

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM376671

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
EINSTEIN/NOAH BAGEL PARTNERS, INC.		03/11/2016	Corporation:
RECEIVING PARTY DATA			
Name:	NOAH'S NEW YORK BAGEL COMPANY		
Street Address:	555 Zang Street		
Internal Address:	Suite 300		
City:	Lakewood		
State/Country:	COLORADO		
Postal Code:	80228		
Entity Type:	Corporation: MINNESOTA		
PROPERTY NUMBERS Total: 13			
Property Type	Number	Word Mark	
Registration Number:	2136311	A ROAST OF OLD NEW YORK	
Registration Number:	2556962	EGG MIT	
Registration Number:	2098724	N	
Registration Number:	2848709	NOAH'S	
Registration Number:	2591900	NOAH'S	
Registration Number:	2850235	NOAH'S	
Registration Number:	1838799	NOAH'S BAGELS	
Registration Number:	1841045	NOAH'S BAGELS	
Registration Number:	2237393	NOAH'S BLEND	
Registration Number:	1961823	NOAH'S NEW YORK BAGELS	
Registration Number:	2143901	NOAH'S NEW YORK BAGELS	
Registration Number:	2227592	NOAH'S NEW YORK BAGELS HOT BAGELS	
Registration Number:	1931491	PROTECT YOUR BAGELS, PUT LOX ON THEM	
CORRESPONDENCE DATA			
Fax Number:	6123408827		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			

OP \$340.00 2136311

Phone: 612-343-2178
Email: ip.docket@dorsey.com
Correspondent Name: Elizabeth Buckingham - Dorsey & Whitney
Address Line 1: 50 South Sixth Street
Address Line 2: Suite 1500
Address Line 4: Minneapolis, MINNESOTA 55402-1498

ATTORNEY DOCKET NUMBER: 501617-00003

NAME OF SUBMITTER: Elizabeth C. Buckingham

SIGNATURE: /Elizabeth C. Buckingham/

DATE SIGNED: 03/14/2016

Total Attachments: 3

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Schedule I

U.S. TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement (this "Trademark Assignment") is entered into between Einstein/Noah Bagel Partners, Inc., a California corporation, located at 555 Zang Street Suite 300 Lakewood, Colorado 80228 ("Assignor"), and Noah's New York Bagels Company, a Minnesota corporation, located at 555 Zang Street Suite 300 Lakewood, Colorado 80228 ("Assignee").

WHEREAS, Assignor wishes to transfer to Assignee all right, title, and interest in and to the trademarks identified on the attached Exhibit A-TM, (the "Marks"); and

WHEREAS, Assignee wishes to acquire all of Assignor's rights in the Marks, including the applications and registrations identified on Exhibit A-TM.

NOW, THEREFORE, for good and valuable consideration received by Assignor from Assignee, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Assignment of Marks. Assignor hereby sells, assigns, transfers, and conveys to Assignee all rights, title, and interest in and to the Marks, and any applications and registrations therefor, including the applications and registrations identified on the attached Exhibit A-TM, together with that part of the good will of the business associated with the use of and symbolized by the Marks, to be held and enjoyed by Assignee as fully and entirely as said interest could have been held and enjoyed by Assignor if this sale, assignment, and transfer had not been made. Assignor hereby authorizes the appropriate empowered officials at the United States Patent and Trademark Office to transfer all registrations and pending applications for the Marks to Assignee as assignee of the entire right, title and interest therein or otherwise as Assignee may direct, in accordance with this instrument of assignment.

2. Counterparts: Electronic or Faxed Signatures. This Trademark Assignment may be signed in counterparts, which together shall constitute one agreement. If this Trademark Assignment is signed in counterparts, no party shall be bound until both parties have duly executed, or caused to be duly executed, a counterpart of this Trademark Assignment. Each party agrees that an agreement signed and submitted electronically or by facsimile machine shall have the same legally binding effect as an original paper version would have.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties have caused this Trademark Assignment to be executed and such Trademark Assignment is effective as of the date indicated below.

DATED: 3/11, 2016

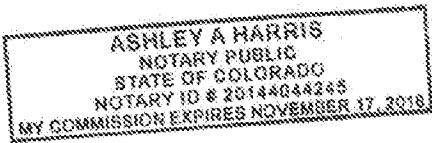
EINSTEIN/NOAH BAGEL PARTNERS, INC. (Assignor)

By [Signature]
Name: DAN ELEE
Title: CLO
Dated 3/11/2016

STATE OF Colorado
COUNTY OF Jefferson : SS.

Subscribed and sworn to before me, a Notary Public, this 11 day of March, 2016.

[Signature]
Notary Public



NOAH'S NEW YORK BAGEL COMPANY (Assignee)

By [Signature]
Name: DAN ELEE
Title: CLO
Dated 3/11/2016

STATE OF Colorado
COUNTY OF Jefferson : SS.

Subscribed and sworn to before me, a Notary Public, this 11 day of March, 2016.

[Signature]
Notary Public

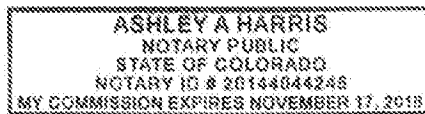



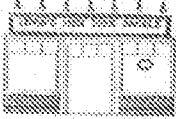


EXHIBIT A-TM

Mark Name	Class	Current Reg No	Current Reg Date
A ROAST OF OLD NEW YORK	30	2,136,311	Feb. 10, 1998
Design of Restaurant Trade Dress (Interior)	42	2,227,589	Mar. 2, 1999
			
EGG MIT	30	2,556,962	Apr. 2, 2002
N & Design	42	2,098,724	Sep. 23, 1997
			
NOAH'S	21	2,848,709	Jun. 1, 2004
NOAH'S	30	2,591,900	Jul. 9, 2002
NOAH'S	43	2,850,235	Jun. 8, 2004
NOAH'S BAGELS	30	1,838,799	Jun. 7, 1994
NOAH'S BAGELS	42	1,841,045	Jun. 21, 1994
NOAH'S BLEND	30	2,237,393	Apr. 6, 1999
NOAH'S NEW YORK BAGELS	42	1,961,823	Mar. 12, 1996
NOAH'S NEW YORK BAGELS & Rectangle Design (Blue)	42	2,143,901	Mar. 17, 1998
			
NOAH'S NEW YORK BAGELS HOT BAGELS & Design of Restaurant Trade Dress (Exterior)	42	2,227,592	Mar. 2, 1999
			
PROTECT YOUR BAGELS, PUT LOX ON THEM	42	1,931,491	Oct. 31, 1995