

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                              |                          |
|------------------------------|--------------------------|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT           |
| <b>NATURE OF CONVEYANCE:</b> | RELEASE BY SECURED PARTY |

**CONVEYING PARTY DATA**

| Name                                       | Formerly | Execution Date | Entity Type                     |
|--|----------|----------------|---------------------------------|
| Levine Leichtman Capital Partners II, L.P. |          | 10/20/2004     | LIMITED PARTNERSHIP: CALIFORNIA |

**RECEIVING PARTY DATA**

|                          |                              |
|--------------------------|------------------------------|
| <b>Name:</b>             | The Quizno's Holding Company |
| <b>Street Address:</b>   | 1475 Lawrence Street         |
| <b>Internal Address:</b> | Suite 400                    |
| <b>City:</b>             | Denver                       |
| <b>State/Country:</b>    | COLORADO                     |
| <b>Postal Code:</b>      | 80202                        |
| <b>Entity Type:</b>      | CORPORATION: NEVADA          |

|                          |                                     |
|--------------------------|-------------------------------------|
| <b>Name:</b>             | The Quizno's Master LLC             |
| <b>Street Address:</b>   | 1475 Lawrence Street                |
| <b>Internal Address:</b> | Suite 400                           |
| <b>City:</b>             | Denver                              |
| <b>State/Country:</b>    | COLORADO                            |
| <b>Postal Code:</b>      | 80202                               |
| <b>Entity Type:</b>      | LIMITED LIABILITY COMPANY: COLORADO |

|                          |                                      |
|--------------------------|--------------------------------------|
| <b>Name:</b>             | The Quizno's Acquisition Company LLC |
| <b>Street Address:</b>   | 1475 Lawrence Street                 |
| <b>Internal Address:</b> | Suite 400                            |
| <b>City:</b>             | Denver                               |
| <b>State/Country:</b>    | COLORADO                             |
| <b>Postal Code:</b>      | 80202                                |
| <b>Entity Type:</b>      | LIMITED LIABILITY COMPANY: COLORADO  |

|              |                                    |
|--------------|------------------------------------|
| <b>Name:</b> | The Quizno's Operating Company LLC |
|--------------|------------------------------------|

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|                   |                                     |
|-------------------|-------------------------------------|
| Street Address:   | 1475 Lawrence Street                |
| Internal Address: | Suite 400                           |
| City:             | Denver                              |
| State/Country:    | COLORADO                            |
| Postal Code:      | 80202                               |
| Entity Type:      | LIMITED LIABILITY COMPANY: COLORADO |

|                   |                                     |
|-------------------|-------------------------------------|
| Name:             | The Quizno's Realty Company LLC     |
| Street Address:   | 1475 Lawrence Street                |
| Internal Address: | Suite 400                           |
| City:             | Denver                              |
| State/Country:    | COLORADO                            |
| Postal Code:      | 80202                               |
| Entity Type:      | LIMITED LIABILITY COMPANY: COLORADO |

|                   |                                     |
|-------------------|-------------------------------------|
| Name:             | American Food Distributors LLC      |
| Street Address:   | 1475 Lawrence Street                |
| Internal Address: | Suite 400                           |
| City:             | Denver                              |
| State/Country:    | COLORADO                            |
| Postal Code:      | 80202                               |
| Entity Type:      | LIMITED LIABILITY COMPANY: COLORADO |

|                   |                                     |
|-------------------|-------------------------------------|
| Name:             | Quiz-Dia LLC                        |
| Street Address:   | 1475 Lawrence Street                |
| Internal Address: | Suite 400                           |
| City:             | Denver                              |
| State/Country:    | COLORADO                            |
| Postal Code:      | 80202                               |
| Entity Type:      | LIMITED LIABILITY COMPANY: COLORADO |

|                   |                                     |
|-------------------|-------------------------------------|
| Name:             | The Quizno's Franchise Company LLC  |
| Street Address:   | 1475 Lawrence Street                |
| Internal Address: | Suite 400                           |
| City:             | Denver                              |
| State/Country:    | COLORADO                            |
| Postal Code:      | 80202                               |
| Entity Type:      | LIMITED LIABILITY COMPANY: COLORADO |

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| Name: | Quizno's Services Company LLC |
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|-------------------|-------------------------------------|
| Street Address:   | 1475 Lawrence Street                |
| Internal Address: | Suite 400                           |
| City:             | Denver                              |
| State/Country:    | COLORADO                            |
| Postal Code:      | 80202                               |
| Entity Type:      | LIMITED LIABILITY COMPANY: COLORADO |

|                   |                                     |
|-------------------|-------------------------------------|
| Name:             | Quiz-Can LLC                        |
| Street Address:   | 1475 Lawrence Street                |
| Internal Address: | Suite 400                           |
| City:             | Denver                              |
| State/Country:    | COLORADO                            |
| Postal Code:      | 80202                               |
| Entity Type:      | LIMITED LIABILITY COMPANY: COLORADO |

|                   |                                     |
|-------------------|-------------------------------------|
| Name:             | Capotek LLC                         |
| Street Address:   | 1475 Lawrence Street                |
| Internal Address: | Suite 400                           |
| City:             | Denver                              |
| State/Country:    | COLORADO                            |
| Postal Code:      | 80202                               |
| Entity Type:      | LIMITED LIABILITY COMPANY: COLORADO |

|                   |                                     |
|-------------------|-------------------------------------|
| Name:             | S&S Equipment Company LLC           |
| Street Address:   | 1475 Lawrence Street                |
| Internal Address: | Suite 400                           |
| City:             | Denver                              |
| State/Country:    | COLORADO                            |
| Postal Code:      | 80202                               |
| Entity Type:      | LIMITED LIABILITY COMPANY: COLORADO |

|                   |                                     |
|-------------------|-------------------------------------|
| Name:             | American Freight Company LLC        |
| Street Address:   | 1475 Lawrence Street                |
| Internal Address: | Suite 400                           |
| City:             | Denver                              |
| State/Country:    | COLORADO                            |
| Postal Code:      | 80202                               |
| Entity Type:      | LIMITED LIABILITY COMPANY: COLORADO |

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| Name: | US Fulfillment LLC |
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|-------------------|-------------------------------------|
| Street Address:   | 1475 Lawrence Street                |
| Internal Address: | Suite 400                           |
| City:             | Denver                              |
| State/Country:    | COLORADO                            |
| Postal Code:      | 80202                               |
| Entity Type:      | LIMITED LIABILITY COMPANY: COLORADO |

|                   |                                     |
|-------------------|-------------------------------------|
| Name:             | TQSC LLC                            |
| Street Address:   | 1475 Lawrence Street                |
| Internal Address: | Suite 400                           |
| City:             | Denver                              |
| State/Country:    | COLORADO                            |
| Postal Code:      | 80202                               |
| Entity Type:      | LIMITED LIABILITY COMPANY: COLORADO |

|                   |                                     |
|-------------------|-------------------------------------|
| Name:             | American Payroll Company            |
| Street Address:   | 1475 Lawrence Street                |
| Internal Address: | Suite 400                           |
| City:             | Denver                              |
| State/Country:    | COLORADO                            |
| Postal Code:      | 80202                               |
| Entity Type:      | LIMITED LIABILITY COMPANY: COLORADO |

|                   |                                     |
|-------------------|-------------------------------------|
| Name:             | Quizno's Franchising LLC            |
| Street Address:   | 1475 Lawrence Street                |
| Internal Address: | Suite 400                           |
| City:             | Denver                              |
| State/Country:    | COLORADO                            |
| Postal Code:      | 80202                               |
| Entity Type:      | LIMITED LIABILITY COMPANY: COLORADO |

|                   |                                     |
|-------------------|-------------------------------------|
| Name:             | Boulder Aviation Management LLC     |
| Street Address:   | 1475 Lawrence Street                |
| Internal Address: | Suite 400                           |
| City:             | Denver                              |
| State/Country:    | COLORADO                            |
| Postal Code:      | 80202                               |
| Entity Type:      | LIMITED LIABILITY COMPANY: COLORADO |

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|-------|-------------|
| Name: | Quiz-UK LLC |
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|-------------------|-------------------------------------|
| Street Address:   | 1475 Lawrence Street                |
| Internal Address: | Suite 400                           |
| City:             | Denver                              |
| State/Country:    | COLORADO                            |
| Postal Code:      | 80202                               |
| Entity Type:      | LIMITED LIABILITY COMPANY: COLORADO |

|                   |                                     |
|-------------------|-------------------------------------|
| Name:             | QCCC LLC                            |
| Street Address:   | 1475 Lawrence Street                |
| Internal Address: | Suite 400                           |
| City:             | Denver                              |
| State/Country:    | COLORADO                            |
| Postal Code:      | 80202                               |
| Entity Type:      | LIMITED LIABILITY COMPANY: COLORADO |

PROPERTY NUMBERS Total: 4

| Property Type        | Number  | Word Mark      |
|----------------------|---------|----------------|
| Registration Number: | 2755921 | MR. QUIZ KNOWZ |
| Registration Number: | 2866741 | QPOS           |
| Registration Number: | 2843107 | QUIZNOS SUB    |
| Registration Number: | 2945032 | CHEF JIMMY'S   |

**CORRESPONDENCE DATA**

Fax Number: (303)473-2720  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 303-473-2726  
Email: docket@hollandhart.com, kmiller@hollandhart.com  
Correspondent Name: Kristine M. Miller  
Address Line 1: 555 Seventeenth Street, Suite 3200  
Address Line 2: P.O. Box 8749  
Address Line 4: Denver, COLORADO 80201

|                         |                    |
|-------------------------|--------------------|
| ATTORNEY DOCKET NUMBER: | 48642.0001         |
| NAME OF SUBMITTER:      | Kristine M. Miller |
| Signature:              | /Kristine Miller/  |
| Date:                   | 05/04/2006         |

Total Attachments: 3  
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**TRADEMARK**  
**REEL: 003303 FRAME: 0041**

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**RELEASE OF SECURITY INTEREST IN  
PATENTS, TRADEMARKS AND LICENSES**

This RELEASE OF SECURITY INTEREST IN PATENTS, TRADEMARKS AND LICENSES, dated as of October \_\_, 2004 is made by LEVINE LEICHTMAN CAPITAL PARTNERS II, L.P., a California limited partnership ("Lender"), having an office at 335 N. Maple Drive, Suite 240, Beverly Hills, California 90210

WHEREAS, Lender and THE QUIZNO'S HOLDING COMPANY, a Nevada corporation and the successor-in-interest to The Quizno's Corporation, a Colorado corporation, THE QUIZNO'S MASTER LLC, a Colorado limited liability company, THE QUIZNO'S ACQUISITION COMPANY LLC, a Colorado limited liability company, THE QUIZNO'S OPERATING COMPANY LLC, a Colorado limited liability company, THE QUIZNO'S REALTY COMPANY LLC, a Colorado limited liability company, AMERICAN FOOD DISTRIBUTORS LLC, a Colorado limited liability company, QUIZ-DIA LLC, a Colorado limited liability company, THE QUIZNO'S FRANCHISE COMPANY LLC, a Colorado limited liability company, QUIZNO'S SERVICES COMPANY LLC, a Colorado limited liability company, QUIZ-CAN LLC, a Colorado limited liability company, CAPOTEK LLC, a Colorado limited liability company, S&S EQUIPMENT COMPANY LLC, a Colorado limited liability company, AMERICAN FREIGHT COMPANY LLC, a Colorado limited liability company, US FULFILLMENT LLC, a Colorado limited liability company, TQSC LLC, a Colorado limited liability company, AMERICAN PAYROLL COMPANY, a Colorado corporation, QUIZNO'S FRANCHISING LLC, a Colorado limited liability company, BOULDER AVIATION MANAGEMENT LLC, a Colorado limited liability company, QUIZ-UK LLC, a Colorado limited liability company and QCCC LLC, a Colorado limited liability company (collectively, "Grantors"), having their chief executive office and principal place of business at 1475 Lawrence, Suite 400, Denver, Colorado 80202, are parties to a Second Amended and Restated Grant of Security Interest in Patents, Trademarks and Licenses (the "Agreement") dated November 3, 2003, recorded on November 17, 2003 in the United States Patent and Trademark Office commencing at Reel No. 2747, Frame No. 0808 and attached hereto as Annex 1, whereby Grantors granted to Lender a security interest in and to all of Grantors' right, title and interest of Grantors in and to the Intellectual Property Collateral (as defined in the Agreement). Such Intellectual Property Collateral includes: (i) patents and patent applications and/or registrations together with the inventions and improvements described and claimed therein including, without limitation, the Patents and applications, if any, referenced in the Agreement and made a part hereof, and any and all reissues and renewals thereof and all income, royalties, damages and payments now and hereafter due and/or payable in connection therewith including, without limitation, damages and payments for past or future infringements thereof ("Patent Collateral"), (ii) trademarks, trademark registrations and/or applications and tradenames including, without limitation, the Trademarks and applications, if any, listed on Annex 2 attached hereto and made a part hereof, and any and all reissues and/or renewals thereof, and all income, royalties, damages and payments now and hereafter due and/or payable in connection therewith including, without limitation, damages and payments for past or future infringements thereof (the "Trademark Collateral"), (iii) any license agreement in which such Grantors is or becomes licensed to use any patents and/or trademarks owned by a third party including, without limitation, the licenses, if any, described in the Agreement ("License

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Collateral"), (iv) the goodwill of such Grantor's business connected with and symbolized by the Intellectual Property Collateral, and (v) all cash and non-cash proceeds of the Intellectual Property Collateral;

WHEREAS, all terms used in this Release of Security Interest in Patents, Trademarks and Licenses with initial capital letters that are not defined herein shall have the meaning set forth in the Agreement; and

WHEREAS, Lender now desires to release and discharge all of its security interests granted in the Agreement as such interests relate in any way to the Intellectual Property Collateral, including, without limitation, the Trademark Collateral.

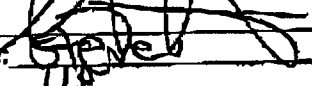
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Lender hereby releases and discharges in its entirety all of its security interest in and to the Intellectual Property Collateral, and reassigns, and transfers to Grantors all of its right, title and interest in and to the Intellectual Property Collateral (collectively, the "Release"). Such Release shall include, without limitation, the Trademark Collateral. The Release shall be effective to the extent that the Agreement created a security interest in the Intellectual Property Collateral, including, without limitation, the Trademark Collateral.

Lender shall take any actions Grantors may reasonably require, at Grantor's expense, to further effect this Release of Security Interest in Patents, Trademarks and Licenses and shall execute any other documents or instruments as are reasonably necessary to evidence the termination and release of Lender's security interest in the Intellectual Property Collateral pursuant to the Agreement.

Dated: October \_\_, 2004

LENDER:

LEVINE LEICHTMAN CAPITAL PARTNERS II, L.P., a California limited partnership

By:   
Name: \_\_\_\_\_  
Title: \_\_\_\_\_



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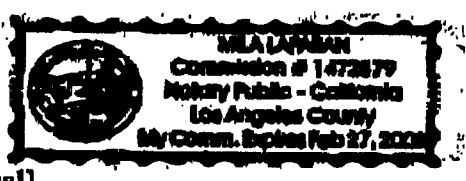
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**ACKNOWLEDGMENT**

STATE OF California )  
 ) ss.  
COUNTY OF Los Angeles )

Before me, the undersigned, a Notary Public in and for the state and county aforesaid, on this ninth day of October, 2004, personally appeared Steven Hartman to me known personally, and who, being by me duly sworn, deposes and says that he is Vice President of LEVINE LEICHTMAN CAPITAL PARTNERS II, L.P., and that the foregoing instrument was signed on behalf of LEVINE LEICHTMAN CAPITAL PARTNERS II, L.P. and he/she acknowledged such instrument to be the free act and deed of said entity.



Mila Jagan  
Notary Public

[Seal]

My commission expires: \_\_\_\_\_