOCIATE

United States

ARBY:177---

BETTER THAN WHERE  
YOU'RE EATING

United States

MK

42

Restaurant and carry-out restaurant services.

Appl.: 75/032,486

12/14/1995

Reg.:

Arby's, Inc.

Sils.: Pending

NEXT ACTIONS:

05/19/1999 Statement of Use-Extension 5

CURRENT OWNER  
AND  
FOREIGN ASSOCIATE

APPLICATION  
NUMBER AND DATE

REGISTRATION  
NUMBER AND DATE

GOODS/SERVICES

CLASS(ES)

FILE TITLE

United States

ARBY:347---

CREATING ARBY'S  
FANATICS and Design

United States

MK

29,30,32,41,42,29: French fries, potato cakes, fruit salad, garden salad, sliced vegetables and coleslaw for consumption on or off the premises;  
30: Sandwiches, macaroni salad, pasta salad, fruit turnovers, coffee, tea and milkshakes for consumption on or off the premises;  
32: Soft drinks for consumption on or off the premises;  
41: Educational services, namely conducting conventions in the field of restaurant management and restaurant employee training, and distributing course materials in connection therewith;  
42: Restaurant services.

Appl.: 75/567,353

10/08/1998

Reg.:

Sits.: Pending

Arby's, Inc.

**NEXT ACTIONS:**

01/08/1999 Status 3 mon. TM -- Foreign Filing Deadline

04/08/1999 TM -- Foreign Filing Deadline

FILE NO. AND COUNTRY	FILE TITLE	CLASS(ES)	GOODS/SERVICES	APPLICATION NUMBER AND DATE	REGISTRATION NUMBER AND DATE	CURRENT OWNER AND FOREIGN ASSOCIATE
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ARBY:151--  
United States  
MK

GO WEST IT'S BETTER  
OUT HERE

42

Restaurant services.

Appl.: 74/565,291  
08/24/1994

Reg.: 1,909,055  
08/01/1995

Arby's, Inc.

Stls.: REGISTERED

COMMENTS:

NEXT ACTIONS:

08/01/2000 S.&15 Affil Date 1

02/01/2001 S.&15 Affil Date 2

08/01/2001 S.&15AFFT.DEADLINE

08/01/2005 Next Renewal Date  
DEADLINE

FILE NO. AND COUNTRY      FILE TITLE      CLASS(ES)      GOODS/SERVICES      APPLICATION NUMBER AND DATE      REGISTRATION NUMBER AND DATE      CURRENT OWNER AND FOREIGN ASSOCIATE

ARBY:349--  
United States      GOOD THINGS COME IN THREES!  
MK      42      Restaurant services.  
Appl.: 75/577,524      Reg.:  
10/27/1998      Pending      Arby's, Inc.  
Sits.:  
NEXT ACTIONS:  
01/27/1999      Status 3 mon. TM -- Foreign Filing Deadline  
04/27/1999      TM -- Foreign Filing Deadline

United States  
ARBY:348--  
United States      GOOD THINGS COME IN TWOS!  
MK      42      Restaurant services.  
Appl.: 75/576,257      Reg.:  
10/27/1998      Pending      Arby's, Inc.  
Sits.:  
NEXT ACTIONS:  
01/27/1999      Status 3 mon. TM -- Foreign Filing Deadline  
04/27/1999      TM -- Foreign Filing Deadline

United States  
ARBY:355--  
United States      GREAT TASTES COME IN TWOS  
MK      42      Restaurant services.  
Appl.: 75/577,531      Reg.:  
10/27/1998      Pending      Arby's, Inc.  
Sits.:  
NEXT ACTIONS:  
01/27/1999      Status 3 mon. TM -- Foreign Filing Deadline  
04/27/1999      TM -- Foreign Filing Deadline

FILE TITLE CLASS(ES) GOODS/SERVICES APPLICATION NUMBER AND DATE REGISTRATION NUMBER AND DATE CURRENT OWNER AND FOREIGN ASSOCIATE

United States

ARBY:354-- GREAT TASTES SIDE BY 42 Restaurant services.

United States  
MK

Appl.: 75/577,525  
10/27/1998 Reg.: [ ]  
Atby's, Inc.

Sits.: Pending

NEXT ACTIONS:

01/27/1999 Status 3 mon. TM -- Foreign Filing Deadline

04/27/1999 TM - Foreign Filing Deadline

ARBY:317-- HAT Design 42 Restaurant and carry-out restaurant services.  
United States  
MK

Appl.: 75/296,189  
05/22/1997 Reg.: [ ]  
Atby's, Inc.

Sits.: Published

NEXT ACTIONS:

12/16/1998 Statement of Use-Extension 2

FILE NO. AND COUNTRY	FILE TITLE	CLASS(ES)	GOODS/SERVICES	APPLICATION NUMBER AND DATE	REGISTRATION NUMBER AND DATE	CURRENT OWNER AND FOREIGN ASSOCIATE
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ARBY:090—  
United States  
MK

HORSEY SAUCE

30

Meat sauce, sold only in applicant's carry-out  
restaurants.

Appl.: 255,587  
10/03/1966

Reg: 851,991  
07/02/1968

Arby's, Inc.

COMMENTS:

Sils.: REGISTERED

NEXT ACTIONS:

07/02/2008 Next Renewal Date

FILE NO. AND COUNTRY      FILE TITLE      CLASS(ES)      GOODS/SERVICES      APPLICATION NUMBER AND DATE      REGISTRATION NUMBER AND DATE      CURRENT OWNER AND FOREIGN ASSOCIATE

United States      MK      NEIGHBORS IN NEED      42      For charitable services, namely providing food to families facing short-term crises due to job loss      Appl.: 74729,133      Reg.: 1,995,605      Airby's, Inc.

08/14/1995

08/20/1996

COMMENTS:

# Sls.: REGISTERED

NEXT ACTIONS:

- 08/20/2001 S.8&15 Affil Date 1
- 02/20/2002 S.8&15 Affil Date 2
- 08/20/2002 S.8&15AFFT.DEADLINE
- 08/20/2006 Next Renewal Date

United States

Status Renord by Country      08/14/1995



FILE NO. AND COUNTRY	FILE TITLE	CLASS(ES)	GOODS/SERVICES	APPLICATION NUMBER AND DATE	REGISTRATION NUMBER AND DATE	CURRENT OWNER AND FOREIGN ASSOCIATE
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United States  
MK

P. T. NOODLE'S 42 Restaurant and carry-out restaurant services.

Appl.: 74718,481  
08/18/1995

Reg.: 2,079,950  
07/15/1997

Arby's, Inc.

COMMENTS:

Sits.: Registered

NEXT ACTIONS:

- 07/15/2002 S.&15 Affil Date 1
- 01/15/2003 S.&15 Affil Date 2
- 07/15/2003 S.&15AFFT.DEADLINE
- 07/15/2007 Next Renewal Date

United States  
MK

P. T. NOODLE'S and Design 42 Restaurant and carry-out restaurant services.

Appl.: 75023,382  
11/22/1995

Reg.: 2,067,960  
08/03/1997

Arby's, Inc.

COMMENTS:

Sits.: Registered

NEXT ACTIONS:

- 08/03/2002 S.&15 Affil Date 1
- 12/03/2002 S.&15 Affil Date 2
- 06/03/2003 S.&15AFFT.DEADLINE
- 06/03/2007 Next Renewal Date

FILE NO. AND COUNTRY	FILE TITLE	CLASS(ES)	GOODS/SERVICES	APPLICATION NUMBER AND DATE	REGISTRATION NUMBER AND DATE	CURRENT OWNER AND FOREIGN ASSOCIATE
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United States

ARBY:296---

P. T. NOODLE'S

25

T-shirts and hats.

Appl.: 75/152,002  
08/19/1996

Reg.: [ ]

Arby's, Inc.

United States  
MK

Sils.: PUBLISHED

NEXT ACTIONS:

12/24/1998 Statement of Use-Extension 3

FILE NO. AND COUNTRY	FILE TITLE	CLASS(ES)	GOODS/SERVICES	APPLICATION NUMBER AND DATE	REGISTRATION NUMBER AND DATE	CURRENT OWNER AND FOREIGN ASSOCIATE
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COMMENTS:

United States

ARBY:098--  
United States  
MK

RB ROAST BEEF  
SANDWICH and Old Hat  
Design

42

Restaurant services.

Appl.: 72/261,355  
12/23/1966

Reg.: 858,385  
10/08/1968

Atby's Inc., DE corp

Sits.: REGISTERED

NEXT ACTIONS:

10/08/2008 Next Renewal Date  
Renewal (2nd)

COMMENTS:

ARBY:099  
United States  
MK

RB ROAST BEEF  
SANDWICH and Old Hat  
Design

29,30,33

Ready to eat roast beef sandwiches, milk  
shakes, milk, cider and prepared coffee and  
tea.

Appl.: 72/263,843  
11/01/1967

Reg.: 889,787  
04/21/1970

Atby's Inc.

Sits.: REGISTERED

NEXT ACTIONS:

04/21/2000 Next Renewal Date  
Renewal (2nd)

FILE NO. AND COUNTRY      FILE TITLE      CLASSES)      GOODS/SERVICES      APPLICATION NUMBER AND DATE      REGISTRATION NUMBER AND DATE      CURRENT OWNER AND FOREIGN ASSOCIATE

ARBY:104-      SUPER SUB SUPPERS      42      Restaurant services.      Appl.: 74/282,071      Reg.: 1,832,498      Atby's, Inc.

United States                          08/04/1992           04/19/1994

MX                          Site.: REGISTERED

COMMENTS:

- NEXT ACTIONS:
- 04/19/1999 S.88.15 Affil Date 1
  - 10/19/1999 S.88.15 Affil Date 2
  - 04/19/2000 S.88.15AFFT.DEADLINE Renewal (2nd)
  - 04/19/2004 Next Renewal Date Renewal (2nd)

FILE NO. AND COUNTRY	FILE TITLE	CLASS(ES)	GOODS/SERVICES	APPLICATION NUMBER AND DATE	REGISTRATION NUMBER AND DATE	CURRENT OWNER AND FOREIGN ASSOCIATE
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United States

ARBY:105--  
United States  
MK

THE GREAT ESCAPE  
FROM BORING BURGERS

42

Restaurant services.

Appl.: 74/251,067  
03/02/1992

Reg.: 1,787,855  
08/10/1993

Atby's, Inc.

Sta.: REGISTERED

NEXT ACTIONS:

08/10/2003 Next Renewal Date

FILE NO. AND COUNTRY	FILE TITLE	CLASS(ES)	GOODS/SERVICES	APPLICATION NUMBER AND DATE	REGISTRATION NUMBER AND DATE	CURRENT OWNER AND FOREIGN ASSOCIATE
ARBY:363-- United States MK	THREE GREAT TASTES UNDER ONE ROOF	42	Restaurant services.	Appl.: 75/577,533 10/27/1998	Reg.: <input type="text"/>	Arby's, Inc.
<b>NEXT ACTIONS:</b>						
01/27/1999 Status 3 mon. TM -- Foreign Filing Deadline						
04/27/1999 TM -- Foreign Filing Deadline						

FILE NO. AND COUNTRY	FILE TITLE	CLASS(ES)	GOODS/SERVICES	APPLICATION NUMBER AND DATE	REGISTRATION NUMBER AND DATE	CURRENT OWNER AND FOREIGN ASSOCIATE
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**COMMENTS:**

United States

ARBY:352--  
United States  
MK

TWO GREAT TASTES  
UNDER ONE ROOF

42

Restaurant services.

App.: 75/577,532  
10/27/1998

Reg.:

Arby's, Inc.

Sits.: Pending

**NEXT ACTIONS:**

01/27/1999 Status 3 mon. TM - Foreign Filing Deadline

04/27/1999 TM - Foreign Filing Deadline

Trademark Applicant Country	Serial No. Reg. No.	Filing Date Reg. Date	Renewed	Term
----- THE ONE SITE GUARANTEE Arby's, Inc. UNITED STATES	73/252,428	09/03/1997 09/03/1997 09/03/1997	00/00/0000	-----

THEY'VE GOT THE TOYS. WE'VE GOT THE TASTE Arby's, Inc. UNITED STATES	75/277,576	04/21/1997 00/00/0000	00/00/0000	
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VALUE BOUNCUP Arby's, Inc. UNITED STATES	75/278,106	04/22/1997 00/00/0000	00/00/0000	
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WE'VE GOT THE TASTE Arby's, Inc. UNITED STATES	75/296,487	03/22/1997 00/00/0000	00/00/0000	
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LAW MANAGER - TRADEMARK LIST REPORT  
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 SENT BY TRADEMARK

Our Ref. Client Code Client Ref.	Trademark Applicant Country	Serial No. Reg. No.	Filing Date App. Date	Received	Term
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ONE SITE GUARANTEE  
 ARBY'S, INC.  
 UNITED STATES

75/312.446      09/05/1997      \*\*/\*\*/\*\*\*\*  
 \*\*/\*\*/\*\*\*\*

ONION PASTES  
 ARBY'S, INC.  
 UNITED STATES

75/262.848      09/17/1997      \*\*/\*\*/\*\*\*\*  
 \*\*/\*\*/\*\*\*\*

SELECT CHICKEN MENU  
 ARBY'S, INC.  
 UNITED STATES

75/277.732      04/21/1997      \*\*/\*\*/\*\*\*\*  
 \*\*/\*\*/\*\*\*\*

SIX PACK TO GO  
 ARBY'S, INC.  
 UNITED STATES

75/393.985      11/21/1997      \*\*/\*\*/\*\*\*\*  
 \*\*/\*\*/\*\*\*\*

TARGY SOUTHWEST SAUCE  
 ARBY'S  
 UNITED STATES

75/347.553      10/08/1994      \*\*/\*\*/\*\*\*\*  
 \*\*/\*\*/\*\*\*\*

ARBY'S TRADEMARKS - PENDING

LAW MANAGER - TRADEMARK LIST REPORT  
 -----  
 Sort By TRADEMARK

Trademark Applicant Country	Serial No. Reg. No.	Filing Date Reg. Date	Renewed	Term
8 BUCK VALUE ROUNDUP Arby's, Inc. UNITED STATES	75/278.185	04/21/1997	00/00/0000	
8 BUCK VALUE ROUNDUP Arby's, Inc. UNITED STATES	75/279.108	04/22/1997	00/00/0000	

BRONCO BERRY SAUCE Arby's, Inc. UNITED STATES	75/367.834	10/04/1998	00/00/0000	
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FOR REAL ADULT TASTE. CHOOSE A REAL ADULT PLACE Arby's, Inc. UNITED STATES	75/396.484	05/22/1997 00/00/0000	00/00/0000	
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JALAPENO BITES Arby's, Inc. UNITED STATES	75/369.379	10/07/1997 00/00/0000	00/00/0000	
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LOVE BEET? THINK ARBY'S Arby's, Inc. UNITED STATES	75/352.428	09/25/1997 00/00/0000	00/00/0000	
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LOVE CHICKEN? THINK ARBY'S Arby's, Inc. UNITED STATES	75/352.427	09/01/1997 00/00/0000	00/00/0000	
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LOVE POOD? THINK ARBY'S Arby's, Inc. UNITED STATES	75/318.092	07/01/1997 00/00/0000	00/00/0000	
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ARBY'S TRADEMARKS - REGISTERED

LAW MANAGER - TRADEMARK LIST REPORT

\*\*\*\*\*  
 Sort By Trademark

Our Ref.  
 Client Code  
 Client Ref.

Trademark Applicant Country	Serial No. Reg. No.	Filing Date Reg. Date	Renewed	Term
BIG MONTANA Arby's, Inc. UNITED STATES	74/717,247 2,122,092	08/18/1995 12/16/1997	12/19/2007	10
CUSTOM COMBO Arby's, Inc. UNITED STATES	74/821,766 1,966,806	05/02/1994 04/02/1998	04/02/2008	10
GRANT BIER IT! Arby's, Inc. UNITED STATES	73/318,645 2,137,660	07/02/1997 10/30/1998	10/10/2008	10
GO WEST IT'S BETTER OUT HERE Arby's, Inc. UNITED STATES	74/345,291 2,909,045	08/24/1994 08/01/1995	08/01/2005	10
ROAST CHICKEN SANTA FE Arby's, Inc. UNITED STATES	74/617,525 1,997,686	01/03/1995 04/27/1996	04/27/2006	10
SUPER SUB SUPPER Arby's Inc. UNITED STATES	74/382,871 1,832,496	04/04/1992 04/19/1994	04/19/2004	10

**Arby's Inc.**

MARK	COUNTRY	REGISTRATION/ SERIAL NO.	REGISTRATION/ FILING DATE
ARBY'S ROAST TOWN	United States	2,036,071	2/4/97
DIFFERENT IS GOOD	United States	<del>1,772,859</del> 1722859	10/6/92
ARBY'S	United States	1,081,230	1/3/78
RB ROAST BEEF SANDWICH IS DELICIOUS	United States	889,787	4/21/70
RB ROAST BEEF SANDWICH IS DELICIOUS	United States	858,385	10/8/68
PASTA CONNECTION	United States	75/576,209	10/27/98
SIDEKICKERS	United States	2,189,934	9/15/98
ARBY-Q	United States	1,930,031	10/24/95
P. T. NOODLES A FRESH TWIST ON PASTA	United States	75/335036	8/4/97

1800 M Street, N.W.  
Washington, D.C. 20036-5869  
202-467-7000  
Fax: 202-467-7176

Morgan, Lewis  
& Bockius LLP  
C O U N S E L O R S   A T   L A W

**Margaret A. Delacruz**  
Legal Assistant  
202-467-7738  
mdelacruz@morganlewis.com



November 14, 2000

**VIA HAND DELIVERY**



11-14-2000

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #47

Commissioner for Trademarks  
Box Assignments  
2900 Crystal Drive  
Arlington, Virginia 22202-3513  
**Attention: Assignment Branch**

Re: Recordation of Trademark Security Release  
Our Ref.: 63428-0018

Dear Madam:

I enclose for recording at the Assignment Branch a Release of Security Interests in Trademarks from The Bank of New York to Arby's, Inc. This document is being filed to update record title to the sixty-four registrations and applications set forth on the attached schedule.

The details of this recording are set out in the enclosed Recordation Form Cover Sheet in compliance with the Patent and Trademark Office Rules. We authorize the recordation fee of \$1,615.00, and any additional fees, be charged to the deposit account of Morgan, Lewis & Bockius LLP, Account No. 13-4520.

Please contact the undersigned if there are any questions regarding this matter. Thank you for your assistance.

Sincerely,

Margaret A. Delacruz  
Legal Assistant

Enclosures

cc: Allison Engel (w/encls.)  
Paul M. Vogt (w/encls.)  
Maura B. Leeds (w/o encls.)

Philadelphia Washington New York Los Angeles Miami Harrisburg Pittsburgh Princeton  
London Brussels Frankfurt Tokyo

RECORDED: 11/14/2000

TRADEMARK  
REEL: 002186 FRAME: 0879