

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT3154433

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST	
CONVEYING PARTY DATA		
Name		Execution Date
BANK OF AMERICA, N.A., AS ADMINISTRATIVE AGENT		11/05/2014
RECEIVING PARTY DATA		
Name:	EINSTEIN NOAH RESTAURANT GROUP, INC.	
Street Address:	555 ZANG STREET	
Internal Address:	SUITE 300	
City:	LAKEWOOD	
State/Country:	COLORADO	
Postal Code:	80228	
Name:	MANHATTAN BAGEL COMPANY, INC.	
Street Address:	555 ZANG STREET	
Internal Address:	SUITE 300	
City:	LAKEWOOD	
State/Country:	COLORADO	
Postal Code:	80228	
Name:	CHESAPEAKE BAGEL FRANCHISE CORP.	
Street Address:	555 ZANG STREET	
Internal Address:	SUITE 300	
City:	LAKEWOOD	
State/Country:	COLORADO	
Postal Code:	80228	
Name:	EINSTEIN AND NOAH CORP.	
Street Address:	555 ZANG STREET	
Internal Address:	SUITE 300	
City:	LAKEWOOD	
State/Country:	COLORADO	
Postal Code:	80228	
Name:	EINSTEIN/NOAH BAGEL PARTNERS, INC.	
Street Address:	555 ZANG STREET	
Internal Address:	SUITE 300	
City:	LAKEWOOD	
State/Country:	COLORADO	
		PATENT

Postal Code:	80228
Name:	I. & J. BAGEL, INC.
Street Address:	555 ZANG STREET
Internal Address:	SUITE 300
City:	LAKEWOOD
State/Country:	COLORADO
Postal Code:	80228

PROPERTY NUMBERS Total: 1

Property Type	Number
Patent Number:	5707676

CORRESPONDENCE DATA

Fax Number: (617)341-7701

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: 6173417729

Email: kschmidt@morganlewis.com

Correspondent Name: KATARZYNA SCHMIDT

Address Line 1: 225 FRANKLIN STREET, 16TH FLOOR

Address Line 2: C/O MORGAN LEWIS & BOCKIUS LLP

Address Line 4: BOSTON, MASSACHUSETTS 02110

NAME OF SUBMITTER:	KATARZYNA SCHMIDT
---------------------------	-------------------

SIGNATURE:	/Katarzyna Schmidt/
-------------------	---------------------

DATE SIGNED:	12/18/2014
---------------------	------------

Total Attachments: 3

source=Einstein - Patent Release#page1.tif

source=Einstein - Patent Release#page2.tif

source=Einstein - Patent Release#page3.tif

EXECUTION VERSION

**TERMINATION AND RELEASE OF
PATENT SECURITY AGREEMENT**

This Termination and Release of Patent Security Agreement (the "Patent Release") is conveyed as of November 5, 2014, by **BANK OF AMERICA, N.A.**, as administrative agent for itself and other Lenders (as defined below) under the Credit Agreement referred to below (in such capacity, the "Administrative Agent"), in favor of **EINSTEIN NOAH RESTAURANT GROUP, INC.**, a Delaware corporation (the "Borrower"), **MANHATTAN BAGEL COMPANY, INC.**, a New Jersey corporation ("Manhattan Bagel"), **CHESAPEAKE BAGEL FRANCHISE CORP.**, a New Jersey corporation ("Chesapeake"), **EINSTEIN AND NOAH CORP.**, a Delaware corporation ("Einstein"), **EINSTEIN/NOAH BAGEL PARTNERS, INC.**, a California corporation ("Einstein/Noah"), and **I. & J. BAGEL, INC.**, a California corporation ("I&J") and together with the Borrower, Manhattan Bagel, Chesapeake, Einstein, and Einstein/Noah, collectively, the "Grantors" and individually, a "Grantor"). Capitalized terms used herein and not otherwise defined herein shall have the respective meanings provided therefor in the Credit Agreement.

WHEREAS, pursuant to that certain Credit Agreement dated December 20, 2010 among the Grantors, each lender from time to time party thereto (collectively, the "Lenders" and individually, a "Lender"), the Administrative Agent (as amended and restated by that certain Amended and Restated Credit Agreement, dated December 6, 2012, by and among the Grantors, the lenders party thereto, and the Administrative Agent, and as the same might be further amended, amended and restated, or otherwise modified to the date hereof, the "Credit Agreement") and the Collateral Documents, the Grantors granted Administrative Agent a continuing security interest (the "Security Interest") in favor of Administrative Agent, in and to certain intellectual property held by the Grantors, including without limitation the patent listed in Schedule A (collectively, the "Patent") and all of the goodwill of the business connected with the use of, and symbolized by the Patent.

WHEREAS, notice of the Security Interest was recorded with the United States Patent and Trademark Office on December 21, 2010 at Reel 025528, Frame 0607.

WHEREAS, the Administrative Agent has agreed to terminate and release its security interest in the Patent as herein provided.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which the parties acknowledge, Administrative Agent, for itself and on behalf of the other Secured Parties, hereby releases the Security Interest and hereby waives and relinquishes all its rights, powers, privileges and remedies with respect to the Security Interest.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, the undersigned has caused this Patent Release to be duly executed as of the date first written above.

BANK OF AMERICA, N.A., as Administrative Agent

By: 
Name: Kelly Weaver
Title: Assistant Vice President

SCHEDULE A

Patent

Patent	Application Number	Patent Number	Date
A PROCESS FOR MAKING FROZEN BAGEL SHAPES	08613472	5,707,676	January 13, 1998

DB1/ 81156491.2

RECORDED: 12/18/2014

**PATENT
REEL: 034549 FRAME: 0171**