

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Noodles & Company Services Corp.		01/03/2008	CORPORATION: COLORADO
RECEIVING PARTY DATA			
Name:	Noodles & Company		
Street Address:	520 Zang Street, Suite D		
City:	Broomfield		
State/Country:	COLORADO		
Postal Code:	80021		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	77172403	NOODLEVILLE	
CORRESPONDENCE DATA			
Fax Number:	(303)473-2720		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	303 473-2710		
Email:	shavlick@hollandhart.com		
Correspondent Name:	Scott S. Havlick		
Address Line 1:	P.O. Box 8749		
Address Line 4:	Denver, COLORADO 80201		
ATTORNEY DOCKET NUMBER:	52239.0002		
NAME OF SUBMITTER:	Scott S. Havlick		
Signature:	/Scott Havlick/		
Date:	03/24/2008		

OP \$40.00 77172403

Total Attachments: 3

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ASSIGNMENT OF TRADEMARKS

WHEREAS, Noodles & Company Services Corp., a corporation organized and existing under the laws of the State of Colorado and having an address of 520 Zang Street, Suite D, Broomfield, Colorado 80021 ("Assignor"), has adopted, used and is using the trademark listed in Exhibit A, which is attached hereto and incorporated by reference herein to this Assignment (the "Trademark"); and

WHEREAS, Noodles & Company, a corporation organized and existing under the laws of the State of Delaware having an address of 520 Zang Street, Suite D, Broomfield, Colorado 80021 ("Assignee") is desirous of acquiring the aforesaid Trademark and the goodwill associated therewith; and

WHEREAS, although the Assignor is using the Trademark in commerce, the Trademark is the subject of an Intent to Use Application, which cannot be assigned under the Trademark Act; and

WHEREAS, the Trademark Application was published on October 31, 2007 and is in the black-out period so that the Assignor cannot file an Amendment to Allege Use and convert the Intent to Use Application to Use Based Application; and

WHEREAS, upon issuance of the Notice of Allowance by the United States Trademark Office, the Assignor shall file the Statement of Use, converting the Intent to Use Application to a Used Based Application, which can then be assigned to Assignee under the Trademark Act.

AND WHEREAS, the parties intend for this Assignment to take effect on the date that the Statement of Use is filed (the "Effective Date").

NOW, THEREFORE, in consideration of the sum of \$1.00 and other valuable consideration the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign and set over to Assignee all its rights, title, and interest in and to the Assigned Marks together with the goodwill of the business connected with the use of and symbolized by said Trademark as of the Effective Date.

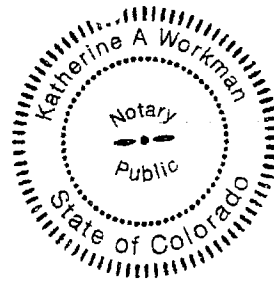
EXECUTED this 3rd day of January, 2008.

Noodles & Company Services Corp.

By: VKE Wu YF

Name: VKE Wu YF

Title: general counsel & asst. secretary



STATE OF COLORADO)

COUNTY OF Broomfield)

Subscribed and sworn to before me this 3rd day of January, 2008

by, Vikki Wulf

Witness my hand and official seal.

My commission expires: 2/26/2011

Katherine A. Workman
Notary Public

EXHIBIT A

NOODLEVILLE

U.S. Application Serial No. 77/172403