

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM385028

<b>SUBMISSION TYPE:</b>	CORRECTIVE ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Corrective Assignment to correct the name of the receiving party; the type to Nunc Pro Tunc assignment effective 3/11/2016; and add a missing registration previously recorded on Reel 005751 Frame 0294. Assignor(s) hereby confirms the ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL.

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
EINSTEIN/NOAH BAGEL PARTNERS, INC.		05/16/2016	Corporation:

## RECEIVING PARTY DATA

<b>Name:</b>	NOAH'S NEW YORK BAGELS COMPANY
<b>Street Address:</b>	555 Zang Street
<b>Internal Address:</b>	Suite 300
<b>City:</b>	Lakewood
<b>State/Country:</b>	COLORADO
<b>Postal Code:</b>	80228
<b>Entity Type:</b>	Corporation: MINNESOTA

## PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Registration Number:	2136311	A ROAST OF OLD NEW YORK
Registration Number:	2227589	
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

OP \$365.00 2136311

**CORRESPONDENCE DATA****Fax Number:** 6123408827*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.***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

<b>NAME OF SUBMITTER:</b>	Elizabeth C. Buckingham
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<b>SIGNATURE:</b>	/Elizabeth C. Buckingham/
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<b>DATE SIGNED:</b>	05/19/2016
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**Total Attachments: 8**

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## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM376671

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
EINSTEIN/NOAH BAGEL PARTNERS, INC.		03/11/2016	Corporation:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	NOAH'S NEW YORK BAGEL COMPANY		
<b>Street Address:</b>	555 Zang Street		
<b>Internal Address:</b>	Suite 300		
<b>City:</b>	Lakewood		
<b>State/Country:</b>	COLORADO		
<b>Postal Code:</b>	80228		
<b>Entity Type:</b>	Corporation: MINNESOTA		
<b>PROPERTY NUMBERS Total: 13</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2136311	A ROAST OF OLD NEW YORK	
<b>Registration Number:</b>	2556962	EGG MIT	
<b>Registration Number:</b>	2098724	N	
<b>Registration Number:</b>	2848709	NOAH'S	
<b>Registration Number:</b>	2591900	NOAH'S	
<b>Registration Number:</b>	2850235	NOAH'S	
<b>Registration Number:</b>	1838799	NOAH'S BAGELS	
<b>Registration Number:</b>	1841045	NOAH'S BAGELS	
<b>Registration Number:</b>	2237393	NOAH'S BLEND	
<b>Registration Number:</b>	1961823	NOAH'S NEW YORK BAGELS	
<b>Registration Number:</b>	2143901	NOAH'S NEW YORK BAGELS	
<b>Registration Number:</b>	2227592	NOAH'S NEW YORK BAGELS HOT BAGELS	
<b>Registration Number:</b>	1931491	PROTECT YOUR BAGELS, PUT LOX ON THEM	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	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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## AMENDED AND RESTATED U.S. TRADEMARK ASSIGNMENT AGREEMENT

This Amended and Restated 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") with an effective date of March 11, 2016, (the "Effective Date"). This Trademark Assignment supersedes the previous trademark assignment document executed on March 11, 2016, and filed with the U.S. Patent and Trademark Office on March 14, 2016, because the identity of the assignee in that document was inconsistent.

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 March 11, 2016.

EINSTEIN/NOAH BAGEL PARTNERS, INC. (Assignor)

By [Signature]

Name:

Title:

Dated May 16, 2016

STATE OF MINNESOTA )

: SS.

COUNTY OF HENNEPIN )

Subscribed and sworn to before me, a Notary Public, this 16<sup>th</sup> day of May, 2016.

[Signature]  
Notary Public



NOAH'S NEW YORK BAGELS COMPANY (Assignee)

By [Signature]

Name:

Title:

Dated May 16, 2016

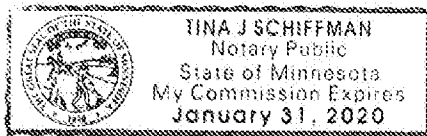
STATE OF MINNESOTA )

: SS.




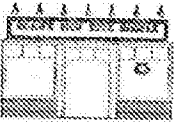
COUNTY OF HENNEPIN )

Subscribed and sworn to before me, a Notary Public, this 16<sup>th</sup> day of May, 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

Schedule I

**U.S. TRADEMARK ASSIGNMENT AGREEMENT**

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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

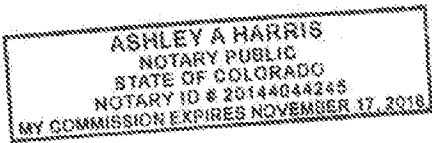
EINSTEIN/NOAH BAGEL PARTNERS, INC. (Assignor)

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

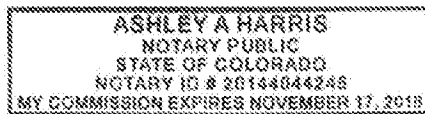



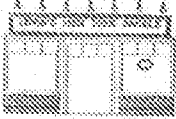


EXHIBIT A-TM

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