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06-07-2002

Docket No.:



102115671

...hed original documents or copy thereof.

1. Name of conveying party(ies):

Einstein/Noah Bagel Corp.

5-31-02

2. Name and address of receiving party(ies):

Name: Einstein and Noah Corp.

Internal Address:

Street Address: 1687 Cole Boulevard

City: Golden State: CO ZIP: 80401

- Individual(s)
- General Partnership
- Corporation-State of Delaware
- Other

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State of Delaware
- Other

Additional names(s) of conveying party(ies) Yes No

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: April 4, 2002

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

76/021838

B. Trademark Registration No.(s)

Additional numbers

Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Mark I. Feldman

Internal Address: Piper Rudnick

Suite 1800

Street Address: 203 North LaSalle Street

City: Chicago State: IL ZIP: 60601

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed
- Any deficiency Authorized to be charged to deposit account

8. Deposit account number:

18-2284

DO NOT USE THIS SPACE

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Mark I. Feldman

Name of Person Signing

Mark Feldman

Signature

5-14-02

Date

Total number of pages including cover sheet, attachments, and 2

TRADEMARK

REEL: 002519 FRAME: 0378

ASSIGNMENT OF U.S. TRADEMARK

WHEREAS, Einstein/Noah Bagel Corp., a Delaware corporation, having a place of business at 1687 Cole Boulevard, Golden, Colorado 80401 ("Assignor"), is the sole and exclusive owner of the mark SPONTANEITEA, United States trademark application Serial No. 76/021,838 (the "Mark"); and

WHEREAS, Einstein and Noah Corp., a Delaware corporation, having a place of business at 1687 Cole Boulevard, Golden, Colorado 80401 ("Assignee"), desires to acquire the entire right, title and interest in, to and under said Mark and any registration resulting therefrom.

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00), to it in hand paid by said Assignee, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, said Assignor does hereby sell, assign, transfer and set over to said Assignee all its right, title and interest in, to and under said Mark and any registration resulting therefrom, together with the goodwill of the business symbolized by the Mark, together with all rights and privileges granted and secured thereby, including the right to sue and recover for any past infringement, said rights to be held and enjoyed by said Assignee, for its own use and benefit and for the use and benefit of its successors, assigns or other legal representatives as fully and entirely as the same would have been held and enjoyed by said Assignor if this Assignment and sale had not been made.

IN TESTIMONY WHEREOF, Assignor has executed this Assignment by its proper officers thereunto duly authorized.

EINSTEIN/NOAH BAGEL CORP.

By: Hobart G. Truesdell
Name: Hobart G. Truesdell
Title: President

STATE OF New York)
) SS
COUNTY OF New York)

Subscribed and sworn to before me this 4th day of April, 2002.

Barry G. Radick
Notary Public

My Commission Expires: _____

BARRY G. RADICK
Notary Public, State of New York
No. 02RA6040960
Qualified in New York County
Commission Expires May 1, 2002

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