

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM632891

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NOTICE OF RELEASE OF SECURITY INTEREST IN TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
JPMORGAN CHASE BANK, N.A., as administrative agent		03/16/2021	Bank:
RECEIVING PARTY DATA			
Name:	RYE PARENT CORP.		
Street Address:	3630 S. Geyer Rd.		
Internal Address:	#100		
City:	St. Louis		
State/Country:	MISSOURI		
Postal Code:	63127		
Entity Type:	Corporation: DELAWARE		
Name:	PANERA BREAD COMPANY		
Street Address:	3630 S. Geyer Rd.		
Internal Address:	#100		
City:	St. Louis		
State/Country:	MISSOURI		
Postal Code:	63127		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 81			
Property Type	Number	Word Mark	
Serial Number:	88478361		
Registration Number:	5914986		
Serial Number:	88478208	PANERA BREAD	
Serial Number:	88478271	PANERA BREAD	
Registration Number:	2816290	A LOAF OF BREAD IN EVERY ARM	
Registration Number:	2970064	BACON TURKEY BRAVO	
Registration Number:	2761065	BAGUETTE UNIVERSITY	
Registration Number:	4937918	BAKERS IN TRAINING PANERA BREAD FOR KIDS	
Registration Number:	2720922	BREADUCATION	
Registration Number:	5836095	BEHIND THE COUNTER	
Serial Number:	87701202	BREAKFAST MADE WITH RESPECT	
TRADEMARK			

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Property Type	Number	Word Mark
Serial Number:	87475300	CRAFTED CLEAN
Registration Number:	4987659	DAY-END DOUGH-NATION
Registration Number:	2257452	DOUGH FOR FUNDS
Registration Number:	5836092	FOOD INTERRUPTED
Registration Number:	2913034	FRESH BREAD MAKES FRIENDS
Registration Number:	2755383	FRESH FROM THE OVEN
Registration Number:	2980821	FRONTEGA CHICKEN PANINI
Registration Number:	5531305	GOOD FOOD WHEREVER
Registration Number:	5156585	INSPIRED BY PANERA. HOMEMADE BY YOU.
Registration Number:	5471650	MODERN CLASSICS
Registration Number:	4934854	
Registration Number:	2341776	
Registration Number:	3267791	
Registration Number:	4038347	MYPANERA
Registration Number:	1878878	OPERATION DOUGH-NATION
Registration Number:	4934852	PANERA
Registration Number:	2806259	PANERA
Registration Number:	5354144	PANERA BAKERS IN TRAINING
Registration Number:	2347523	PANERA BREAD
Registration Number:	2288311	PANERA BREAD
Registration Number:	5448837	PANERA BREAD FOOD AS IT SHOULD BE
Registration Number:	2288314	PANERA BREAD
Registration Number:	2354029	PANERA BREAD
Registration Number:	2299040	PANERA BREAD
Registration Number:	3644909	PANERA BREAD
Registration Number:	2798985	PANERA CARD
Registration Number:	4095717	PANERA CARES
Registration Number:	4637473	PANERA CARES
Registration Number:	5509529	PANERA DAY-END DOUGH-NATION
Registration Number:	2910670	PANERA EXPRESS
Serial Number:	86549341	PANERA FOOD AS IT SHOULD BE
Registration Number:	6037372	PANERA FOOD AS IT SHOULD BE
Registration Number:	5349386	PANERA FUNDRAISING
Registration Number:	5483818	PANERA GIVES
Registration Number:	4934851	PANERA BREAD
Registration Number:	4930117	PANERA BREAD
Serial Number:	88397485	PANERA TAP
Registration Number:	4720625	PANERA TO YOU

Property Type	Number	Word Mark
Registration Number:	4451526	PANERA TO YOU
Registration Number:	2993487	PINK RIBBON BAGEL
Registration Number:	5355197	RAPID PICK-UP
Serial Number:	88291304	RECLAIM DINNERTIME
Serial Number:	88312210	RETHINK DINNER
Registration Number:	5734149	RETHINK HOMEMADE
Registration Number:	2026248	SAINT LOUIS BREAD COMPANY
Registration Number:	4488706	SHARE THE WARMTH
Registration Number:	2958788	SMOKEHOUSE TURKEY PANINI
Serial Number:	88423052	SOMETIMES A SWEET IS GOOD FOR THE SOUL
Registration Number:	4533900	START WITH BREAD
Registration Number:	2267376	THE UNIVERSAL SPIRIT OF BREAD IS SHARING
Serial Number:	88412657	TRETAIL
Registration Number:	2793880	
Registration Number:	2874753	VIA PANERA
Registration Number:	4192798	YOU PICK 2
Registration Number:	4820747	YOU PICK 2
Registration Number:	2801979	YOU PICK TWO
Serial Number:	88797515	YOUR CUP IS ALWAYS FULL
Registration Number:	4825010	YP2
Registration Number:	3186583	PARADISE BAKERY & CAFE ESTABLISHED 1976
Registration Number:	3189122	PARADISE BAKERY & CAFE
Registration Number:	1543798	PARADISE BAKERY
Registration Number:	1466754	PARADISE BAKERY
Registration Number:	1134895	AU BON PAIN
Registration Number:	1757444	AU BON PAIN
Registration Number:	1270374	AU BON PAIN
Registration Number:	2939859	AU BON PAIN
Registration Number:	2854475	AU BON PAIN
Registration Number:	2792459	AU BON PAIN
Registration Number:	5272265	AU BON PAIN THE BAKERY CAFÉ
Registration Number:	2534803	AUBONPAIN.COM

CORRESPONDENCE DATA

Fax Number: 2123108007

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: 2123108000

Email: juan.arias@weil.com

Correspondent Name: Claudia Stantzyk-Guzek
Address Line 1: Weil, Gotshal & Manges LLP
Address Line 2: 767 Fifth Avenue
Address Line 4: New York, NEW YORK 10153

ATTORNEY DOCKET NUMBER: C. Stantzyk - 55160.0024

NAME OF SUBMITTER: Claudia Stantzyk-Guzek

SIGNATURE: /Claudia Stantzyk-Guzek/

DATE SIGNED: 03/17/2021

Total Attachments: 11

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NOTICE OF RELEASE OF
SECURITY INTEREST IN TRADEMARKS

March 16, 2021

This Release of Security Interest in Trademark Collateral is made and effective as of March 16, 2021 (“Release of Security Interest”) by JPMORGAN CHASE BANK, N.A., as administrative agent and collateral agent (in each such capacity, the “Agent”), solely in its capacity as Agent for the lenders (the “Lenders”) from time to time party to that certain Credit Agreement, dated as of May 14, 2020, by and among RYE PARENT CORP., a Delaware corporation (“Holdings”), PANERA BREAD COMPANY, a Delaware corporation (the “Parent Borrower”), the Lenders, and the Agent (as amended, modified or amended and restated from time to time prior to the date hereof).

WHEREAS, PUMPERNICKEL ASSOCIATES, LLC, a Delaware corporation, PARADISE BAKERY & CAFÉ, INC., a Delaware corporation, and ABP CORPORATION, a Delaware corporation (each a “Grantor” and, collectively, the “Grantors”) own the trademarks listed on Schedule I attached hereto (“Trademarks”), which Trademarks are registered or applications for registration have been filed in the United States Patent and Trademark Office (the “Office”); and

WHEREAS, pursuant to that certain Intellectual Property Security Agreement, dated as of May 14, 2020 (the “IP Security Agreement”), each Grantor pledged, assigned and granted to the Agent a security interest in all of such Grantor’s right, title and interest in and to the trademarks listed on Schedule I hereto (the “Trademark Collateral”);

WHEREAS, the IP Security Agreement was recorded with the United States Patent and Trademark Office on May 15, 2020 at Reel/Frame No. 6939/0589; and

WHEREAS, pursuant to the Payoff Letter, dated as of March 16, 2021, by and among the Agent, Borrower and Holdings, the Borrower has requested and the Agent has agreed to procure, execute and deliver to the Borrower, at the expense of the Borrower, such documents confirming and carrying out the release and discharge of the Secured Parties’ security interest in the Trademark Collateral.

NOW THEREFORE, in consideration of the premises and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent does hereby agree as follows:

1. Release. As of the date listed on the signature page hereto, the Agent hereby terminates, discharges, cancels and releases fully its security interests in and liens on the Trademark Collateral granted under the IP Security Agreement.

2. Further Assurances. The Agent hereby agrees, at the Borrower’s expense, to execute such instruments and to take such other actions as the Borrower may reasonably request to terminate the Agent’s security interest in the relevant Trademark Collateral.

3. Governing Law. This Notice of Release of Security Interest in Trademarks and the transactions contemplated hereby and all disputes between the parties under or relating to this Release of Security Interest or the facts or circumstances leading to its execution, whether in contract, tort or otherwise, shall be governed by and construed and interpreted in accordance with the laws of the State of New York, without regard to conflicts of law principles that would require the application of the laws of another jurisdiction.

4. Definitions. Capitalized terms used herein and not defined shall have the respective meaning ascribed to such terms in the IP Security Agreement.

[Signature Page Follows]

IN WITNESS WHEREOF, the Agent has caused this Notice of Release of Security Interest in Trademarks to be duly executed as of the date first listed above.

JPMORGAN CHASE BANK, N.A.,
as Administrative Agent and Collateral Agent

By: 
Name: Jeffrey C. Miller
Title: Executive Director

SCHEDULE I

Trademarks

Trademark	Status	App No.	Filing Date	Reg no.	Reg date	Owner
2019 Mother Bread Design (in Black & White)	Allowed	88478361	18-Jun-2019			PUMPERNICKEL ASSOCIATES, LLC
2019 Mother Bread Design (in Black & White)	Registered	88478398	18-Jun-2019	5914986	19-Nov-2019	PUMPERNICKEL ASSOCIATES, LLC
2019 PANERA BREAD and Mother Bread Design in Box (in Color)	Allowed	88478208	18-Jun-2019			PUMPERNICKEL ASSOCIATES, LLC
2019 PANERA BREAD and Mother Bread Design in Box (in Color)	Published	88478271	18-Jun-2019			PUMPERNICKEL ASSOCIATES, LLC
A LOAF OF BREAD IN EVERY ARM	Registered	76/447284	6-Sep-2002	2816290	24-Feb-2004	PUMPERNICKEL ASSOCIATES, LLC
BACON TURKEY BRAVO	Registered	78/324557	7-Nov-2003	2970064	19-Jul-2005	PUMPERNICKEL ASSOCIATES, LLC
BAGUETTE UNIVERSITY	Registered	76/402831	2-May-2002	2761065	09-Sep-2003	PUMPERNICKEL ASSOCIATES, LLC
BAKERS IN TRAINING Logo	Registered	86/498788	8-Jan-2015	4937918	12-Apr-2016	PUMPERNICKEL ASSOCIATES, LLC
BREADUCATION	Registered	76/398650	22-Apr-2002	2720922	03-Jun-2003	PUMPERNICKEL ASSOCIATES, LLC

Trademark	Status	App No.	Filing Date	Reg no.	Reg date	Owner
BEHIND THE COUNTER	Registered	88040886	17-Jul-2018	5836095	13-Aug-2019	PUMPERNICKEL ASSOCIATES, LLC
BREAKFAST MADE WITH RESPECT	Allowed	87701202	29-Nov-2017			PUMPERNICKEL ASSOCIATES, LLC
CRAFTED CLEAN	Allowed	87/475300	05-Jun-2017			PUMPERNICKEL ASSOCIATES, LLC
DAY-END DOUGH-NATION	Registered	86/787540	14-Oct-2015	4987659	28-Jun-2016	PUMPERNICKEL ASSOCIATES, LLC
DOUGH FOR FUNDS	Registered	75/083466	4-Apr-1996	2257452	29-Jun-1999	PUMPERNICKEL ASSOCIATES, LLC
FOOD INTERRUPTED	Registered	88040490	17-Jul-2018	5836092	13-Aug-2019	PUMPERNICKEL ASSOCIATES, LLC
FRESH BREAD MAKES FRIENDS	Registered	78/304013	23-Sep-2003	2913034	21-Dec-2004	PUMPERNICKEL ASSOCIATES, LLC
FRESH FROM THE OVEN	Registered	76/393047	9-Apr-2002	2755383	26-Aug-2003	PUMPERNICKEL ASSOCIATES, LLC
FRONTEGA CHICKEN PANINI	Registered	78/310743	8-Oct-2003	2980821	02-Aug-2005	PUMPERNICKEL ASSOCIATES, LLC
GOOD FOOD WHEREVER	Registered	87/436354	04-May-2017	5531305	31-Jul-2018	PUMPERNICKEL ASSOCIATES, LLC


Trademark	Status	App No.	Filing Date	Reg no.	Reg date	Owner
INSPIRED BY PANERA. HOMEMADE BY YOU.	Registered	86/448222	7-Nov-2014	5156585	7-Mar-2017	PUMPERNICKEL ASSOCIATES, LLC
MODERN CLASSICS	Registered	87/479234	07-Jun-2017	5471650	15-May-2018	PUMPERNICKEL ASSOCIATES, LLC
Mother Bread Design	Registered	86/345056	22-Jul-2014	4934854	12-Apr-2016	PUMPERNICKEL ASSOCIATES, LLC
Mother Bread Design	Registered	75/410670	24-Dec-1997	2341776	11-Apr-2000	PUMPERNICKEL ASSOCIATES, LLC
Mother Bread Design (in Color)	Registered	78/781575	28-Dec-2005	3267791	24-Jul-2007	PUMPERNICKEL ASSOCIATES, LLC
MYPANERA	Registered	85/262293	9-Mar-2011	4038347	11-Oct-2011	PUMPERNICKEL ASSOCIATES, LLC
OPERATION DOUGH- NATION	Registered	74/495905	2-Mar-1994	1878878	14-Feb-1995	PUMPERNICKEL ASSOCIATES, LLC
PANERA	Registered	86/344805	22-Jul-2014	4934852	12-Apr-2016	PUMPERNICKEL ASSOCIATES, LLC
PANERA	Registered	76/413842	24-May-2002	2806259	20-Jan-2004	PUMPERNICKEL ASSOCIATES, LLC
PANERA BAKERS IN TRAINING and Design	Registered	87/410316	13-Apr-2017	5354144	12-Dec-2017	PUMPERNICKEL ASSOCIATES, LLC

Trademark	Status	App No.	Filing Date	Reg no.	Reg date	Owner
PANERA BREAD	Registered	75/374266	16-Oct-1997	2347523	02-May-2000	PUMPERNICKEL ASSOCIATES, LLC
PANERA BREAD	Registered	75/978462	16-Oct-1997	2288311	19-Oct-1999	PUMPERNICKEL ASSOCIATES, LLC
PANERA BREAD FOOD AS IT SHOULD BE	Registered	86/549344	28-Feb-2015	5448837	17-Apr-2018	PUMPERNICKEL ASSOCIATES, LLC
PANERA BREAD with MOTHER BREAD Design in horizontal design	Registered	75/978485	9-Jan-1998	2288314	19-Oct-1999	PUMPERNICKEL ASSOCIATES, LLC
PANERA BREAD with MOTHER BREAD Design in vertical design	Registered	75/415602	9-Jan-1998	2354029	30-May-2000	PUMPERNICKEL ASSOCIATES, LLC
PANERA BREAD with MOTHER BREAD Design in vertical design	Registered	75/978585	9-Jan-1998	2299040	07-Dec-1999	PUMPERNICKEL ASSOCIATES, LLC
PANERA BREAD AND DESIGN	Registered	78/263818	18-Jun-2003	3644909	23-Jun-2009	PUMPERNICKEL ASSOCIATES, LLC
PANERA CARD	Registered	76/447283	6-Sep-2002	2798985	23-Dec-2003	PUMPERNICKEL ASSOCIATES, LLC
PANERA CARES	Registered	85/306386	27-Apr-2011	4095717	07-Feb-2012	PUMPERNICKEL ASSOCIATES, LLC
PANERA CARES	Registered	85/306373	27-Apr-2011	4637473	11-Nov-2014	PUMPERNICKEL ASSOCIATES, LLC

Trademark	Status	App No.	Filing Date	Reg no.	Reg date	Owner
PANERA DAY-END DOUGH-NATION and Design	Registered	87/409007	12-Apr-2017	5509529	03-Jul-2018	PUMPERNICKEL ASSOCIATES, LLC
PANERA EXPRESS	Registered	78/276094	18-Jul-2003	2910670	14-Dec-2004	PUMPERNICKEL ASSOCIATES, LLC
PANERA FOOD AS IT SHOULD BE	Allowed	86/549341	28-Feb-2015			PUMPERNICKEL ASSOCIATES, LLC
PANERA FOOD AS IT SHOULD BE	Registered	86984538	28-Feb-2015	6037372	21-Apr-2020	PUMPERNICKEL ASSOCIATES, LLC
PANERA FUNDRAISING and Design	Registered	87/409016	12-Apr-2017	5349386	05-Dec-2017	PUMPERNICKEL ASSOCIATES, LLC
PANERA GIVES and Design	Registered	87/410323	13-Apr-2017	5483818	05-Jun-2018	PUMPERNICKEL ASSOCIATES, LLC
PANERA Primary Logo (in Black & White)	Registered	86/344771	22-Jul-2014	4934851	12-Apr-2016	PUMPERNICKEL ASSOCIATES, LLC
PANERA Primary Logo (in Color)	Registered	86/344790	22-Jul-2014	4930117	5-Apr-2016	PUMPERNICKEL ASSOCIATES, LLC
PANERA TAP and Design	Allowed	88397485	23-Apr-2019			PUMPERNICKEL ASSOCIATES, LLC
PANERA TO YOU	Registered	85/824310	16-Jan-2013	4720625	14-Apr-2015	PUMPERNICKEL ASSOCIATES, LLC

Trademark	Status	App No.	Filing Date	Reg no.	Reg date	Owner
PANERA TO YOU	Registered	85/979852	16-Jan-2013	4451526	17-Dec-2013	PUMPERNICKEL ASSOCIATES, LLC
PINK RIBBON BAGEL	Registered	78/395299	2-Apr-2004	2993487	06-Sep-2005	PUMPERNICKEL ASSOCIATES, LLC
RAPID PICK-UP	Registered	87/478714	07-Jun-2017	5355197	12-Dec-2017	PUMPERNICKEL ASSOCIATES, LLC
RECLAIM DINNERTIME	Allowed	88291304	06-Feb-2019			PUMPERNICKEL ASSOCIATES, LLC
RETHINK DINNER	Allowed	88312210	22-Feb-2019			PUMPERNICKEL ASSOCIATES, LLC
RETHINK HOMEMADE	Registered	86/549346	28-Feb-2015	5734149	23-Apr-2019	PUMPERNICKEL ASSOCIATES, LLC
SAINT LOUIS BREAD COMPANY	Registered	74/478670	12-Jan-1994	2026248	31-Dec-1996	PUMPERNICKEL ASSOCIATES, LLC
SHARE THE WARMTH	Registered	77/788838	24-Jul-2009	4488706	25-Feb-2014	PUMPERNICKEL ASSOCIATES, LLC
SMOKEHOUSE TURKEY PANINI	Registered	78/342070	17-Dec-2003	2958788	31-May-2005	PUMPERNICKEL ASSOCIATES, LLC
SOMETIMES A SWEET IS GOOD FOR THE SOUL	Allowed	88423052	09-May-2019			PUMPERNICKEL ASSOCIATES, LLC

Trademark	Status	App No.	Filing Date	Reg no.	Reg date	Owner
START WITH BREAD	Registered	85/304463	26-Apr-2011	4533900	20-May-2014	PUMPERNICKEL ASSOCIATES, LLC
THE UNIVERSAL SPIRIT OF BREAD IS SHARING	Registered	75/546588	1-Sep-1998	2267376	03-Aug-1999	PUMPERNICKEL ASSOCIATES, LLC
TRETAIL	Allowed	88412657	02-May-2019			PUMPERNICKEL ASSOCIATES, LLC
VERTICAL RECTANGLE DESIGN	Registered	76/413843	24-May-2002	2793880	16-Dec-2003	PUMPERNICKEL ASSOCIATES, LLC
VIA PANERA	Registered	78/275611	17-Jul-2003	2874753	17-Aug-2004	PUMPERNICKEL ASSOCIATES, LLC
YOU PICK 2	Registered	85/305012	26-Apr-2011	4192798	21-Aug-2012	PUMPERNICKEL ASSOCIATES, LLC
YOU PICK 2 AND DESIGN	Registered	86/346546	24-Jul-2014	4820747	29-Sep-2015	PUMPERNICKEL ASSOCIATES, LLC
YOU PICK TWO	Registered	76/470030	25-Nov-2002	2801979	06-Jan-2004	PUMPERNICKEL ASSOCIATES, LLC
YOUR CUP IS ALWAYS FULL	Pending	88797515	14-Feb-2020			PUMPERNICKEL ASSOCIATES, LLC
YP2 AND DESIGN	Registered	86/346548	24-Jul-2014	4825010	6-Oct-2015	PUMPERNICKEL ASSOCIATES, LLC

Trademark	Status	App No.	Filing Date	Reg no.	Reg date	Owner
PARADISE BAKERY & CAFE ESTABLISHED 1976 & Design	Registered	78/789671	11-Jan-2006	3186583	19-Dec-2006	Paradise Bakery & Café, Inc.
PARADISE BAKERY & CAFE	Registered	78/734899	17-Oct-2005	3189122	26-Dec-2006	Paradise Bakery & Café, Inc.
PARADISE BAKERY	Registered	73/752164	16-Sept-1988	1543798	13-Jun-1989	Paradise Bakery & Café, Inc.
PARADISE BAKERY	Registered	73/652091	30-Mar-1987	1466754	24-Nov-1987	Paradise Bakery & Café, Inc.
AU BON PAIN	Registered	73/184356	01-Sep-1978	1134895	06-May-1980	ABP Corporation
AU BON PAIN	Registered	74/287859	24-Jun-1992	1757444	09-Mar-1993	ABP Corporation
AU BON PAIN	Registered	73/390214	27-Sep-1982	1270374	13-Mar-1984	ABP Corporation
AU BON PAIN	Registered	78/333609	26-Nov-2003	2939859	12-Apr-2005	ABP Corporation
	Registered	76/390147	02-Apr-2002	2854475	15-Jun-2004	ABP Corporation
	Registered	76/389762	02-Apr-2002	2792459	09-Dec-2003	ABP Corporation
	Registered	87/021455	02-May-2016	5272265	22-Aug-2017	ABP Corporation
AUBONPAIN.COM	Registered	75/981117	30-Jun-1998	2534803	29-Jan-2002	ABP Corporation