

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM678789

<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>
ABP Corporation		06/29/2021	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	ABP Opco LLC		
<b>Street Address:</b>	3304 Essex Drive		
<b>City:</b>	Richardson		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	78082		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 8</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2939859	AU BON PAIN	
<b>Registration Number:</b>	1134895	AU BON PAIN	
<b>Registration Number:</b>	1270374	AU BON PAIN	
<b>Registration Number:</b>	1757444	AU BON PAIN	
<b>Registration Number:</b>	2792459	AU BON PAIN	
<b>Registration Number:</b>	2854475	AU BON PAIN	
<b>Registration Number:</b>	5272265	AU BON PAIN THE BAKERY CAFÉ	
<b>Registration Number:</b>	2534803	AUBONPAIN.COM	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2165925009		
<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>			
<b>Phone:</b>	216-696-3952		
<b>Email:</b>	trademarks@tuckerellis.com		
<b>Correspondent Name:</b>	Heather M. Barnes c/o Tucker Ellis LLP		
<b>Address Line 1:</b>	950 Main Avenue		
<b>Address Line 2:</b>	Suite 1100		
<b>Address Line 4:</b>	Cleveland, OHIO 44113		
<b>ATTORNEY DOCKET NUMBER:</b>	013965-000024		

CH \$215.00 2939859

<b>NAME OF SUBMITTER:</b>	Heather M. Barnes
<b>SIGNATURE:</b>	/Heather M. Barnes/
<b>DATE SIGNED:</b>	09/03/2021
<b>Total Attachments: 12</b> source=013965 TM Assignment Agreement - Signed#page1.tif source=013965 TM Assignment Agreement - Signed#page2.tif source=013965 TM Assignment Agreement - Signed#page3.tif source=013965 TM Assignment Agreement - Signed#page4.tif source=013965 TM Assignment Agreement - Signed#page5.tif source=013965 TM Assignment Agreement - Signed#page6.tif source=013965 TM Assignment Agreement - Signed#page7.tif source=013965 TM Assignment Agreement - Signed#page8.tif source=013965 TM Assignment Agreement - Signed#page9.tif source=013965 TM Assignment Agreement - Signed#page10.tif source=013965 TM Assignment Agreement - Signed#page11.tif source=013965 TM Assignment Agreement - Signed#page12.tif	

## TRADEMARK ASSIGNMENT

This Trademark Assignment is entered into as of June 29, 2021, by and between ABP Opco LLC, a Delaware limited liability company with an address at 3304 Essex Drive, Richardson, TX 75082 (“Assignee”), and ABP Corporation, a Delaware limited liability company with an address at 1 Au Bon Pain Way, Boston, Massachusetts 02210 (“Assignor”).

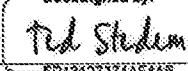
1. Assignor hereby assigns and transfers to Assignee all right, title, and interest, worldwide, in and to the Assignor’s trademarks identified in Schedule 1 attached hereto, including all of Assignor’s trademarks, service marks, trade names, trade dress, logos, designs, and slogans, including without limitation Assignor’s trademark registrations and applications and any and all of Assignor’s common law rights in the aforementioned marks, so as to effectuate all transfers and assignments as set forth in the Asset Purchase Agreement executed between Assignor and Assignee on June 29, 2021 (“APA”), together with all claims or priority and all goodwill associated with and symbolized by the trademarks, and that portion of the business which is ongoing, and existing to which the trademarks pertain, except for the Excluded Assets, as defined in the APA.
2. Assignor hereby assigns and transfers to Assignee all right, title, and interest, worldwide, in and to any and all claims and causes of action with respect to any of the foregoing, whether accruing before, on, or after the date hereof, including all rights to and claims for damages, restitution, and injunctive and other legal and equitable relief for past, present, and future infringement, dilution, misappropriation, violation, misuse, breach, or default, with the right but no obligation to sue for such legal and equitable relief and to collect, or otherwise recover, any such damages.
3. Upon Assignee’s reasonable request, Assignor shall take such steps and actions, and provide such cooperation and assistance to Assignee and its successors, assigns, and legal representatives, including the execution and delivery of any affidavits, declarations, oaths, exhibits, assignments, powers of attorney, or other documents, as may be reasonably necessary to effect, evidence, or perfect the assignment of the Intellectual Property Rights, as defined in the APA, to Assignee, or any assignee or successor thereto.
4. This Trademark Assignment may be executed in counterparts, each of which shall be deemed an original, but all of which together shall be deemed one and the same agreement. A signed copy, whether electronically signed or by wet signature, of this Trademark Assignment delivered by facsimile, e-mail, or other means of electronic transmission shall be deemed to have the same legal effect as delivery of an original signed copy of this Trademark Assignment.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK.  
SIGNATURE PAGE FOLLOWS.]

IN WITNESS WHEREOF, Assignor and Assignee have caused this Trademark Assignment to be made as of the effective date referenced above.

Assignor, ABP Corporation

Assignee, ABP Opco LLC

Signature:   
DocuSigned by:  
PB13127374AF448...

Signature: 

Printed Name: Ted Stedem, Treasurer






Printed Name: Ted Stedem

Date: June 28, 2021


Date: 6-28-2021

**SCHEDULE 1**

<b>Country</b>	<b>Trademark</b>	<b>Registration No.</b>	<b>Registration Date</b>	<b>Classes</b>
Bahamas	AU BON PAIN	17713	30-Aug-1995	39 Int.
Bahamas	AU BON PAIN	17712	30-Aug-1995	42 Int.
Bahamas	AU BON PAIN	17711	30-Aug-1995	44 Int.
Brazil	AU BON PAIN and Design  <b>au bon pain.</b>	819404721	22-Nov-2011	29 Int.
Brazil	AU BON PAIN and Design  <b>au bon pain.</b>	819404438	23-Nov-2011	30 Int.
Brazil	AU BON PAIN and Design  <b>au bon pain.</b>	819404748	22-Nov-2011	32 Int.
Brazil	AU BON PAIN and Design  <b>au bon pain.</b>	819404730	22-Nov-2011	35 Int.
Brazil	AU BON PAIN and Design  <b>au bon pain.</b>	819404683	22-Nov-2011	38 Int.
Canada	AU BON PAIN	TMA522635	01-Feb-2000	00 SERVICES

Canada	AU BON PAIN and Design 	TMA633672	24-Feb-2005	00 SERVICES
Canada	AU BON PAIN and Design 	TMA633676	24-Feb-2005	00 WARES
China	AU BON PAIN	6802802	07-Nov-2014	30 Int.
China	AU BON PAIN	819998	28-Feb-1996	42 Int.
European Union (Community)	AU BON PAIN and Design 	2509560	19-Feb-2004	29 Int., 30 Int., 35 Int., 42 Int.
Hong Kong	AU BON PAIN and Design 	1996B10762	26-Nov-1996	42 Int.
Hong Kong	AU BON PAIN in Chinese Characters	2000B02293	02-Feb-2000	43 Int.
India	AU BON PAIN	647824	05-Dec-2001	30 Int.
India	AU BON PAIN (Stylized) 	1981317	05-Aug-2016	29 Int.






India	AU BON PAIN (Stylized)  <b>au bon pain</b>	1981318	17-Jun-2010	30 Int.
India	AU BON PAIN (Stylized)  <b>au bon pain</b>	1981319	17-Jun-2010	32 Int.
India	AU BON PAIN (Stylized)  <b>au bon pain</b>	1981320	17-Jun-2010	35 Int.
India	AU BON PAIN (Stylized)  <b>au bon pain</b>	1981321	08-Oct-2013	43 Int.
India	AU BON PAIN THE BAKERY CAFÉ and Design  <b>au bon pain</b> the bakery café	3260466	20-Apr-2017	35 Int., 43 Int.
Indonesia	AU BON PAIN	IDM000458036	25-Apr-1992	16 Int.
Indonesia	AU BON PAIN	78/*54	25-Apr-1992	30 Int.
Japan	AU BON PAIN	3270487	12-Mar-1997	30 Int.

Japan	AU BON PAIN	4380343	28-Apr-2000	32 Int.
Korea, Republic of	AU BON PAIN	4120451	02-Jul-1993	43 Int.
Korea, Republic of	AU BON PAIN and Design 	458066	02-Sep-2003	29 Int., 30 Int., 32 Int., 35 Int., 43 Int.
Malaysia	AU BON PAIN	95010107	26-Sep-1995	30 Int.







Mexico	AU BON PAIN	1988249	05-Apr-2019	09 Int.
Mexico	AU BON PAIN	1988250	05-Apr-2019	14 Int.
Mexico	AU BON PAIN	1988252	05-Apr-2019	16 Int.
Mexico	AU BON PAIN	1988254	05-Apr-2019	18 Int.
Mexico	AU BON PAIN	1988256	05-Apr-2019	21 Int.

Mexico	AU BON PAIN	1988257	05-Apr-2019	25 Int.
Mexico	AU BON PAIN	1988258	05-Apr-2019	29 Int.
Mexico	AU BON PAIN	1988259	05-Apr-2019	30 Int.
Mexico	AU BON PAIN	1987591	15-Apr-2019	32 Int.
Mexico	AU BON PAIN	1991088	15-Apr-2019	35 Int.

Mexico	AU BON PAIN	919048	13-Feb-2006	42 Int.
Mexico	AU BON PAIN (Stylized in Yellow)	1987589	04-Apr-2019	43 Int.
				
Mexico	AU BON PAIN and Design	871521	07-Mar-2005	29 Int.
				
Mexico	AU BON PAIN and Design	871522	07-Mar-2005	30 Int.
				
Mexico	AU BON PAIN and Design	776657	31-Jan-2003	32 Int.
				
Mexico	AU BON PAIN and Design	871969	14-Mar-2005	42 Int.
				
Singapore	AU BON PAIN	T9202843B	20-Apr-1992	30 Int.
Singapore	AU BON PAIN	T92/02844J	20-Apr-1992	42 Int.
Taiwan	AU BON PAIN	974510	01-Dec-2001	29 Int.

Taiwan	AU BON PAIN	586215	16-Feb-1993	30 Int.
Taiwan	AU BON PAIN	923631	16-Feb-2003	30 Int.
Taiwan	AU BON PAIN	60489	01-Dec-1992	42 Int.
Taiwan	AU BON PAIN in Chinese Characters	974511	01-Dec-2001	29 Int.
Thailand	AU BON PAIN (Stylized)  <b>au bon pain</b>	TM37577	05-Aug-1994	29 Int.
Thailand	AU BON PAIN (Stylized)  <b>au bon pain</b>	SM2816	24-Apr-1995	43 Int.
Thailand	AU BON PAIN THE BAKERY CAFÉ and Design  <b>au bon pain</b> the bakery café	181112652	16-May-2018	35 Int.
Thailand	AU BON PAIN THE BAKERY CAFÉ and Design  <b>au bon pain</b> the bakery café	181112651	16-May-2018	43 Int.
Thailand	MOCHA BLAST	TM89812	23-Apr-1999	30 Int.
United Kingdom	AU BON PAIN AND DESIGN	UK00902509560	19-Feb-2004	29 Int., 30 Int., 35 Int., 42 Int.

				
United States of America	AU BON PAIN	2939859	12-Apr-2005	29 Int., 30 Int., 32 Int.
United States of America	AU BON PAIN	1134895	06-May-1980	30 Int.
United States of America	AU BON PAIN	1270374	13-Mar-1984	42 Int.
United States of America	AU BON PAIN	1757444	09-Mar-1993	42 Int.
United States of America	AU BON PAIN (Stylized) 	2792459	09-Dec-2003	29 Int., 30 Int., 32 Int.

United States of America	AU BON PAIN and Design 	2854475	15-Jun-2004	35 Int., 43 Int.
United States of America	AU BON PAIN THE BAKERY CAFÉ and Design 	5272265	22-Aug-2017	35 Int., 43 Int.
United States of America	AUBONPAIN.COM	2534803	29-Jan-2002	42 Int.