

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM466587

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Wells Fargo Bank, National Association, as Administrative Agent		03/21/2018	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Qdoba Restaurant Corporation		
Street Address:	9330 Balboa Avenue		
City:	San Diego		
State/Country:	CALIFORNIA		
Postal Code:	92123		
Entity Type:	Corporation: COLORADO		
PROPERTY NUMBERS Total: 16			
Property Type	Number	Word Mark	
Registration Number:	3984638	BURRITO BOREDOM	
Registration Number:	4994684	CHOOSE FLAVOR	
Registration Number:	3973848	FOOD LOVERS FIGHTING BURRITO BOREDOM	
Registration Number:	3973849	FOOD LOVERS FIGHTING BURRITO BOREDOM	
Registration Number:	4830983	KNOCKOUT TACOS	
Registration Number:	2831477	NAKED BURRITO	
Registration Number:	2462773	QDOBA	
Registration Number:	4964072	QDOBA	
Registration Number:	4819478	QDOBA MEXICAN EATS	
Registration Number:	4833275	QDOBA MEXICAN EATS	
Registration Number:	2452146	QDOBA MEXICAN GRILL	
Registration Number:	2574316	QDOBA MEXICAN GRILL	
Registration Number:	4227729	QDOBA MEXICAN GRILL	
Registration Number:	4344272	QUESOFY	
Registration Number:	3162726	WHAT ARE YOU GOING TO LOVE AT QDOBA?	
Registration Number:	2876701		
CORRESPONDENCE DATA			

OP \$415.00 3984638

TRADEMARK

Fax Number: 7043738822

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: (704) 373-4640

Email: bsmith@mcguirewoods.com

Correspondent Name: Betty G. Smith, Senior Paralegal

Address Line 1: McGuireWoods LLP, 201 N. Tryon St.

Address Line 2: Suite 3000

Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER:	2029724-0482
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NAME OF SUBMITTER:	Betty G. Smith
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SIGNATURE:	/Betty G. Smith/
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DATE SIGNED:	03/21/2018
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Total Attachments: 5

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NOTICE OF RELEASE OF SECURITY INTEREST IN TRADEMARKS

This NOTICE OF RELEASE OF SECURITY INTEREST IN TRADEMARKS (this "Release"), effective as of March 21, 2018 is made by WELLS FARGO BANK, NATIONAL ASSOCIATION, in its capacity as Administrative Agent, with offices at 1525 West W.T. Harris Boulevard, MAC D1109-019, Charlotte, North Carolina 28262 (referred to herein as the "Agent"), in favor of QDOBA RESTAURANT CORPORATION, a Colorado corporation, having its chief executive office at 9330 Balboa Avenue, San Diego, CA 92123 (the "Grantor"), pursuant to that certain Second Amended and Restated Collateral Agreement, dated as of September 16, 2016 (and as the same may be further amended or modified from time to time, the "Collateral Agreement"), among the Grantor, the Agent and other parties thereto.

W I T N E S S E T H:

WHEREAS, in connection with the Collateral Agreement, the Grantor executed and delivered the Notice of Grant of Security Interests in Trademarks, dated as of September 16, 2016 in favor of the Agent (the "Trademark Security Agreement");

WHEREAS, pursuant to the Trademark Security Agreement, the Grantor pledged and granted to the Agent for the benefit of the other Secured Parties a continuing security interest in and continuing lien upon all of their intellectual property, including but not limited to the trademarks, service marks and trademark and service mark registrations and applications set forth on Schedule A attached hereto, together with the goodwill of the business symbolized thereby (the "Released Trademarks");

WHEREAS, the Agent recorded its security interest in the Released Trademarks with the United States Patent and Trademark Office (the "USPTO") on October 13, 2016, at Reel/Frame No. 5898/0335; and

WHEREAS, the Agent has duly authorized the execution, delivery and performance of this Release.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Agent agrees, for the benefit of the Grantor, as follows:

SECTION 1. Definitions. Unless otherwise defined herein or the context otherwise requires, terms used in this Release, including its preamble and recitals, have the meanings provided or provided by reference in the Collateral Agreement (it being understood that, in the event of any conflict, such terms shall have the meanings provided or provided by reference in the Collateral Agreement).

SECTION 2. Release of Security Interest. The Agent does hereby terminate, cancel and release its lien and security interest in, and right of setoff against, all of the Grantor's right, title and interest in, to and under the Released Trademarks and the Agent hereby re-assigns to the Grantor any right, title or interest it may have in or to the Released Trademarks.

SECTION 3. Termination. The Agent, without any recourse, representation or warranty, hereby terminates and cancels the Trademark Security Agreement.

SECTION 4. Further Assurances. The Agent hereby authorizes the Grantor or the Grantor's authorized representative to (i) record this Release with the USPTO, and/or (ii) otherwise record or file this Release in the applicable governmental office or agency. The Agent further agrees to execute and deliver to the Grantor any and all further documents and instruments, and do any and all further acts which the Grantor (or their agents or designees) reasonably request (at the Grantor's sole cost and expense) in order to confirm this Release and the Grantor's right, title and interest in, to and under the Released Trademarks.

SECTION 5. Choice of Law. This Release shall be governed by, and construed in accordance with, the laws of the state of New York, but giving effect to federal laws applicable to national banks.

SECTION 6. Counterparts. This Release may be executed in counterparts, each of which will be deemed an original, but all of which together constitute one and the same original.

[Signatures Follow On Next Page.]

IN WITNESS WHEREOF, the Agent has caused this Release to be duly executed and delivered by its officer thereunto duly authorized as of the date set forth above.

**WELLS FARGO BANK, NATIONAL
ASSOCIATION**, as Administrative Agent

By: 
Name: **Darcy McLaren**
Title: **Director**

SCHEDULE 1

TRADEMARKS

Owner	Trademark	Serial Number / Filing Date	Registration Number	Registration Date	Country
Qdoba Restaurant Corporation	BURRITO BOREDOM	Serial No. 85/146,825 Filing Date 10/6/2010	3984638	6/28/2011	USA
Qdoba Restaurant Corporation	CHOOSE FLAVOR	Serial No. 86/661,441 Filing Date 6/12/2015	4994684	7/5/2016	USA
Qdoba Restaurant Corporation	FOOD LOVERS FIGHTING BURRITO BOREDOM	Serial No. 85/149,744 Filing Date 10/11/2010	3973848	6/7/2011	USA
Qdoba Restaurant Corporation		Serial No. 85/149,750 Filing Date 10/11/2010	3973849	6/7/2011	USA
Qdoba Restaurant Corporation	KNOCKOUT TACOS	Serial No. 86/548,616 Filing Date 2/27/2015	4830983	10/13/2015	USA
Qdoba Restaurant Corporation	NAKED BURRITO	Serial No. 76/471,448 Filing Date 11/20/2002	2831477	4/13/2004	USA
Qdoba Restaurant Corporation	QDOBA	Serial No. 75/841,758 Filing Date 11/5/1999	2462773	6/19/2001	USA
Qdoba Restaurant Corporation		Serial No. 86/772,766 Filing Date 9/29/2015	4964072	5/24/2016	USA

Owner	Trademark	Serial Number / Filing Date	Registration Number	Registration Date	Country
Qdoba Restaurant Corporation	QDOBA MEXICAN EATS	Serial No. 86/372,604 Filing Date 8/20/2014	4819478	9/22/2015	USA
Qdoba Restaurant Corporation		Serial No. 86/372,563 Filing Date 8/20/2014	4833275	10/13/2015	USA
Qdoba Restaurant Corporation	QDOBA MEXICAN GRILL	Serial No. 75/841,760 Filing Date 11/5/1999	2452146	5/15/2001	USA
Qdoba Restaurant Corporation		Serial No. 75/922,440 Filing Date 2/18/2000	2574316	5/28/2002	USA
Qdoba Restaurant Corporation		Serial No. 85/496,188 Filing Date 12/15/2011	4,227,729	10/16/2012	USA
Qdoba Restaurant Corporation	QUESOFY	Serial No. 85/770,754 Filing Date 11/2/2012	4344272	5/28/2013	USA
Qdoba Restaurant Corporation	WHAT ARE YOU GOING TO LOVE AT QDOBA?	Serial No. 78/785,176 Filing Date 1/4/2006	3162726	10/24/2006	USA
Qdoba Restaurant Corporation		Serial No. 76/537,807 Filing Date 8/15/2003	2876701	8/24/2004	USA