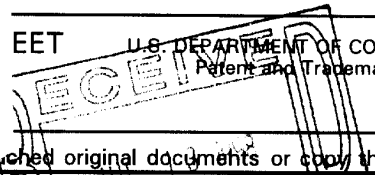


07-22-1998



To the Honorable Commissioner of Patent

100770440

attached original documents or copy thereof.

1. Name of conveying party(ies):

Baltimore Bagel Co.

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

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

3. Nature of conveyance: MRO 7-19-98

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 23, 1997

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

Name: Einstein/Joan Bagel Corp., f/k/a Einstein Bros. Bagels, Inc., f/k/a Progressive Bagel Concepts, Inc.

Internal Address:

Street Address: 14123 Denver West Parkway

City: Golden State: CO ZIP: 80401-4086

- 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 Schedule A

Additional numbers attached? Yes No

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

Name: Rebecca B. Lederhouse

Internal Address:

Street Address: McDermott, Will & Emery

227 W. Monroe

City: Chicago State: IL ZIP: 60606

6. Total number of applications and registrations involved:

2

7. Total Fee (37 CFR 3.41) \$65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: 13-0206

(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.

Rebecca B. Lederhouse
Name of Person Signing

Signature

7/10/98
Date

Total number of pages including cover sheet attachments, and document: 3

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

Assistant Commissioner for Trademarks
Box Assignments
Arlington, VA 22202

TRADEMARK
REEL: 1758 FRAME: 0240

7410091
0000033 130206
07/20/98 JMW:RBS
01 CC-41
02 CC-02

EXHIBIT A

U.S. Trademarks

<u>Owner</u>	<u>Trademarks</u>	<u>Serial #</u>	<u>Reg. #</u>	<u>Date Issued</u>
Baltimore Bagel Co.	Baltimore Bagel	74/180,891	1,799,531	10-19-93
Baltimore Bagel Co.	Baltimore Bagel Co. Bagel Time Anytime The A'Round! And Design	74/318,147	1,804,660	11-16-93

