

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM299547

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
QIP Holder LLC		03/28/2014	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	The Quizno's Master LLC		
Street Address:	1001 17th Street, Suite S-175		
City:	Denver		
State/Country:	COLORADO		
Postal Code:	80202		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 35			
Property Type	Number	Word Mark	
Registration Number:	3020912	BATCH 83	
Registration Number:	3681380	CHOOSE 2	
Registration Number:	3932245	EAT TOASTY Q BE GREEN DO YOUR PART	
Registration Number:	4102984	GO FO YO	
Registration Number:	4366969	GO FO YO	
Registration Number:	2921118	MMMM...TOASTY	
Registration Number:	2892389	MMMM...TOASTY	
Registration Number:	3818262	MMMMMM...TOASTY!	
Registration Number:	4087651	MMMMMM...TOASTY	
Registration Number:	2540306	OVEN TOASTED TASTES BETTER	
Registration Number:	3615802	Q	
Registration Number:	3615804	Q	
Registration Number:	2722381	Q	
Registration Number:	2945298	Q	
Registration Number:	3279229	Q	
Registration Number:	2714443	Q	
Registration Number:	3898869	Q KIDZ	
Registration Number:	4131419	Q TO GO	
Registration Number:	1317421	QUIZNO'S	
TRADEMARK			

OP \$890.00 3020912

Property Type	Number	Word Mark
Registration Number:	1716834	QUIZNO'S
Registration Number:	2228680	QUIZNO'S SUBS OVEN BAKED CLASSICS
Registration Number:	3615799	QUIZNOS
Registration Number:	3615801	QUIZNOS
Registration Number:	3013409	QUIZNOS
Registration Number:	3279228	QUIZNOS
Registration Number:	2728066	QUIZNOS
Registration Number:	3564673	QUIZNOS DELIVERY
Registration Number:	3616010	QUIZNOS SUB
Registration Number:	3013410	QUIZNOS SUB
Registration Number:	2843107	QUIZNOS SUB
Registration Number:	2901076	TOASTY
Registration Number:	2971338	TOASTY
Registration Number:	3945051	TOASTY BULLETS
Registration Number:	4050501	TOASTY FAVORITES
Registration Number:	3745305	TOASTY TORPEDOES

CORRESPONDENCE DATA

Fax Number: 7196943718

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 719-475-6427

Email: docket@hollandhart.com

Correspondent Name: Amanda L. Swaim

Address Line 1: PO Box 8749

Address Line 2: Attn: Trademark Docketing

Address Line 4: Denver, COLORADO 80201-8749

ATTORNEY DOCKET NUMBER:	58431.0001
NAME OF SUBMITTER:	Amanda L. Swaim
SIGNATURE:	/Amanda L. Swaim/
DATE SIGNED:	03/28/2014

Total Attachments: 3

source=QIP to Q Master TM Assignment#page1.tif







source=QIP to Q Master TM Assignment#page2.tif





source=QIP to Q Master TM Assignment#page3.tif

TRADEMARK ASSIGNMENT

This Trademark Assignment is made and entered into on March 28, 2014 (the "Effective Date"), by and between QIP Holder LLC, a Delaware limited liability company, ("Assignor") and The Quizno's Master LLC, a Delaware limited liability company, having an office and principal place of business at 1001 17th Street, Suite S-175, Denver, CO 80202 ("Assignee").

WHEREAS, Assignor is the sole owner of the following trademarks and/or service marks and the corresponding registrations (collectively, the "Trademarks"):

Mark	Class of Services	Registration No.	Country
BATCH 83	030	3,020,912	United States
CHOOSE 2	043	3,681,380	United States
	030, 043	3,932,245	United States
GO FO YO	030	4,102,984	United States
GO FO YO	035	4,366,969	United States
MMMM... TOASTY	030	2,921,118	United States
MMMM... TOASTY	043	2,892,389	United States
MMMMM... TOASTY!	043	3,818,262	United States
MMMMM... TOASTY	030, 043	4,087,651	United States
OVEN TOASTED TASTES BETTER	030	2,540,306	United States
	029	3,615,802	United States
	030	3,615,804	United States
	030	2,722,381	United States
	035	2,945,298	United States
	039	3,279,229	United States

	042	2,714,443	United States
Q KIDZ	043	3,898,869	United States
Q TO GO	035	4,131,419	United States
QUIZNO'S	042	1,317,421	United States
	042	1,716,834	United States
	042	2,228,680	United States
QUIZNOS	029	3,615,799	United States
QUIZNOS	030	3,615,801	United States
QUIZNOS	030	3,013,409	United States
QUIZNOS	039	3,279,228	United States
QUIZNOS	043	2,728,066	United States
	043	3,564,673	United States
QUIZNOS SUB	030, 043	3,616,010	United States
Quiznos Sub	043	3,013,410	United States
Quiznos Sub	043	2,843,107	United States
TOASTY	043	2,901,076	United States
TOASTY	030	2,971,338	United States
TOASTY BULLETS	030	3,945,051	United States
TOASTY FAVORITES	030	4,050,501	United States
TOASTY TORPEDOES	030	3,745,305	United States

WHEREAS, Assignee desires to purchase or acquire Assignor's entire right, title and interest in and to the Trademarks, and all rights of renewal thereof, together with the goodwill of the business associated with and symbolized by said Trademarks; and

WHEREAS, the Assignor and Assignee are both duly authorized and capable of entering into this Trademark Assignment.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

The Assignor does hereby sell, assign, transfer and sets over to Assignee, its successors and assigns, all of its right, title and interest in and to the Trademarks, including, without limitation, the all rights of renewal thereof, together with the goodwill of the businesses associated with and symbolized by the Trademarks, and together with the right to sue for past or continuing infringement and to collect all damages or profits for past infringements for its own

use and benefits, and the right to sue and recover for any past or continuing contract breaches related to the Trademarks.

The Assignor authorizes the United States Patent and Trademark Office and any other applicable jurisdictions to record the transfer of the registrations of the Trademarks to Assignee as recipient of Assignors entire right, title and interest therein.

IN WITNESS hereof, Assignor and Assignee have executed this Trademark Agreement as of the Effective Date.

Assignor:

By: *Kenneth A. Cutschwan*
Name: *Kenneth A. Cutschwan*
Title: *President Ditz & Coughlin Legal Office*

Assignee:

By: *Kenneth A. Cutschwan*
Name: *Kenneth A. Cutschwan*
Title: *President Ditz & Coughlin Legal Office*

6761608_1