

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM476953

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Noodles & Company		05/09/2018	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	U.S. Bank, National Association		
Street Address:	950 17th Street		
City:	Denver		
State/Country:	COLORADO		
Postal Code:	80202		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 43			
Property Type	Number	Word Mark	
Registration Number:	4999243	BUFF BOWL	
Registration Number:	3553349	CRAVE CARD	
Registration Number:	3400230	FRESH SAUTÉ & GRILL	
Registration Number:	2894090	JAPANESE PAN NOODLES	
Registration Number:	4934181	MADE DIFFERENT	
Registration Number:	3660851	NOODLEGRAM	
Registration Number:	3437320	NOODLEVILLE	
Serial Number:	87198791	NOODLES & COMPANY	
Registration Number:	3663655	NOODLES & COMPANY	
Registration Number:	2547018	NOODLES & COMPANY	
Registration Number:	5060497	NOODLES & COMPANY WORLD KITCHEN	
Registration Number:	4440896	NOODLES & COMPANY YOUR WORLD KITCHEN	
Registration Number:	4612443	NOODLES CINEMA	
Serial Number:	87537499	NOODLES REWARDS	
Registration Number:	5325605	NOODLES WORLD KITCHEN	
Registration Number:	2907496	PESTO CAVATAPPI	
Registration Number:	4793270	PLUS PLEASE LET US SERVE	
Serial Number:	87666969	QUICK PICKUP	
Registration Number:	4179772	REAL FOOD. REAL QUICK.	

OP \$1090.00 4999243

Property Type	Number	Word Mark
Registration Number:	4646372	SMOLDER FROM BOULDER
Registration Number:	4122188	SQUARE BOWL
Serial Number:	87598924	THE NOODLETONS
Registration Number:	2894091	WISCONSIN MAC & CHEESE
Registration Number:	5150673	WORLD KITCHEN
Registration Number:	4325707	YOUR WORLD KITCHEN
Serial Number:	87718186	QUICK PICKUP ONLINE · APP · PHONE
Registration Number:	2651073	NOODLES & COMPANY
Registration Number:	3333189	NOODLES & COMPANY
Registration Number:	4562774	NOODLES & COMPANY
Registration Number:	4304937	NOODLES & COMPANY
Registration Number:	5246965	NOODLES & COMPANY WORLD KITCHEN
Registration Number:	5055941	NOODLES & COMPANY WORLD KITCHEN
Registration Number:	5055940	NOODLES & COMPANY WORLD KITCHEN
Serial Number:	87546139	NOODLES REWARDS
Registration Number:	5298061	NOODLES REWARDS
Registration Number:	5342215	NOODLES REWARDS
Serial Number:	87520052	NOODLES WORLD KITCHEN
Serial Number:	87520040	NOODLES WORLD KITCHEN
Serial Number:	87520095	NOODLES WORLD KITCHEN
Serial Number:	87520082	NOODLES WORLD KITCHEN
Registration Number:	5330975	NOODLES WORLD KITCHEN
Registration Number:	4532657	
Registration Number:	2907868	

CORRESPONDENCE DATA

Fax Number: 7023828135

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: 702-464-7079

Email: jobermeyer@bhfs.com

Correspondent Name: Daniel I. Ackerman

Address Line 1: 410 17th Street, Ste 2200

Address Line 4: Denver, COLORADO 80202

ATTORNEY DOCKET NUMBER:	004724-0247
NAME OF SUBMITTER:	Daniel I. Ackerman
SIGNATURE:	/Daniel I. Ackerman/
DATE SIGNED:	06/06/2018

Total Attachments: 6

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of May 9, 2018 (as the same may be amended, modified, restated, extended or supplemented from time to time, the “Security Agreement”) by and among the Grantors from time to time party thereto (each an “Grantor” and collectively, the “Grantors”) and U.S. Bank, National Association, as Administrative Agent (the “Administrative Agent”) for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.


The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

Very truly yours,

GRANTOR:

NOODLES & COMPANY,
a Delaware corporation

By: 
Name: Melissa Heidman
Title: Secretary

Acknowledged and Accepted:

U.S. BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: Jason B Fritz

Name: Jason B. Fritz

Title: Vice President

Schedule I

Country	Mark	Serial/ Registration Number	Filing/ Registration Date	Owner	Status
U.S.	BUFF BOWL	Serial No. 86/525,507 Reg. No. 4,999,243	Filing Date 2/5/2015 Reg. Date 7/12/2016	Noodles & Company	Registered
U.S.	CRAVE CARD	Serial No. 77/454,019 Reg. No. 3,553,349	Filing Date 4/21/2008 Reg. Date 12/30/2008	Noodles & Company	Registered
U.S.	Fresh Sauté & Grill	Serial No. 76/631,356 Reg. No. 3,400,230	Filing Date 2/15/2005 Reg. Date 3/18/2008	Noodles & Company	Registered (Supplemental Register)
U.S.	JAPANESE PAN NOODLES	Serial No. 76/248,151 Reg. No. 2,894,090	Filing Date 4/5/2001 Reg. Date 10/19/2004	Noodles & Company	Registered
U.S.	MADE DIFFERENT	Serial No. 86/659,017 Reg. No. 4,934,181	Filing Date 6/11/2015 Reg. Date 4/5/2016	Noodles & Company	Registered
U.S.	NOODLEGRAM	Serial No. 77/657,005 Reg. No. 3,660,851	Filing Date 1/26/2009 Reg. Date 7/28/2009	Noodles & Company	Registered
U.S.	NOODLEVILLE	Serial No. 77/172,403 Reg. No. 3,437,320	Filing Date 5/3/2007 Reg. Date 5/27/2008	Noodles & Company	Registered
U.S.	NOODLES & COMPANY	Serial No. 87/198,791	Filing Date 10/10/2016	Noodles & Company	Allowed
U.S.	NOODLES & COMPANY	Serial No. 77/674,355 Reg. No. 3,663,655	Filing Date 2/20/2009 Reg. Date 8/4/2009	Noodles & Company	Registered
U.S.	NOODLES & COMPANY	Serial No. 76/230,756 Reg. No. 2,547,018	Filing Date 3/23/2001 Reg. Date 3/12/2002	Noodles & Company	Registered
U.S.	NOODLES & COMPANY WORLD KITCHEN	Serial No. 86/659,008 Reg. No. 5,060,497	Filing Date 6/11/2015 Reg. Date 10/11/2016	Noodles & Company	Registered
U.S.	NOODLES & COMPANY YOUR WORLD KITCHEN	Serial No. 85/573,804 Reg. No. 4,440,896	Filing Date 3/19/2012 Reg. Date 11/26/2013	Noodles & Company	Registered
U.S.	NOODLES CINEMA	Serial No. 86/048,440 Reg. No. 4,612,443	Filing Date 8/26/2013 Reg. Date 9/30/2014	Noodles & Company	Registered
U.S.	NOODLES REWARDS	Serial No. 87/537,499	Filing Date 7/21/2017	Noodles & Company	Published
U.S.	NOODLES WORLD KITCHEN	Serial No. 87/259,394 Reg. No. 5,325,605	Filing Date 12/6/2016 Reg. Date 10/31/2017	Noodles & Company	Registered
U.S.	PESTO CAVATAPPI	Serial No. 76/248,150 Reg. No. 2,907,496	Filing Date 4/5/2001 Reg. Date 12/7/2004	Noodles & Company	Registered
U.S.	PLUS PLEASE LET US SERVE	Serial No. 86/368,002 Reg. No. 4,793,270	Filing Date 8/15/2014 Reg. Date 8/18/2015	Noodles & Company	Registered

U.S.	QUICK PICKUP	Serial No. 87/666,969	Filing Date 10/31/2017	Noodles & Company	Pending
U.S.	REAL FOOD. REAL QUICK.	Serial No. 77/813,518 Reg. No. 4,179,772	Filing Date 8/26/2009 Reg. Date 7/24/2012	Noodles & Company	Registered
U.S.	SMOLDER FROM BOULDER	Serial No. 86/070,161 Reg. No. 4,646,372	Filing Date 9/20/2013 Reg. Date 11/25/2014	Noodles & Company	Registered
U.S.	SQUARE BOWLS	Serial No. 77/814,246 Reg. No. 4,122,188	Filing Date 8/27/2009 Reg. Date 4/3/2012	Noodles & Company	Registered
U.S.	THE NOODLETONS	Serial No. 87/598,924	Filing Date 9/7/2017	Noodles & Company	Allowed
U.S.	WISCONSIN MAC & CHEESE	Serial No. 76/248,152 Reg. No. 2,894,091	Filing Date 4/5/2001 Reg. Date 10/19/2004	Noodles & Company	Registered
U.S.	WORLD KITCHEN	Serial No. 87/104,051 Reg. No. 5,150,673	Filing Date 7/14/2016 Reg. Date 2/28/2017	Noodles & Company	Registered
U.S.	YOUR WORLD KITCHEN	Serial No. 85/573,798 Reg. No. 4,325,707	Filing Date 3/19/2012 Reg. Date 4/23/2013	Noodles & Company	Registered
U.S.		Serial No. 87/718,186	Filing Date 12/12/2017	Noodles & Company	Pending
U.S.		Serial No. 76/026,711 Reg. No. 2,651,073	Filing Date 4/14/2000 Reg. Date 11/19/2002	Noodles & Company	Registered
U.S.		Serial No. 76/661,267 Reg. No. 3,333,189	Filing Date 6/8/2006 Reg. Date 11/13/2007	Noodles & Company	Registered
U.S.		Serial No. 86/048,423 Reg. No. 4,562,774	Filing Date 8/26/2013 Reg. Date 7/8/2014	Noodles & Company	Registered
U.S.		Serial No. 85/681,506 Reg. No. 4,304,937	Filing Date 7/19/2012 Reg. Date 3/19/2013	Noodles & Company	Registered
U.S.		Serial No. 86/738,519 Reg. No. 5,246,965	Filing Date 8/26/2015 Reg. Date 7/18/2017	Noodles & Company	Registered
U.S.		Serial No. 86/738,527 Reg. No. 5,055,941	Filing Date 8/26/2015 Reg. Date 10/4/2016	Noodles & Company	Registered
U.S.		Serial No. 86/738,520 Reg. No. 5,055,940	Filing Date 8/26/2015 Reg. Date 10/4/2016	Noodles & Company	Registered

U.S.		Serial No. 87/546,139	Filing Date 7/27/2017	Noodles & Company	Published
U.S.		Serial No. 87/187,395 Reg. No. 5,298,061	Filing Date 9/29/2016 Reg. Date 9/26/2017	Noodles & Company	Registered
U.S.		Serial No. 87/187,382 Reg. No. 5,342,215	Filing Date 9/29/2016 Reg. Date 11/21/2017	Noodles & Company	Registered
U.S.		Serial No. 87/520,052	Filing Date 7/7/2017	Noodles & Company	Pending
U.S.		Serial No. 87/520,040	Filing Date 7/7/2017	Noodles & Company	Pending
U.S.		Serial No. 87/520,095	Filing Date 7/7/2017	Noodles & Company	Pending
U.S.		Serial No. 87/520,082	Filing Date 7/7/2017	Noodles & Company	Pending
U.S.		Serial No. 87/160,765 Reg. No. 5,330,975	Filing Date 9/4/2016 Reg. Date 11/7/2017	Noodles & Company	Registered
U.S.		Serial No. 86/048,436 Reg. No. 4,532,657	Filing Date 8/26/2013 Reg. Date 5/20/2014	Noodles & Company	Registered
U.S.		Serial No. 76/536,590 Reg. No. 2,907,868	Filing Date 7/2/2003 Reg. Date 12/7/2004	Noodles & Company	Registered