

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM545658

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Chipotle Mexican Grill, Inc.		09/30/2019	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	CMG Pepper, LLC		
Street Address:	610 Newport Center Drive, Suite 1300		
City:	Newport Beach		
State/Country:	CALIFORNIA		
Postal Code:	92660		
Entity Type:	Limited Liability Company: COLORADO		
PROPERTY NUMBERS Total: 48			
Property Type	Number	Word Mark	
Registration Number:	3105875		
Registration Number:	4075479		
Registration Number:	3128649		
Registration Number:	3834093	BOO-RITO	
Registration Number:	4647850	BURRITOFUL	
Registration Number:	2344423	CHIPOTLE	
Registration Number:	3523738	CHIPOTLE	
Registration Number:	3618869	CHIPOTLE	
Registration Number:	3698498	CHIPOTLE	
Registration Number:	3622272	CHIPOTLE	
Registration Number:	3412092	CHIPOTLE	
Registration Number:	3876814	CHIPOTLE · FOOD WITH INTEGRITY ·	
Registration Number:	3876815	CHIPOTLE · FOOD WITH INTEGRITY ·	
Registration Number:	3876817	CHIPOTLE · FOOD WITH INTEGRITY ·	
Registration Number:	3876818	CHIPOTLE · FOOD WITH INTEGRITY ·	
Registration Number:	3978563	·CHIPOTLE · FOOD WITH INTEGRITY	
Registration Number:	3978564	·CHIPOTLE · FOOD WITH INTEGRITY	
Registration Number:	3978565	· CHIPOTLE · FOOD WITH INTEGRITY	
Registration Number:	3966752	· CHIPOTLE · FOOD WITH INTEGRITY	

CH \$1215.00 3105875

Property Type	Number	Word Mark
Registration Number:	2317719	CHIPOTLE MEXICAN GRILL
Registration Number:	3325609	CHIPOTLE MEXICAN GRILL
Registration Number:	2949842	CHIPOTLE MEXICAN GRILL
Registration Number:	3618866	CHIPOTLE MEXICAN GRILL
Registration Number:	3779317	CHIPOTLE MEXICAN GRILL
Registration Number:	3704887	CHIPOTLE MEXICAN GRILL
Registration Number:	3779316	CHIPOTLE MEXICAN GRILL
Registration Number:	3624218	CHIPOTLE MEXICAN GRILL
Registration Number:	2317718	CHIPOTLE MEXICAN GRILL
Registration Number:	3773277	CHIPOTLE MEXICAN GRILL
Registration Number:	3971084	CHIPOTLE MEXICAN GRILL
Registration Number:	3695814	CHIPOTLE MEXICAN GRILL
Registration Number:	3698499	CHIPOTLE MEXICAN GRILL
Registration Number:	4530000	FARMED AND DANGEROUS
Registration Number:	3677868	FARMED FRIENDLY
Registration Number:	2747304	
Registration Number:	2787046	FOOD WITH INTEGRITY
Registration Number:	4755724	FRESH IS NOT ENOUGH, ANYMORE.
Registration Number:	4547485	LIFE IS BURRITOFUL
Registration Number:	3834344	MBA
Registration Number:	2202863	
Registration Number:	3605960	
Registration Number:	5223673	RAD LANDS
Registration Number:	4295927	RESPONSIBLY FARMED
Registration Number:	4860087	RESPONSIBLY RAISED
Registration Number:	4116353	RESTAURATEUR
Registration Number:	4408602	SOFRITAS
Registration Number:	4682812	THE GOURMET RESTAURANT WHERE YOU EAT WIT
Registration Number:	2350578	UNBURRITABLE

CORRESPONDENCE DATA

Fax Number: 3034732720

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: 303-473-2710

Email: docket@hollandhart.com

Correspondent Name: Scott S. Havlick

Address Line 1: P.O. Box 8749

Address Line 2: Attention: Trademark Docketing

Address Line 4: Denver, COLORADO 80201

TRADEMARK

REEL: 006774 FRAME: 0156

NAME OF SUBMITTER:	Scott S. Havlick
SIGNATURE:	/Scott Havlick/
DATE SIGNED:	10/17/2019
Total Attachments: 10 source=Chipotle Trademark Assignment#page1.tif source=Chipotle Trademark Assignment#page2.tif source=Chipotle Trademark Assignment#page3.tif source=Chipotle Trademark Assignment#page4.tif source=Chipotle Trademark Assignment#page5.tif source=Chipotle Trademark Assignment#page6.tif source=Chipotle Trademark Assignment#page7.tif source=Chipotle Trademark Assignment#page8.tif source=Chipotle Trademark Assignment#page9.tif source=Chipotle Trademark Assignment#page10.tif	

TRADEMARK ASSIGNMENT

This assignment of trademark, trade name and service mark rights ("Trademark Assignment"), effective 9/30/2019 (the "Effective Date"), by and between Chipotle Mexican Grill, Inc., a corporation duly organized and existing under the laws of the State of Delaware having a business address at 1401 Wynkoop St., Suite 500, Denver Colorado 80202, United States of America ("Assignor") and CMG Pepper, LLC, a limited liability company duly organized and existing under the laws of the State of Colorado having a business address at 610 Newport Center Drive, Suite 1300, Newport Beach, California, 92660, United States of America ("Assignee").

WHEREAS, Assignor is the owner of the trademark applications and registrations listed on the attached Schedule A ("Trademarks");

WHEREAS, Assignee seeks to acquire the entire right, title and interest in and to the Trademarks, together with the goodwill of the business associated with and symbolized by the Trademarks;

WHEREAS, Assignee is the successor to that portion of the business of the Assignor to which the Trademark pertains, which business is ongoing and existing.


NOW, THEREFORE, for and in consideration of the above Recitals, One Hundred U.S. Dollar (\$100.00 USD), and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee, its successors and assigns, all of the present and future right, title and interest to the Trademarks, both registered and unregistered, together with the goodwill of the business associated with and symbolized by the Trademarks, and together with the right to sue for past infringement and to collect all

damages or profits for past infringement, dilution, unfair competition and counterfeiting of the Trademarks for its own use and benefits. Assignor further transfers, assigns, and sets over unto Assignee, its successors and assigns, all of Assignor's right, title and interest in, to and under all existing license agreements between Assignor and third parties related to the Trademarks. We hereby agree that any and all procedures shall be taken solely by the said assignee in regard to the assignment of the below-identified Trademarks.

IN WITNESS WHEREOF, the Assignor and the Assignee have caused this Assignment to be executed by their authorized representatives.

Chipotle Mexican Grill, Inc.

Dated: 9/30/19

Signed: 
Name: Roger Theodoreidis
Title: Chief Legal Officer

ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California

County of Orange

On 9/30/19 before me, Cara Loftus, Notary Public
(insert name and title of the officer)

personally appeared Roger Theodoret, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature [Handwritten Signature] (Seal)

ACCEPTED AND ACKNOWLEDGED:

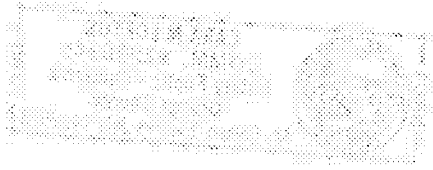
CMG Pepper, LLC

Dated: 9/30/19

Signed: *Michael M. McGawn*

Name: Michael M. McGawn

Title: Deputy General Counsel, Operations



ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California

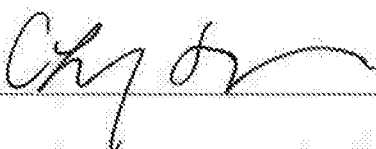
County of Orange)

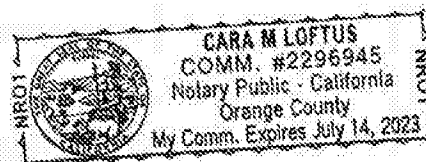
On 9/30/19 before me, Cara Loftus, Notary Public,
(insert name and title of the officer)

personally appeared Michael McGowan, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature  (Seal)



SCHEDULE A TO TRADEMARK ASSIGNMENT

No.	Country	Mark	App. No./Reg. No.	Class
1.	Australia	CHIPOTLE	998743	43
2.	Australia	CHIPOTLE	770,422	42
3.	Australia	CHIPOTLE MEXICAN GRILL	998742	29, 30, 43
4.	Australia	Pepper Logo (new)	1567315	43
5.	Bolivia	CHIPOTLE	150236-C	43
6.	Brazil	CHIPOTLE	830364978	43
7.	Brazil	CHIPOTLE MEXICAN GRILL	821126253	43
8.	Canada	BOORITO	1954165	43
9.	Canada	CHIPOTLANE	1953417	43
10.	Canada	CHIPOTLE	TMA733,000	1
11.	Canada	CHIPOTLE BURRITO Design	TMA734,334	1
12.	Canada	CHIPOTLE FOR REAL	1953419	43
13.	Canada	CHIPOTLE REWARDS	1953418	35
14.	Canada	FOOD WITH INTEGRITY	TMA755,239	1
15.	Canada	HOWEVER YOU CHIPOTLE, GET FREE CHIPOTLE	1953153	43
16.	Canada	OUR PROCESS. NOT PROCESSED.	1953155	43
17.	Canada	PEPPER Design	TMA734,335	1
18.	Canada	REAL FOOD IS REALLY REWARDING	1953151	43
19.	Canada	REAL FOOD, REAL FREE, REAL FAST	1953152	43

20.	Canada	REAL IS OUR THING	1953233	43
21.	Canada	THE ONLY INGREDIENT THAT'S HARD TO PRONOUNCE AT CHIPOTLE, IS "CHIPOTLE."	1953420	43
22.	Canada	WE DO REAL	1953154	43
23.	Canada	WE DO THINGS THE RIGHT WAY, NOT THE EASY WAY	1953237	43
24.	Canada	YOUR GOALS. OUR BOWLS.	1953150	43
25.	Chile	CHIPOTLE	1.153.642	43
26.	China	CHIPOTLE	3661039	29
27.	China	CHIPOTLE	3661038	30
28.	China	CHIPOTLE	3661037	43
29.	Hong Kong	CHIPOTLE	300050354	43
30.	Hong Kong	CHIPOTLE MEXICAN GRILL	301376127	43
31.	India	CHIPOTLE	2549015	43
32.	Japan	CHIPOTLE	4,694,977	42
33.	Malaysia	CHIPOTLE	03009302	43
34.	Malaysia	CHIPOTLE MEXICAN GRILL	09011225	43
35.	Mexico	CHIPOTLE MEXICAN GRILL (and Design)	1382341	43
36.	Mexico	Pepper Logo (new)	1368684	43
37.	New Zealand	CHIPOTLE	A683213	43
38.	New Zealand	CHIPOTLE MEXICAN GRILL	808862	43

39.	Nicaragua	CHIPOTLE	2015-003761	43
40.	Paraguay	CHIPOTLE	16765/2015	43
41.	Republic of Korea (South)	CHIPOTLE	12305	29, 30, 43
42.	Singapore	CHIPOTLE	T03/11183E	43
43.	Singapore	CHIPOTLE MEXICAN GRILL (and Design)	T1307181Z	43
44.	Taiwan	CHIPOTLE	1105137	43
45.	Taiwan	CHIPOTLE MEXICAN GRILL	1417927	43
46.	United States of America	3 ELEMENT INTERIOR DECOR TRADE DRESS (Design)	3105875	43
47.	United States of America	4 Element Trade Dress (Design)	4,075,479	43
48.	United States of America	5 ELEMENT INTERIOR DECOR TRADE (Design)	3128649	43
49.	United States of America	BOO-RITO	3834093	35, 43
50.	United States of America	Burritoful	4647850	43
51.	United States of America	CHIPOTLE	2344423	42
52.	United States of America	CHIPOTLE	3523738	29, 30
53.	United States of America	Chipotle & Pepper Design in color	3618869	43
54.	United States of America	CHIPOTLE (new font, no color claim)	3,698,498	43
55.	United States of America	Chipotle (Stylized in color)	3622272	43
56.	United States of America	CHIIPOTLE (stylized)	3412092	43
57.	United States of America	CHIIPOTLE · FOOD WITH INTEGRITY · (Beef Logo)	3876814	43
58.	United States of America	CHIPOTLE · FOOD WITH INTEGRITY · (Pork Logo)	3876815	43

59.	United States of America	CHIPOTLE · FOOD WITH INTEGRITY · (Poultry Logo)	3876817	43
60.	United States of America	CHIPOTLE · FOOD WITH INTEGRITY · (Vegetarian Logo)	3876818	43
61.	United States of America	CHIPOTLE FOOD WITH INTEGRITY (Beef Logo)	3978563	29
62.	United States of America	CHIPOTLE FOOD WITH INTEGRITY (Pork Logo)	3978564	29
63.	United States of America	CHIPOTLE FOOD WITH INTEGRITY (Poultry Logo)	3978565	29
64.	United States of America	CHIPOTLE FOOD WITH INTEGRITY (Vegetarian Logo)	3966752	29
65.	United States of America	CHIPOTLE MEXICAN GRILL	2317719	43
66.	United States of America	CHIPOTLE MEXICAN GRILL	3325609	29, 30
67.	United States of America	CHIPOTLE MEXICAN GRILL (and Design)	2949842	43
68.	United States of America	Chipotle Mexican Grill (Logo in color)	3618866	43
69.	United States of America	CHIPOTLE MEXICAN GRILL (new font, in brown)	3779317	43
70.	United States of America	CHIPOTLE MEXICAN GRILL (new font, in white)	3704887	43
71.	United States of America	CHIPOTLE MEXICAN GRILL (Rectangular Contained Logo)	3779316	43
72.	United States of America	CHIPOTLE MEXICAN GRILL (Stylized)	3624218	43
73.	United States of America	CHIPOTLE MEXICAN GRILL (stylized)	2317718	42
74.	United States of America	CHIPOTLE MEXICAN GRILL Rectangular Logo (bordered, descriptor below)	3773277	43
75.	United States of America	CHIPOTLE MEXICAN GRILL Rectangular Logo (bordered, descriptor on right)	3971084	43
76.	United States of America	CHIPOTLE MEXICAN GRILL Rectangular Logo (descriptor on right)	3695814	43

77.	United States of America	CHIPOTLE MEXICAN GRILL Rectangular Logo (descriptor below)	3,698,499	43
78.	United States of America	FARMED AND DANGEROUS	4530000	41
79.	United States of America	FARMED FRIENDLY	3677868	43
80.	United States of America	FOIL BURRITO Design	2,747,304	43
81.	United States of America	FOOD WITH INTEGRITY	2,787,046	42
82.	United States of America	FRESH IS NOT ENOUGH, ANYMORE.	4755724	43
83.	United States of America	Life is Burritoful	4547485	43
84.	United States of America	MBA	3,834,344	41
85.	United States of America	PEPPER Design	2202863	42
86.	United States of America	Pepper Logo (new)	3605960	43
87.	United States of America	RAD Lands	5223673	41
88.	United States of America	RESPONSIBLY FARMED	4295927	43
89.	United States of America	RESPONSIBLY RAISED	4860087	29, 30
90.	United States of America	RESTAURATEUR	4116353	35
91.	United States of America	SOFRITAS	4408602	29
92.	United States of America	THE GOURMET RESTAURANT WHERE YOU EAT WITH YOUR HANDS	4682812	43
93.	United States of America	UNBURRITABLE	2,350,578	42
94.	Venezuela	CHIPOTLE	S027631	43
95.	Venezuela	CHIPOTLE MEXICAN GRILL	S046227	43