

04-11-2001

Form PTO-1594

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Patent

Department of Commerce

Trademark Office

101671978

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

1. Name of conveying party(ies):  
 Captain D's, Inc. (previously known as SHN Investments)

Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation-State of Delaware  
 Other \_\_\_\_\_

Additional name(s) of conveying party(ies) attached?  yes  no

3. Nature of conveyance: **3-27-01**  
 Assignment       Merger  
 Security Agreement       Change of Name  
 Other \_\_\_\_\_

Execution Date: September 19, 2000

2. Name and address of receiving party: **-27-2001**  
 Name: Shoney's Inc. \* TMO's/TM Mail Rpt Dt. #59  
 Internal Address: \_\_\_\_\_  
 Street Address: 1727 Elm Hill Pike  
 City: Nashville State: TN Zip: 37210

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State of Tennessee  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  yes  no  
 (Designation must be a separate document from Assignment)  
 Additional name(s) & address(es) attached?  yes  no

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

A. Trademark Application No. (s)      B. Trademark Registration No. (s)  
 \_\_\_\_\_      1,190,289

Additional numbers attached?  yes  no

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Nicolette R. Simms  
 Internal Address: Dinsmore & Shohl LLP  
 Street Address: 1900 Chemed Center  
255 E. Fifth Street  
 City: Cincinnati State: OH Zip: 45202

6. Total number of applications and registrations involved:..... 1

7. Total fee (37 CFR 3.41):      \$ 40.00  
 Enclosed  
 Authorized to be charged to deposit account  
 Please charge any deficiencies or credit any overpayment to deposit account

8. Deposit account number: 04-1133  
 (Attached 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.*

Nicolette Simms      Nicolette Simms      March 27, 2001  
 Name of Person Signing      Signature      Date

Total number of pages including cover sheet: 4

661436.01

**CERTIFICATE OF EXPRESS MAIL**  
 "Express Mail" mailing label number: EL378869265US  
 Date of Deposit: March 27, 2001  
 I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to the Assistant Commissioner for Trademarks; 2900 Crystal Drive; Arlington, VA 22202-3513.

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Carlton J. Ugg

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TRADEMARK REEL: 002267 FRAME: 0343

**ASSIGNMENT  
OF  
TRADEMARKS AND SERVICE MARKS**

In consideration of the sum of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, **CAPTAIN D'S, INC.**, a Delaware corporation (previously known as SHN Investments, LLC prior to conversion) with offices at 1727 Elm Hill Pike, Nashville, Tennessee 37210 (the "Assignor") does hereby sell, assign, transfer and set over to **SHONEY'S, INC.**, a Tennessee corporation with offices at 1727 Elm Hill Pike, Nashville, Tennessee 37210 (the "Assignee"), all of Assignor's worldwide rights, title and interest in and to all trademarks and service marks associated with the Shoney's Inn motel system, registered or unregistered, including, without limitation, those registrations and pending applications identified in Schedule A attached hereto and incorporated herein by reference (collectively, the "Marks"), and all rights and registrations therein and therefor in any country or locality worldwide, together with the goodwill of the business in connection with which the Marks are used and which is symbolized by the Marks and the right to recover damages and profits for past, present or future infringements or unauthorized use thereof, with the right to sue for, and collect the same for its own use and enjoyment, and for the use and enjoyment of its successors, assigns, or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this assignment and sale had not been made.

Assignor agrees to execute and deliver at the request and expense of Assignee any papers, instruments and assignments reasonably necessary to vest in Assignee all of Assignor's right, title and interest in and to the Marks and the registrations therefor and/or to provide evidence to support such assignment in the event such evidence is deemed necessary by Assignee, to the extent such evidence is in the possession or control of Assignor. **ASSIGNOR MAKES NO REPRESENTATIONS OR WARRANTIES, EXPRESS OR IMPLIED, WITH RESPECT TO THE ASSIGNED MARKS, INCLUDING, WITHOUT LIMITATION, THE CONDITION THEREOF OR THE FITNESS THEREOF FOR ANY PARTICULAR PURPOSE.**

**ASSIGNOR:**

**ASSIGNEE:**

CAPTAIN D'S, INC.

SHONEY'S, INC.

By: Donna M. Adams

By: Ted R. Habermann

Name: Donna M. Adams

Name: Ted R. Habermann

Title: Vice President

Title: Assistant Secretary

Date: September 19, 2000

Date: September 19, 2000

STATE OF TENNESSEE )  
 )  
COUNTY OF DAVIDSON)

Before me, Wanda G. Parsons, a Notary Public of said County and State, personally appeared Ted R. Habermann, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Assistant Secretary (or other officer authorized to execute the instrument) of SHONEYS, INC., the within named Assignee, a corporation, and that he, as such Assistant Secretary, executed the foregoing instrument for the purposes therein contained, by signing on behalf of the corporation by himself as Assistant Secretary.

Witness my hand and seal, at office in Nashville, Tennessee, this 19th day of September, 2000.

Wanda G. Parsons  
Notary Public

My Commission Expires: July 28, 2001

STATE OF TENNESSEE )  
 )  
COUNTY OF DAVIDSON)

Before me, Wanda G. Parsons, a Notary Public of said County and State, personally appeared Donna M. Adams, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be Vice President (or other officer authorized to execute the instrument) of CAPTAIN D'S, INC., the within named Assignor, a corporation, and that he, as such Vice President, executed the foregoing instrument for the purposes therein contained, by signing on behalf of the corporation by himself as Vice President.

Witness my hand and seal, at office in Nashville, Tennessee, this 19th day of September, 2000.

Wanda G. Parsons  
Notary Public

My Commission Expires: July 28, 2001

**SCHEDULE A  
TO ASSIGNMENT OF  
TRADEMARKS AND SERVICE MARKS**

| <u>MARK</u>                           | <u>REGISTRATION<br/>DATE</u> | <u>REGISTRATION<br/>NUMBER</u> |
|---------------------------------------|------------------------------|--------------------------------|
| SHONEY'S INN (stylized)               | February 16, 1982            | 1,190,289                      |
| SHONEY'S INN (block letters), and for | August 4, 1992               | 1,705,676                      |
| SHONEY'S INN & SUITES (block letters) | October 22, 1996             | 2,011,023                      |

Other Trademarks and Service Marks.

All common law trademarks, service marks, trade names, artwork, designs and logos that are part of the "Shoney's Inn System" and used in connection with the operation of Shoney's Inn limited service hotels.