

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM735027

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	INTELLECTUAL PROPERTY SECURITY AGREEMENT

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PUMPERNICKEL ASSOCIATES, LLC		06/15/2022	Limited Liability Company:
PANERA, LLC		06/15/2022	Limited Liability Company:
PARADISE BAKERY & CAFÉ, INC.		06/15/2022	Corporation:
EINSTEIN NOAH RESTAURANT GROUP, INC.		06/15/2022	Corporation:
BRUEGGER'S ENTERPRISES, INC.		06/15/2022	Corporation:
ARABICA FUNDING, INC.		06/15/2022	Corporation:
NOAH'S NEW YORK BAGELS COMPANY		06/15/2022	Corporation:
MANHATTAN BAGEL COMPANY, INC.		06/15/2022	Corporation:
EINSTEIN AND NOAH CORP.		06/15/2022	Corporation:
CHESAPEAKE BAGEL FRANCHISE CORP.		06/15/2022	Corporation:
CARIBOU COFFEE COMPANY, INC.		06/15/2022	Corporation:

RECEIVING PARTY DATA

Name:	JPMORGAN CHASE BANK, N.A., AS COLLATERAL AGENT
Street Address:	CIB DMO WLO - MAIL CODE NY1-C413 4 CMC
Internal Address:	c/o JPMorgan Chase & Co.
City:	Brooklyn
State/Country:	NEW YORK
Postal Code:	11245-0001
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 219

Property Type	Number	Word Mark
Registration Number:	1513741	BRUEGGER'S
Registration Number:	1466754	PARADISE BAKERY
Registration Number:	1543798	PARADISE BAKERY

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CH \$5490.00 1513741

Property Type	Number	Word Mark
Registration Number:	1790827	BRUEGGER'S BAGEL BAKERY FRESH BAGELS
Registration Number:	1790828	BRUEGGER'S FRESH BAGEL BAKERY
Registration Number:	1792050	BRUEGGER'S
Registration Number:	1839091	CARIBOU COFFEE
Registration Number:	1838799	NOAH'S BAGELS
Registration Number:	1841045	NOAH'S BAGELS
Registration Number:	1841047	CARIBOU COFFEE
Registration Number:	2031357	MANHATTAN BAGEL
Registration Number:	2026248	SAINT LOUIS BREAD COMPANY
Registration Number:	1878878	OPERATION DOUGH-NATION
Registration Number:	1961823	NOAH'S NEW YORK BAGELS
Registration Number:	1987020	POWERBAGEL
Registration Number:	2011730	VEG OUT
Registration Number:	2092522	EINSTEIN BROS.
Registration Number:	2146983	EINSTEIN BROS.
Registration Number:	2060493	EINSTEIN BROS.
Registration Number:	2000062	LIFE IS SHORT. STAY AWAKE FOR IT.
Registration Number:	2008379	LIFE IS SHORT. STAY AWAKE FOR IT.
Registration Number:	2078607	EINSTEIN BROS.
Registration Number:	2143901	NOAH'S NEW YORK BAGELS
Registration Number:	2098724	N
Registration Number:	2272532	EINSTEIN BROS.
Registration Number:	2257452	DOUGH FOR FUNDS
Registration Number:	2069340	HERBY TURKEY
Registration Number:	2066966	LEONARDO DA VEGGIE
Registration Number:	2211548	EINSTEIN BROS BAGELS
Registration Number:	2209525	
Registration Number:	2239308	
Registration Number:	2194140	EINSTEIN BROS BAGELS
Registration Number:	2199460	CHESAPEAKE BAGEL BAKERY
Registration Number:	2227589	
Registration Number:	2227592	NOAH'S NEW YORK BAGELS HOT BAGELS
Registration Number:	2347523	PANERA BREAD
Registration Number:	2381746	NOSH BOX
Registration Number:	2341776	
Registration Number:	2591900	NOAH'S
Registration Number:	2267376	THE UNIVERSAL SPIRIT OF BREAD IS SHARING
Registration Number:	2810874	MANHATTAN CHILLERZ

Property Type	Number	Word Mark
Registration Number:	2556962	EGG MIT
Registration Number:	2288311	PANERA BREAD
Registration Number:	2288314	PANERA BREAD
Registration Number:	2672908	HATE TO WAIT?
Registration Number:	2672909	HATE TO WAIT?
Registration Number:	2703741	CARIBOU COFFEE
Registration Number:	2609319	CARIBOU COFFEE
Registration Number:	2563579	CARIBOU COFFEE
Registration Number:	2609320	
Registration Number:	2588045	
Registration Number:	2609338	CARIBOU COFFEE
Registration Number:	2703747	CARIBOU COFFEE
Registration Number:	2673186	DARN GOOD COFFEE
Registration Number:	2624819	REINDEER BLEND
Registration Number:	2757288	TOSTINI
Registration Number:	2755383	FRESH FROM THE OVEN
Registration Number:	2720922	BREADUCATION
Registration Number:	2761065	BAGUETTE UNIVERSITY
Registration Number:	2806259	PANERA
Registration Number:	2793880	
Registration Number:	2702487	MINT CONDITION
Registration Number:	2702489	DEPTH CHARGE
Registration Number:	2702490	CARAMEL HIGH RISE
Registration Number:	2798985	PANERA CARD
Registration Number:	2816290	A LOAF OF BREAD IN EVERY ARM
Registration Number:	2848709	NOAH'S
Registration Number:	2850235	NOAH'S
Registration Number:	2801979	YOU PICK TWO
Registration Number:	3485393	BREW FOR THE CREW
Registration Number:	3401155	CARIBOU COFFEE
Registration Number:	3388547	HOOF MINTS
Registration Number:	3562150	MAHOGANY
Registration Number:	3533290	CARIBOU
Registration Number:	3440517	LIFE IS SHORT. STAY AWAKE FOR IT.
Registration Number:	3751663	MANHATTAN CHILLERZ
Registration Number:	4488706	SHARE THE WARMTH
Registration Number:	3830844	BOTTOMLESS MUG CLUB
Registration Number:	3935455	CARIBOU COFFEE

Property Type	Number	Word Mark
Registration Number:	3941677	CARIBOU COFFEE
Registration Number:	3878884	CARIBOU COFFEE
Registration Number:	3935457	
Registration Number:	3941678	
Registration Number:	3878885	
Registration Number:	3935459	CARIBOU COFFEE
Registration Number:	3878886	CARIBOU COFFEE
Registration Number:	3920975	
Registration Number:	3935460	
Registration Number:	3885172	
Registration Number:	4264888	CARIBOU COFFEE
Registration Number:	3878893	CARIBOU COFFEE
Registration Number:	3935468	CARIBOU COFFEE
Registration Number:	3990812	
Registration Number:	4261702	
Registration Number:	3868646	
Registration Number:	3945518	
Registration Number:	4094172	DRIVE THRU CARIBOU COFFEE
Registration Number:	4094173	CARIBOU COFFEE
Registration Number:	3644909	PANERA BREAD
Registration Number:	2874753	VIA PANERA
Registration Number:	2910670	PANERA EXPRESS
Registration Number:	2913034	FRESH BREAD MAKES FRIENDS
Registration Number:	2980821	FRONTEGA CHICKEN PANINI
Registration Number:	2970064	BACON TURKEY BRAVO
Registration Number:	2958788	SMOKEHOUSE TURKEY PANINI
Registration Number:	2935016	CARIBOU CARD
Registration Number:	2993487	PINK RIBBON BAGEL
Registration Number:	2967034	LIFE IS SHORT. STAY AWAKE FOR IT.
Registration Number:	3001647	FA LA LATTE
Registration Number:	3144635	CAMPFIRE MOCHA
Registration Number:	3271693	M
Registration Number:	3189122	PARADISE BAKERY & CAFE
Registration Number:	3162687	
Registration Number:	3162688	
Registration Number:	3267791	
Registration Number:	3309349	BOU BALM
Registration Number:	3309350	CARIBOU COFFEE

Property Type	Number	Word Mark
Registration Number:	3186583	PARADISE BAKERY & CAFE ESTABLISHED 1976
Registration Number:	3292202	OBSIDIAN
Registration Number:	4107780	NORTHERN LITE
Registration Number:	4038347	MYPANERA
Registration Number:	4533900	START WITH BREAD
Registration Number:	4192798	YOU PICK 2
Registration Number:	4637473	PANERA CARES
Registration Number:	4095717	PANERA CARES
Registration Number:	4286774	STARLIGHT
Registration Number:	4229376	CARIBOU COFFEE
Registration Number:	4217506	
Registration Number:	4217507	
Registration Number:	4217935	CARIBOU COFFEE IS THE OFFICIAL COFFEE OF
Registration Number:	4217936	CARIBOU COFFEE IS THE OFFICIAL COFFEE OF
Registration Number:	4444758	BRUEGGER'S BAGELS BAKED FRESH
Registration Number:	4313121	CARIBOU
Registration Number:	4374989	CARIBOU COFFEE
Registration Number:	4309178	
Registration Number:	4495927	CARIBOU COOLER
Registration Number:	4720625	PANERA TO YOU
Registration Number:	4465259	CARIBOU PERKS
Registration Number:	4557307	REAL INSPIRATION
Registration Number:	4451526	PANERA TO YOU
Registration Number:	4592678	LIFE IS SHORT. STAY AWAKE FOR IT.
Registration Number:	4648272	EST. 1983 BRUEGGER'S BAGELS AUTHENTIC NE
Registration Number:	4934851	PANERA BREAD
Registration Number:	4930117	PANERA BREAD
Registration Number:	4934852	PANERA
Registration Number:	4934854	
Registration Number:	5156585	INSPIRED BY PANERA. HOMEMADE BY YOU.
Registration Number:	4937918	BAKERS IN TRAINING PANERA BREAD FOR KIDS
Registration Number:	5448837	PANERA BREAD FOOD AS IT SHOULD BE
Registration Number:	5734149	RETHINK HOMEMADE
Registration Number:	4845171	TRADITION YOU CAN TASTE
Registration Number:	5098243	CARIBOU COFFEE
Registration Number:	4944543	CARIBOU COFFEE
Registration Number:	5032782	
Registration Number:	4895555	

Property Type	Number	Word Mark
Registration Number:	4954454	
Registration Number:	4877742	
Registration Number:	4877743	
Registration Number:	4950423	CARIBOU COFFEE
Registration Number:	4950426	CARIBOU COFFEE
Registration Number:	5052572	CARIBOU COFFEE
Registration Number:	4950431	CARIBOU COFFEE
Registration Number:	5052574	CARIBOU COFFEE
Registration Number:	5089163	CARIBOU COFFEE
Registration Number:	4950438	CARIBOU COFFEE
Registration Number:	4987659	DAY-END DOUGH-NATION
Registration Number:	5016862	HO HO MINT MOCHA
Registration Number:	5026563	EINSTEIN BROS.
Registration Number:	5022532	
Registration Number:	5022533	
Registration Number:	5022536	
Registration Number:	5022537	
Registration Number:	5022538	
Registration Number:	5887912	CARIBOU COFFEE & EINSTEIN BROS. BAGELS
Registration Number:	5887913	CARIBOU COFFEE & EINSTEIN BROS. BAGELS
Registration Number:	5237895	EST. 1983 BRUEGGER'S BAGELS CATERING
Registration Number:	6037372	PANERA FOOD AS IT SHOULD BE
Registration Number:	5397142	PROTECT YOUR BAGELS, PUT LOX ON THEM
Registration Number:	5132815	CARAMEL HIDEAWAY
Registration Number:	5132816	VANILLA HAZELNUT DREAMSTATE
Registration Number:	5381514	MINT CHOCOLATE THRILL
Registration Number:	5381515	PUMPKIN LOVE
Registration Number:	5244291	MANHATTAN BAGEL
Registration Number:	5244292	MANHATTAN BAGEL
Registration Number:	5277943	CARIBOU HONEY VANILLA HARMONY
Registration Number:	5277944	HONEY VANILLA HARMONY
Registration Number:	5195554	SNOWDRIFT
Registration Number:	5209363	CARIBOU COFFEE CHOCOLATE WONDER
Registration Number:	5353442	
Registration Number:	5353443	
Registration Number:	5353444	
Registration Number:	5353445	
Registration Number:	5353446	

Property Type	Number	Word Mark
Registration Number:	5353447	
Registration Number:	5353448	
Registration Number:	5333274	EINSTEIN BROS
Registration Number:	5809806	CARIBOU
Registration Number:	5809807	CARIBOU
Registration Number:	5809808	CARIBOU
Registration Number:	5509529	PANERA DAY-END DOUGH-NATION
Registration Number:	5349386	PANERA FUNDRAISING
Registration Number:	5354144	PANERA BAKERS IN TRAINING
Registration Number:	5483818	PANERA GIVES
Registration Number:	5531305	GOOD FOOD WHEREVER
Registration Number:	5495350	CARIBOU COFFEE COFFEE & BAGELS EINSTEIN
Registration Number:	5500567	CARIBOU COFFEE COFFEE & BAGELS EINSTEIN
Registration Number:	6222193	CRAFTED CLEAN
Registration Number:	5355197	RAPID PICK-UP
Registration Number:	5471650	MODERN CLASSICS
Registration Number:	6493569	BREAKFAST MADE WITH RESPECT
Registration Number:	5565811	SHMEARFULS
Registration Number:	5836092	FOOD INTERRUPTED
Registration Number:	5836095	BEHIND THE COUNTER
Registration Number:	6441709	CARIBOU BOU STED
Registration Number:	6051321	PANERA BREAD
Registration Number:	5914986	
Registration Number:	6591821	TAKE & TOAST
Registration Number:	6591822	EINSTEIN BROS BAGELS TAKE & TOAST
Serial Number:	97169156	BAGELRITO

CORRESPONDENCE DATA

Fax Number: 6508023100

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: 6508023000

Email: juan.arias@weil.com

Correspondent Name: Yilong Liu

Address Line 1: Weil, Gotshal & Manges LLP

Address Line 2: 201 Redwood Shores Parkway

Address Line 4: Redwood Shores, CALIFORNIA 94065-1134

ATTORNEY DOCKET NUMBER: Yilong Liu - 55160.0061

NAME OF SUBMITTER: Yilong Liu

SIGNATURE:	/Yilong Liu/
DATE SIGNED:	06/15/2022
Total Attachments: 38	
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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This INTELLECTUAL PROPERTY SECURITY AGREEMENT (as amended, restated, amended and restated, supplemented and/or otherwise modified from time to time, the “IP Security Agreement”), dated as of June 15, 2022, is among the Persons listed on the signature pages hereto (each, a “Grantor” and collectively, the “Grantors”) and JPMORGAN CHASE BANK, N.A. (“JPMorgan”), as collateral agent (the “Collateral Agent”) for the Secured Parties (as defined in the Credit Agreement referred to below).

WHEREAS, reference is made to that certain Credit Agreement, dated as of June 15, 2022 (the “Closing Date”), by and among Panera Brands, Inc., a Delaware corporation (the “Parent Borrower”), the other Borrowers from time to time party thereto, the Lenders from time to time party thereto and JPMorgan, as administrative agent and collateral agent (as amended, restated, amended and restated, supplemented and/or otherwise modified from time to time, the “Credit Agreement”). Capitalized terms defined in the Credit Agreement or in the Security Agreement (as defined below) and not otherwise defined herein are used herein as defined in the Credit Agreement or the Security Agreement, as the case may be (and in the event a term is defined differently in the Credit Agreement and the Security Agreement, the applicable definition shall be the one given to such term in the Security Agreement).

WHEREAS, as a condition precedent to the making of the Loans by the Lenders from time to time, the issuance of Letters of Credit by the Issuing Banks from time to time, the entry into Swap Agreements by certain Secured Parties from time to time and the entry into arrangements the obligations under which constitute Deposit Obligations by certain Secured Parties from time to time, each Grantor has executed and delivered that certain Pledge and Security Agreement, dated as of the Closing Date, by and among the Parent Borrower, certain Subsidiaries of the Parent Borrower from time to time party thereto and the Collateral Agent (as amended, restated, amended and restated, supplemented and/or otherwise modified from time to time, the “Security Agreement”).

WHEREAS, under the terms of the Security Agreement, the Grantors have granted to the Collateral Agent, for the benefit of the Secured Parties, a security interest in, among other property, certain Intellectual Property of the Grantors, and have agreed thereunder to execute this IP Security Agreement for recording with the USPTO, the Copyright Office and any other appropriate domestic governmental authorities, as applicable.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Grantor agrees as follows:

SECTION 1. Grant of Security. To secure the prompt and complete payment and performance of all Obligations, each Grantor hereby pledges, assigns and grants to the Collateral Agent, on behalf of and for the benefit of the Secured Parties, a continuing security interest in all of such Grantor’s right, title and interest in, to and under all Intellectual Property to the extent governed by, arising under, pursuant to, or by virtue of, the laws of the U.S., including the following (the “Collateral”):

- (i) any and all Patents;
- (ii) any and all Trademarks;
- (iii) any and all Copyrights;
- (iv) any and all registrations and applications for registration for any of the foregoing in the USPTO or the Copyright Office, as applicable, including, without limitation, the registrations and

applications for registration of U.S. Patents, Trademarks, and Copyrights set forth in Schedule I (as may be supplemented from time to time), together with all reissues, divisions, continuations, continuations-in-part, extensions, renewals and reexaminations thereof; and

(v) any and all exclusive licenses to one or more Copyrights registered with the Copyright Office;

provided, that notwithstanding anything to the contrary contained in the foregoing clauses (i) through (v), the security interest created hereby shall not extend to, and the term "Collateral" shall not include, any Excluded Assets.

SECTION 2. Security for Obligations. The grant of a security interest in the Collateral by each Grantor under this IP Security Agreement secures the payment of all Obligations.

SECTION 3. Recordation. Each Grantor authorizes and requests that the Register of Copyrights, the Commissioner for Patents and the Commissioner for Trademarks and any other applicable government officer record this IP Security Agreement.

SECTION 4. Release of Security Interest. The Collateral Agent shall, upon the release of any security interest in Collateral in accordance with Section 7.12 of the Security Agreement, execute and deliver to the Grantors, at the Grantors' expense, all releases, termination statements, and other instruments as may be necessary or proper to release or reflect the release of the Collateral Agent's security interest in such Collateral.

SECTION 5. Counterparts. This IP Security Agreement may be executed in counterparts (and by different parties hereto in different counterparts), each of which shall constitute an original, but all of which taken together shall constitute a single contract. Delivery of an executed counterpart of a signature page of this IP Security Agreement by email or other electronic means (including a ".pdf" or ".tif" file) shall be effective as delivery of a manually executed counterpart of this IP Security Agreement. The words "execution," "signed," "signature," and words of like import in this IP Security Agreement shall be deemed to include electronic signatures or the keeping of records in electronic form, each of which shall be of the same legal effect, validity or enforceability as a manually executed signature or the use of a paper-based recordkeeping system, as the case may be, to the extent and as provided for in any applicable law, including the Federal Electronic Signatures in Global and National Commerce Act, the New York State Electronic Signatures and Records Act, or any other similar state laws based on the Uniform Electronic Transactions Act.

SECTION 6. Grants, Rights and Remedies. This IP Security Agreement has been entered into in conjunction with the provisions of the Security Agreement. Each Grantor does hereby acknowledge and confirm that the grant of the security interest hereunder to, and the rights and remedies of, the Collateral Agent with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this IP Security Agreement and the terms of the Security Agreement, the terms of the Security Agreement shall govern.

SECTION 7. Governing Law; Jurisdiction; Etc.

(a) Governing Law. **THIS IP SECURITY AGREEMENT SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAW OF THE STATE OF NEW YORK.**

(b) Jurisdiction. Each Grantor and each other party to this IP Security Agreement hereby irrevocably and unconditionally submits, for itself and its property, to the exclusive jurisdiction of any federal or state court located in the borough of Manhattan in the City of New York, and any appellate court from any thereof, in any action or proceeding arising out of or relating to any Loan Document (excluding the enforcement of the Security Documents to the extent such security documents expressly provide otherwise), or for recognition or enforcement of any judgment, and each of such parties hereto hereby irrevocably and unconditionally agrees that all claims in respect of any such action or proceeding may be heard and determined in such New York State or, to the extent permitted by law, in such federal court. Each of such parties hereto agrees that a final judgment in any such action or proceeding shall be conclusive and may be enforced in other jurisdictions by suit on the judgment or in any other manner provided by law.

(c) Venue. Each Grantor and each other party to this IP Security Agreement hereby irrevocably and unconditionally waives, to the fullest extent it may legally and effectively do so, any objection which it may now or hereafter have to the laying of venue of any suit, action or proceeding arising out of or relating to this IP Security Agreement or any other Loan Document in any court referred to in Section 7(b). Each of the parties hereto hereby irrevocably waives, to the fullest extent permitted by law, the defense of an inconvenient forum to the maintenance of such action or proceeding in any such court.

(d) Service of Process. Each Grantor and each other party to this IP Security Agreement hereto irrevocably consents to service of process in the manner provided for notices in Section 10.01 of the Credit Agreement. Nothing in this IP Security Agreement or any other Loan Document will affect the right of any party to this IP Security Agreement to serve process in any other manner permitted by law.

(e) WAIVER OF JURY TRIAL. EACH GRANTOR AND EACH OTHER PARTY TO THIS IP SECURITY AGREEMENT HEREBY EXPRESSLY WAIVES, TO THE FULLEST EXTENT PERMITTED BY APPLICABLE LAW, ANY RIGHT IT MAY HAVE TO A TRIAL BY JURY IN ANY LEGAL PROCEEDING DIRECTLY OR INDIRECTLY ARISING OUT OF OR RELATING TO THIS IP SECURITY AGREEMENT OR ANY OTHER LOAN DOCUMENT OR THE TRANSACTIONS CONTEMPLATED HEREBY OR THEREBY (WHETHER BASED ON CONTRACT, TORT OR ANY OTHER THEORY). EACH PARTY HERETO (A) CERTIFIES THAT NO REPRESENTATIVE, AGENT OR ATTORNEY OF ANY OTHER PARTY HAS REPRESENTED, EXPRESSLY OR OTHERWISE, THAT SUCH OTHER PARTY WOULD NOT, IN THE EVENT OF LITIGATION, SEEK TO ENFORCE THE FOREGOING WAIVER AND (B) ACKNOWLEDGES THAT IT AND THE OTHER PARTIES HERETO HAVE BEEN INDUCED TO ENTER INTO THE LOAN DOCUMENTS BY, AMONG OTHER THINGS, THE MUTUAL WAIVERS AND CERTIFICATIONS IN THIS SECTION 7(e).

[THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, each Grantor has caused this IP Security Agreement to be duly executed and delivered by its officer thereunto duly authorized as of the date first written above.

GRANTORS:

PUMPERNICKEL ASSOCIATES, LLC

DocuSigned by:
Edwin J. Stedem
E5AE7E18DC4E4C5...
By: _____
Name: Ted Stedem
Title: Executive Vice President,
Chief Financial Officer and Treasurer

PANERA, LLC

DocuSigned by:
Edwin J. Stedem
E5AE7E18DC4E4C5...
By: _____
Name: Ted Stedem
Title: Executive Vice President,
Chief Financial Officer and Treasurer

PARADISE BAKERY & CAFÉ, INC.

DocuSigned by:
Edwin J. Stedem
E5AE7E18DC4E4C5...
By: _____
Name: Ted Stedem
Title: Executive Vice President,
Chief Financial Officer and Treasurer

EINSTEIN NOAH RESTAURANT GROUP, INC.

DocuSigned by:
Marc Hoffmann
ED631F56A375415...
By: _____
Name: Marc Hoffmann
Title: Interim Chief Financial Officer

BRUEGGER'S ENTERPRISES, INC.

DocuSigned by:

Marc Hoffmann

ED631F56A375415...

By: _____

Name: Marc Hoffmann

Title: Interim Chief Financial Officer

ARABICA FUNDING, INC.

DocuSigned by:

Scott Kennedy

C5F0756D87A0428...

By: _____

Name: Scott Kennedy

Title: Chief Financial Officer

NOAH'S NEW YORK BAGELS COMPANY

DocuSigned by:

Marc Hoffmann

ED631F56A375415...

By: _____

Name: Marc Hoffmann

Title: Interim Chief Financial Officer

MANHATTAN BAGEL COMPANY, INC.

DocuSigned by:

Marc Hoffmann

ED631F56A375415...

By: _____

Name: Marc Hoffmann

Title: Interim Chief Financial Officer

EINSTEIN AND NOAH CORP.

DocuSigned by:

Marc Hoffmann

ED631F56A375415...

By: _____

Name: Marc Hoffmann

Title: Interim Chief Financial Officer

CHESAPEAKE BAGEL FRANCHISE CORP.

DocuSigned by:

Marc Hoffmann

ED631F56A375415...

By: _____

Name: Marc Hoffmann

Title: Interim Chief Financial Officer

CARIBOU COFFEE COMPANY, INC.

DocuSigned by:

Scott Kennedy

C5F0756D87A0428...

By:

Name: Scott Kennedy

Title: Chief Financial Officer

ACKNOWLEDGED AND ACCEPTED BY:

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

By: 
Name: Ryan Baker
Title: Vice President

[SIGNATURE PAGE TO INTELLECTUAL PROPERTY SECURITY AGREEMENT]

TRADEMARK
REEL: 007753 FRAME: 0403

Schedule I

Intellectual Property Filings

Patents and Trademarks




A. *Patents*

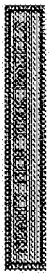
Title	App. No.	App. Date	Patent No.	Issue date.	Owner	Status
SYSTEM AND METHOD FOR IMPROVING THE SATISFACTION OF CUSTOMERS OF A HIGH-VOLUME RESTAURANT	11/222580	9-Sep-05	8006804	30-Aug-11	Pumpernickel Associates, LLC	Issued
METHODS AND APPARATUS FOR FACILITATION OF A FOOD ORDER	13/839256	15-Mar-13	9070175	30-Jun-15	Panera, LLC	Issued
METHODS AND APPARATUS FOR FACILITATION OF ORDERS OF FOOD ITEMS	13/840044	15-Mar-13	9159094	13-Oct-15	Panera, LLC	Issued
TECHNIQUES FOR ANALYZING OPERATIONS OF ONE OR MORE RESTAURANTS	14/032701	20-Sep-13	9257150	9-Feb-16	Panera, LLC	Issued
METHODS AND APPARATUS FOR FACILITATION OF ORDERS OF FOOD ITEMS	14/850837	10-Sep-15	10032201	24-Jul-18	Panera, LLC	Issued
METHODS AND APPARATUS FOR FACILITATION OF ORDERS OF FOOD ITEMS	14/853845	14-Sep-15	10089669	2-Oct-18	Panera, LLC	Issued
TECHNIQUES FOR ANALYZING OPERATIONS OF ONE OR MORE RESTAURANTS	14/980109	28-Dec-15	9336830	10-May-16	Panera, LLC	Issued





Title	App. No.	App. Date	Patent No.	Issue date.	Owner	Status
TECHNIQUES FOR ANALYZING OPERATIONS OF ONE OR MORE RESTAURANTS	14/980109	28-Dec-15	9336830	10-May-16	Panera, LLC	Issued
SYSTEMS AND METHODS FOR ANALYZING RESTAURANT OPERATIONS	15/194949	28-Jun-16	10019686	10-Jul-18	Panera, LLC	Issued
SYSTEMS AND METHODS FOR DETECTING EMPLOYEE MISDEPLOYMENT	15/194959	28-Jun-16	9798987	24-Oct-17	Panera, LLC	Issued
SYSTEMS AND METHODS FOR ANALYZING RESTAURANT OPERATIONS	15/701710	12-Sep-17	9965734	8-May-18	Panera, LLC	Issued
SYSTEMS AND METHODS FOR ANALYZING RESTAURANT OPERATIONS	16/011765	19-Jun-18	10163067	25-Dec-18	Panera, LLC	Issued
METHODS AND APPARATUS FOR FACILITATION OF ORDERS OF FOOD ITEMS	16/017928	25-Jun-18	10891670	12-Jan-21	Panera, LLC	Issued
SYSTEMS AND METHODS FOR ANALYZING RESTAURANT OPERATIONS	16/212553	6-Dec-18	10304020	28-May-19	Panera, LLC	Issued
DOUGH SHAPING TOOL	29/563848	5-Sep-2016	D814250	3-Apr-2018	Einstein Noah Restaurant Group, Inc.	Issued


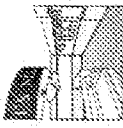
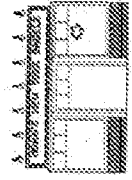
B. *Trademarks*



Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
BRUEGGERS	Registered	73/645091	17-Feb-87	1513741	22-Nov-88	Bruegger's Enterprises, Inc.





Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
PARADISE BAKERY	Registered	73/652091	30-Mar-87	1466754	24-Nov-1987	Paradise Bakery & Café, Inc.
PARADISE BAKERY	Registered	73/752164	16-Sept-88	1543798	13-Jun-1989	Paradise Bakery & Café, Inc.
BRUEGGER'S BAGEL BAKERY FRESH BAGELS & Design 	Registered	74/320475	7-Oct-92	1790827	31-Aug-93	Bruegger's Enterprises, Inc.
BRUEGGER'S FRESH BAGEL BAKERY & Design 	Registered	74/320577	7-Oct-92	1790828	31-Aug-93	Bruegger's Enterprises, Inc.
BRUEGGER'S	Registered	74/336213	2-Dec-92	1792050	7-Sep-93	Bruegger's Enterprises, Inc.
CARIBOU COFFEE	Registered	74/336835	4-Dec-92	1839091	7-Jun-94	Arabica Funding, Inc.
NOAH'S BAGELS	Registered	74/416403	26-Jul-93	1838799	7-Jun-94	Noah's New York Bagels Company
NOAH'S BAGELS	Registered	74/416407	26-Jul-93	1841045	21-Jun-94	Noah's New York Bagels Company
CARIBOU COFFEE & Leaping Caribou Design 	Registered	74/417248	26-Jul-93	1841047	21-Jun-94	Arabica Funding, Inc.

Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
MANHATTAN BAGEL	Registered	74/471779	17-Dec-93	2031357	21-Jan-97	Manhattan Bagel Company, Inc.
SAINT LOUIS BREAD COMPANY	Registered	74/478670	12-Jan-1994	2026248	31-Dec-1996	Pumpernickel Associates, LLC
OPERATION DOUGH-NATION	Registered	74/495905	02-Mar-1994	1878878	14-Feb-1995	Pumpernickel Associates, LLC
NOAH'S NEW YORK BAGELS	Registered	74/644901	8-Mar-95	1961823	12-Mar-96	Noah's New York Bagels Company
POWERBAGEL	Registered	74/690946	20-Jun-95	1987020	16-Jul-96	Einstein and Noah Corp.
VEG OUT	Registered	74/720018	25-Aug-95	2011730	29-Oct-96	Einstein and Noah Corp.
EINSTEIN BROS.	Registered	74/732658	21-Sep-95	2092522	2-Sep-97	Einstein and Noah Corp.
EINSTEIN BROS.	Registered	74/732659	21-Sep-95	2146983	31-Mar-98	Einstein and Noah Corp.
EINSTEIN BROS.	Registered	74/732660	21-Sep-95	2060493	13-May-97	Einstein and Noah Corp.
LIFE IS SHORT. STAY AWAKE FOR IT.	Registered	75/013632	23-Oct-95	2000062	10-Sep-96	Arabica Funding, Inc.
LIFE IS SHORT. STAY AWAKE FOR IT.	Registered	75/013633	23-Oct-95	2008379	15-Oct-96	Arabica Funding, Inc.
EINSTEIN BROS.	Registered	75/032035	13-Dec-95	2078607	15-Jul-97	Einstein and Noah Corp.
NOAH'S NEW YORK BAGELS & Rectangle Design (Blue)	Registered	75/051113	31-Jan-96	2143901	17-Mar-98	Noah's New York Bagels Company
						

Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
N & Design 	Registered	75/051220	31-Jan-96	2098724	23-Sep-97	Noah's New York Bagels Company
EINSTEIN BROS.	Registered	75/051996	1-Feb-96	2272532	24-Aug-99	Einstein and Noah Corp.
DOUGH FOR FUNDS	Registered	75/083466	04-Apr-1996	2257452	29-Jun-1999	Pumpnickel Associates, LLC
HERBY TURKEY	Registered	75/100751	8-May-96	2069340	10-Jun-97	Bruegger's Enterprises, Inc.
LEONARDO DA VEGGIE	Registered	75/100753	8-May-96	2066966	3-Jun-97	Bruegger's Enterprises, Inc.
EINSTEIN BROS BAGELS and Double Circle Logo 	Registered	75/177938	7-Oct-96	2211548	15-Dec-98	Einstein and Noah Corp.
Double Circle Design 	Registered	75/177939	7-Oct-96	2209525	8-Dec-98	Einstein and Noah Corp.
Double Circle Design 	Registered	75/177941	7-Oct-96	2239308	13-Apr-99	Einstein and Noah Corp.

Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
EINSTEIN BROS BAGELS and Double Circle Logo 	Registered	75/177945	7-Oct-96	2194140	6-Oct-98	Einstein and Noah Corp.
CHESAPEAKE BAGEL BAKERY	Registered	75/273436	11-Apr-97	2199460	27-Oct-98	Chesapeake Bagel Franchise Corp.
Design of Restaurant Trade Dress (Interior) 	Registered	75/352140	5-Sep-97	2227589	2-Mar-99	Noah's New York Bagels Company
NOAH'S NEW YORK BAGELS HOT BAGELS & Design of Restaurant Trade Dress (Exterior) 	Registered	75/352359	5-Sep-97	2227592	2-Mar-99	Noah's New York Bagels Company
PANERA BREAD	Registered	75/374266	16-Oct-1997	2347523	02-May-2000	Pumpernickel Associates, LLC
NOSH BOX	Registered	75/406346	16-Dec-97	2381746	29-Aug-00	Einstein and Noah Corp.




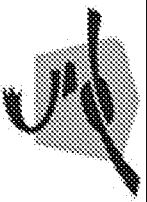

Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
Mother Bread Design 	Registered	75/410670	24-Dec-1997	2341776	11-Apr-2000	Pumpnickel Associates, LLC
NOAH'S	Registered	75/501647	12-Jun-98	2591900	9-Jul-02	Noah's New York Bagels Company
THE UNIVERSAL SPIRIT OF BREAD IS SHARING	Registered	75/546588	01-Sep-1998	2267376	03-Aug-1999	Pumpnickel Associates, LLC
MANHATTAN CHILLERZ	Registered	75/720988	3-Jun-99	2810874	3-Feb-04	Manhattan Bagel Company, Inc.
EGG MIT	Registered	75/901281	21-Jan-00	2556962	2-Apr-02	Noah's New York Bagels Company
PANERA BREAD	Registered	75/978462	16-Oct-1997	2288311	19-Oct-1999	Pumpnickel Associates, LLC
PANERA BREAD and Mother Bread Design in Horizontal Design 	Registered	75/978485	09-Jan-1998	2288314	19-Oct-1999	Pumpnickel Associates, LLC
HATE TO WAIT?	Registered	76/180171	13-Dec-00	2672908	7-Jan-03	Einstein and Noah Corp.
HATE TO WAIT?	Registered	76/180172	13-Dec-00	2672909	7-Jan-03	Einstein and Noah Corp.
CARIBOU COFFEE	Registered	76/241264	16-Apr-01	2703741	8-Apr-03	Arabica Funding, Inc.
CARIBOU COFFEE	Registered	76/241266	16-Apr-01	2609319	20-Aug-02	Arabica Funding, Inc.




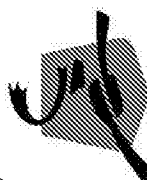

Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
CARIBOU COFFEE	Registered	76/241270	16-Apr-01	2563579	23-Apr-02	Arabica Funding, Inc.
Design of Leaping Caribou 	Registered	76/241271	16-Apr-01	2609320	20-Aug-02	Arabica Funding, Inc.
Design of Leaping Caribou 	Registered	76/241272	16-Apr-01	2588045	2-Jul-02	Arabica Funding, Inc.
CARIBOU COFFEE & Leaping Caribou Design 	Registered	76/242587	18-Apr-01	2609338	20-Aug-02	Arabica Funding, Inc.
CARIBOU COFFEE & Leaping Caribou Design 	Registered	76/243006	17-Apr-01	2703747	8-Apr-03	Arabica Funding, Inc.
DARN GOOD COFFEE	Registered	76/314373	19-Sep-01	2673186	7-Jan-03	Einstein and Noah Corp.
REINDEER BLEND	Registered	76/348602	12-Dec-01	2624819	24-Sep-02	Arabica Funding, Inc.
TOSTINI	Registered	76/387645	27-Mar-02	2757288	26-Aug-03	Manhattan Bagel Company, Inc.




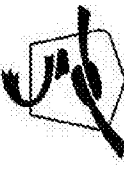
Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
FRESH FROM THE OVEN	Registered	76/393047	09-Apr-2002	2755383	26-Aug-2003	Pumpnickel Associates, LLC
BREADUCATION	Registered	76/398650	22-Apr-2002	2720922	03-Jun-2003	Pumpnickel Associates, LLC
BAGUETTE UNIVERSITY	Registered	76/402831	02-May-2002	2761065	09-Sep-2003	Pumpnickel Associates, LLC
PANERA	Registered	76/413842	24-May-2002	2806259	20-Jan-2004	Pumpnickel Associates, LLC
Vertical Rectangle Design 	Registered	76/413843	24-May-2002	2793880	16-Dec-2003	Pumpnickel Associates, LLC
MINT CONDITION	Registered	76/425232	27-Jun-02	2702487	1-Apr-03	Arabica Funding, Inc.
DEPTH CHARGE	Registered	76/425236	27-Jun-02	2702489	1-Apr-03	Arabica Funding, Inc.
CARAMEL HIGH RISE	Registered	76/425239	27-Jun-02	2702490	1-Apr-03	Arabica Funding, Inc.
PANERA CARD	Registered	76/447283	06-Sep-2002	2798985	23-Dec-2003	Pumpnickel Associates, LLC
A LOAF OF BREAD IN EVERY ARM	Registered	76/447284	06-Sep-2002	2816290	24-Feb-2004	Pumpnickel Associates, LLC
NOAH'S	Registered	76/447759	9-Sep-02	2848709	1-Jun-04	Noah's New York Bagels Company
NOAH'S	Registered	76/453161	26-Sep-02	2850235	8-Jun-04	Noah's New York Bagels Company
YOU PICK TWO	Registered	76/470030	25-Nov-2002	2801979	06-Jan-2004	Pumpnickel Associates, LLC





Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
BREW FOR THE CREW	Registered	76/585145	1-Apr-04	3485393	12-Aug-08	Bruegger's Enterprises, Inc.
CARIBOU COFFEE	Registered	77/221383	3-Jul-07	3401155	25-Mar-08	Arabica Funding, Inc.
HOOF MINTS	Registered	77/221405	3-Jul-07	3388547	26-Feb-08	Arabica Funding, Inc.
MAHOGANY	Registered	77/293235	1-Oct-07	3562150	13-Jan-09	Arabica Funding, Inc.
CARIBOU	Registered	77/310077	22-Oct-07	3533290	18-Nov-08	Arabica Funding, Inc.
LIFE IS SHORT. STAY AWAKE FOR IT.	Registered	77/325947	9-Nov-07	3440517	3-Jun-08	Arabica Funding, Inc.
MANHATTAN CHILLERZ	Registered	77/765425	22-Jun-09	3751663	23-Feb-10	Manhattan Bagel Company, Inc.
SHARE THE WARMTH	Registered	77/788838	24-Jul-2009	4488706	25-Feb-2014	Pumpnickel Associates, LLC
BOTTOMLESS MUG CLUB	Registered	77/851877	10-Oct-09	3830844	10-Aug-10	Bruegger's Enterprises, Inc.
CARIBOU COFFEE & Leaping Caribou and Shield Design in Color (Vertical)	Registered	77/898282	21-Dec-09	3935455	22-Mar-11	Arabica Funding, Inc.





Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
CARIBOU COFFEE & Leaping Caribou and Shield Design in Color (Horizontal) 	Registered	77/898304	21-Dec-09	3941677	5-Apr-11	Arabica Funding, Inc.
CARIBOU COFFEE & Leaping Caribou and Shield Design in Color (Horizontal) 	Registered	77/898316	21-Dec-09	3878884	23-Nov-10	Arabica Funding, Inc.
Leaping Caribou and Shield Design in Color 	Registered	77/898334	21-Dec-09	3935457	22-Mar-11	Arabica Funding, Inc.
Leaping Caribou and Shield Design in Color 	Registered	77/898345	21-Dec-09	3941678	5-Apr-11	Arabica Funding, Inc.
Leaping Caribou and Shield Design in Color 	Registered	77/898354	21-Dec-09	3878885	23-Nov-10	Arabica Funding, Inc.

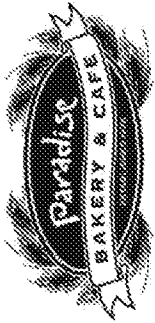
Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
CARIBOU COFFEE & Leaping Caribou and Shield Design 	Registered	77/898365	21-Dec-09	3935459	22-Mar-11	Arabica Funding, Inc.
CARIBOU COFFEE & Leaping Caribou and Shield Design 	Registered	77/898380	21-Dec-09	3878886	23-Nov-10	Arabica Funding, Inc.
Leaping Caribou and Shield Design 	Registered	77/898387	21-Dec-09	3920975	15-Feb-11	Arabica Funding, Inc.
Leaping Caribou and Shield Design 	Registered	77/898404	21-Dec-09	3935460	22-Mar-11	Arabica Funding, Inc.
Leaping Caribou and Shield Design 	Registered	77/898429	21-Dec-09	3885172	7-Dec-10	Arabica Funding, Inc.

Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
CARIBOU COFFEE & Leaping Caribou and Shield Design (Vertical) 	Registered	77/899883	23-Dec-09	4264888	25-Dec-12	Arabica Funding, Inc.
CARIBOU COFFEE & Leaping Caribou and Shield Design (Vertical) 	Registered	77/899895	23-Dec-09	3878893	23-Nov-10	Arabica Funding, Inc.
CARIBOU COFFEE & Leaping Caribou and Shield Design (Vertical) 	Registered	77/899908	23-Dec-09	3935468	22-Mar-11	Arabica Funding, Inc.
Leaping Caribou and Outlined Shield Design 	Registered	77/899930	23-Dec-09	3990812	5-Jul-11	Arabica Funding, Inc.


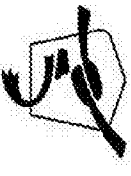

Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
Leaping Caribou and Shield Design 	Registered	77/899961	23-Dec-09	4261702	18-Dec-12	Arabica Funding, Inc.
Leaping Caribou and Shield Design 	Registered	77/899968	23-Dec-09	3868646	26-Oct-10	Arabica Funding, Inc.
Leaping Caribou and Shield Design 	Registered	77/899977	23-Dec-09	3945518	12-Apr-11	Arabica Funding, Inc.
DRIVE THRU CARIBOU COFFEE & Leaping Caribou and Shield Design 	Registered	77/899987	23-Dec-09	4094172	31-Jan-12	Arabica Funding, Inc.
CARIBOU COFFEE	Registered	77/899995	23-Dec-09	4094173	31-Jan-12	Arabica Funding, Inc.


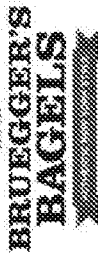
Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
PANERA BREAD and Design 	Registered	78/263818	18-Jun-2003	3644909	23-Jun-2009	Pumpnickel Associates, LLC
VIA PANERA	Registered	78/275611	17-Jul-2003	2874753	17-Aug-2004	Pumpnickel Associates, LLC
PANERA EXPRESS	Registered	78/276094	18-Jul-2003	2910670	14-Dec-2004	Pumpnickel Associates, LLC
FRESH BREAD MAKES FRIENDS	Registered	78/304013	23-Sep-2003	2913034	21-Dec-2004	Pumpnickel Associates, LLC
FRONTEGA CHICKEN PANINI	Registered	78/310743	08-Oct-2003	2980821	02-Aug-2005	Pumpnickel Associates, LLC
BACON TURKEY BRAVO	Registered	78/324557	07-Nov-2003	2970064	19-Jul-2005	Pumpnickel Associates, LLC
SMOKEHOUSE TURKEY PANINI	Registered	78/342070	17-Dec-2003	2958788	31-May-2005	Pumpnickel Associates, LLC
CARIBOU CARD	Registered	78/380483	8-Mar-04	2935016	22-Mar-05	Arabica Funding, Inc.
PINK RIBBON BAGEL	Registered	78/395299	02-Apr-2004	2993487	06-Sep-2005	Pumpnickel Associates, LLC
LIFE IS SHORT. STAY AWAKE FOR IT.	Registered	78/425658	26-May-04	2967034	12-Jul-05	Arabica Funding, Inc.
FA LA LATTE	Registered	78/463578	6-Aug-04	3001647	27-Sep-05	Arabica Funding, Inc.
CAMPFIRE MOCHA	Registered	78/598035	30-Mar-05	3144635	19-Sep-06	Arabica Funding, Inc.




Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
M & Circle Design 	Registered	78/725652	3-Oct-05	3271693	31-Jul-07	Manhattan Bagel Company, Inc.
PARADISE BAKERY & CAFE	Registered	78/734899	17-Oct-05	3189122	26-Dec-2006	Paradise Bakery & Café, Inc.
Leaping Caribou and Background Design in Color 	Registered	78/771864	13-Dec-05	3162687	24-Oct-06	Arabica Funding, Inc.
Leaping Caribou and Background Design in Color 	Registered	78/771869	13-Dec-05	3162688	24-Oct-06	Arabica Funding, Inc.
Mother Bread Design (in Color) 	Registered	78/781575	28-Dec-2005	3267791	24-Jul-2007	Pumpernickel Associates, LLC
BOU BALM	Registered	78/781901	28-Dec-05	3309349	9-Oct-07	Arabica Funding, Inc.
CARIBOU COFFEE	Registered	78/781908	28-Dec-05	3309350	9-Oct-07	Arabica Funding, Inc.



Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
PARADISE BAKERY & CAFE ESTABLISHED 1976 & Design 	Registered	78/789671	11-Jan-06	3186583	19-Dec-2006	Paradise Bakery & Café, Inc.
OBSIDIAN	Registered	78/875429	3-May-06	3292202	11-Sep-07	Arabica Funding, Inc.
NORTHERN LITE	Registered	85/247918	22-Feb-11	4107780	6-Mar-12	Arabica Funding, Inc.
MYPANERA	Registered	85/262293	09-Mar-2011	4038347	11-Oct-2011	Pumpnickel Associates, LLC
START WITH BREAD	Registered	85/304463	26-Apr-2011	4533900	20-May-2014	Pumpnickel Associates, LLC
YOU PICK 2	Registered	85/305012	26-Apr-2011	4192798	21-Aug-2012	Pumpnickel Associates, LLC
PANERA CARES	Registered	85/306373	27-Apr-2011	4637473	11-Nov-2014	Pumpnickel Associates, LLC
PANERA CARES	Registered	85/306386	27-Apr-2011	4095717 ¹	07-Feb-2012	Pumpnickel Associates, LLC
STARLIGHT	Registered	85/463941	3-Nov-11	4286774	5-Feb-13	Caribou Coffee Company, Inc.
CARIBOU COFFEE	Registered	85/551926	24-Feb-12	4229376	23-Oct-12	Arabica Funding, Inc.

¹ The Grantors intend to allow this registration to lapse/become abandoned in due course.






Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
Leaping Caribou and Shield Design 	Registered	85/551935	24-Feb-12	4217506	2-Oct-12	Arabica Funding, Inc.
Leaping Caribou and Outlined Shield Design 	Registered	85/551939	24-Feb-12	4217507	2-Oct-12	Arabica Funding, Inc.
CARIBOU COFFEE IS THE OFFICIAL COFFEE OF DAYLIGHTS SAVINGS TIME	Registered	85/588822	4-Apr-12	4217935	2-Oct-12	Arabica Funding, Inc.
CARIBOU COFFEE IS THE OFFICIAL COFFEE OF DAYLIGHTS SAVINGS TIME	Registered	85/588829	4-Apr-12	4217936	2-Oct-12	Arabica Funding, Inc.
BRUEGGER'S BAGELS BAKED FRESH & Design 	Registered	85/687369	26-Jul-12	4444758	3-Dec-13	Bruegger's Enterprises, Inc.
CARIBOU	Registered	85/723521	7-Sep-12	4313121	2-Apr-13	Arabica Funding, Inc.
CARIBOU COFFEE	Registered	85/723546	7-Sep-12	4374989	30-Jul-13	Arabica Funding, Inc.

Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
Leaping Caribou and Shield Design 	Registered	85/723562	7-Sep-12	4309178	26-Mar-13	Arabica Funding, Inc.
CARIBOU COOLER	Registered	85/792657	3-Dec-12	4495927	11-Mar-14	Arabica Funding, Inc.
PANERA TO YOU	Registered	85/824310	16-Jan-2013	4720625	14-Apr-2015	Pumpernickel Associates, LLC
CARIBOU PERKS	Registered	85/921823	2-May-13	4465259	14-Jan-14	Arabica Funding, Inc.
REAL INSPIRATION	Registered	85/963232	18-Jun-13	4557307	24-Jun-14	Arabica Funding, Inc.
PANERA TO YOU	Registered	85/979852	16-Jan-2013	4451526	17-Dec-2013	Pumpernickel Associates, LLC
LIFE IS SHORT. STAY AWAKE FOR IT.	Registered	86/175771	27-Jan-14	4592678	26-Aug-14	Arabica Funding, Inc.
EST. 1983 BRUEGGER'S BAGELS AUTHENTIC NEW YORK STYLE & Design 	Registered	86/215559	9-Mar-14	4648272	2-Dec-14	Bruegger's Enterprises, Inc.





Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
PANERA Primary Logo (in Black & White) 	Registered	86/344771	22-Jul-2014	4934851	12-Apr-2016	Pumpnickel Associates, LLC
PANERA Primary Logo (in Color) 	Registered	86/344790	22-Jul-2014	4930117	05-Apr-2016	Pumpnickel Associates, LLC
PANERA	Registered	86/344805	22-Jul-2014	4934852	12-Apr-2016	Pumpnickel Associates, LLC
Mother Bread Design (IR Base) 	Registered	86/345056	22-Jul-2014	4934854	12-Apr-2016	Pumpnickel Associates, LLC




Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
INSPIRED BY PANERA. HOMEMADE BY YOU.	Registered	86/448222	07-Nov-2014	5156585	07-Mar-2017	Pumpnickel Associates, LLC
BAKERS IN TRAINING Logo 	Registered	86/498788	08-Jan-2015	4937918 ²	12-Apr-2016	Pumpnickel Associates, LLC
PANERA BREAD FOOD AS IT SHOULD BE	Registered	86/549344	28-Feb-2015	5448837	17-Apr-2018	Pumpnickel Associates, LLC
RETHINK HOMEMADE	Registered	86/549346	28-Feb-2015	5734149	23-Apr-2019	Pumpnickel Associates, LLC
TRADITION YOU CAN TASTE	Registered	86/573182	23-Mar-15	4845171	3-Nov-15	Bruegger's Enterprises, Inc.
CARIBOU COFFEE	Registered	86/629133	14-May-15	5098243	13-Dec-16	Arabica Funding, Inc.
CARIBOU COFFEE	Registered	86/629134	14-May-15	4944543	26-Apr-16	Arabica Funding, Inc.
Leaping Caribou and Shield Design 	Registered	86/629135	14-May-15	5032782	30-Aug-16	Arabica Funding, Inc.




² The Grantors intend to allow this registration to lapse/become abandoned in due course.




Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
Leaping Caribou and Shield Design in Color 	Registered	86/680056	1-Jul-15	4895555	2-Feb-16	Arabica Funding, Inc.
Leaping Caribou and Shield Design in Color 	Registered	86/680063	1-Jul-15	4954454	10-May-16	Arabica Funding, Inc.
Leaping Caribou and Shield Design in Color 	Registered	86/680069	1-Jul-15	4877742	29-Dec-15	Arabica Funding, Inc.
Leaping Caribou and Shield Design in Color 	Registered	86/680107	1-Jul-15	4877743	29-Dec-15	Arabica Funding, Inc.
CARIBOU COFFEE (Stylized) 	Registered	86/719580	10-Aug-15	4950423	3-May-16	Arabica Funding, Inc.







Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
CARIBOU COFFEE (Stylized)	Registered	86/719595	10-Aug-15	4950426	3-May-16	Arabica Funding, Inc.
<i>Caribou</i> COFFEE						
CARIBOU COFFEE (Stylized)	Registered	86/719644	10-Aug-15	5052572	4-Oct-16	Arabica Funding, Inc.
<i>Caribou</i> COFFEE						
CARIBOU COFFEE (Stylized)	Registered	86/719656	10-Aug-15	4950431	3-May-16	Arabica Funding, Inc.
<i>Caribou</i> COFFEE						
CARIBOU COFFEE (Stylized)	Registered	86/719674	10-Aug-15	5052574	4-Oct-16	Arabica Funding, Inc.
<i>Caribou</i> COFFEE						
CARIBOU COFFEE (Stylized) (Vertical)	Registered	86/719695	10-Aug-15	5089163	29-Nov-16	Arabica Funding, Inc.
<i>Caribou</i> COFFEE						



Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
CARIBOU COFFEE (Stylized) (Vertical) 	Registered	86/719727	10-Aug-15	4950438	3-May-16	Arabica Funding, Inc.
DAY-END DOUGH-NATION	Registered	86/787540	14-Oct-2015	4987659	28-Jun-2016	Pumpnickel Associates, LLC
HO HO MINT MOCHA	Registered	86/844337	9-Dec-15	5016862	9-Aug-16	Arabica Funding, Inc.
EINSTEIN BROS.	Registered	86/872854	12-Jan-16	5026563	23-Aug-16	Einstein and Noah Corp.
Double Circle Design 	Registered	86/872872	12-Jan-16	5022532	16-Aug-16	Einstein and Noah Corp.
Double Circle Design 	Registered	86/872881	12-Jan-16	5022533	16-Aug-16	Einstein and Noah Corp.
Double Circle Design 	Registered	86/872897	12-Jan-16	5022536	16-Aug-16	Einstein and Noah Corp.




Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
Double Circle Design 	Registered	86/872904	12-Jan-16	5022537	16-Aug-16	Einstein and Noah Corp.
Double Circle Design 	Registered	86/872911	12-Jan-16	5022538	16-Aug-16	Einstein and Noah Corp.
CARIBOU COFFEE & EINSTEIN BROS. BAGELS	Registered	86/919456	25-Feb-16	5887912	22-Oct-19	Arabica Funding, Inc. and Einstein and Noah Corp.
CARIBOU COFFEE & EINSTEIN BROS. BAGELS	Registered	86/919463	25-Feb-16	5887913	22-Oct-19	Arabica Funding, Inc. and Einstein and Noah Corp.
EST. 1983 BRUEGGER'S BAGELS CATERING & Design 	Registered	86/948287	22-Mar-16	5237895	4-Jul-17	Bruegger's Enterprises, Inc.
PANERA FOOD AS IT SHOULD BE	Registered	86/984538	28-Feb-2015	6037372	21-Apr-2020	Pumpernickel Associates, LLC
PROTECT YOUR BAGELS, PUT LOX ON THEM	Registered	87/040290	17-May-16	5397142	6-Feb-18	Noah's New York Bagels Company
CARAMEL HIDEAWAY	Registered	87/069270	13-Jun-16	5132815	31-Jan-17	Arabica Funding, Inc.
VANILLA HAZELNUT DREAMSTATE	Registered	87/069277	13-Jun-16	5132816	31-Jan-17	Arabica Funding, Inc.

Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
MINT CHOCOLATE THRILL	Registered	87/071062	14-Jun-16	5381514	16-Jan-18	Arabica Funding, Inc.
PUMPKIN LOVE	Registered	87/071071	14-Jun-16	5381515	16-Jan-18	Arabica Funding, Inc.
MANHATTAN BAGEL	Registered	87/078241	21-Jun-16	5244291	18-Jul-17	Manhattan Bagel Company, Inc.
MANHATTAN BAGEL	Registered	87/078245	21-Jun-16	5244292	18-Jul-17	Manhattan Bagel Company, Inc.
CARIBOU HONEY VANILLA HARMONY	Registered	87/145842	22-Aug-16	5277943	29-Aug-17	Arabica Funding, Inc.
HONEY VANILLA HARMONY	Registered	87/145845	22-Aug-16	5277944	29-Aug-17	Arabica Funding, Inc.
SNOWDRIFT	Registered	87/185789	28-Sep-16	5195554	2-May-17	Arabica Funding, Inc.
CARIBOU COFFEE CHOCOLATE WONDER	Registered	87/214465	25-Oct-16	5209363	23-May-17	Arabica Funding, Inc.
Double Circle Design in Color 	Registered	87/228520	7-Nov-16	5353442	12-Dec-17	Einstein and Noah Corp.
Double Circle Design in Color 	Registered	87/228528	7-Nov-16	5353443	12-Dec-17	Einstein and Noah Corp.
Double Circle Design in Color 	Registered	87/228536	7-Nov-16	5353444	12-Dec-17	Einstein and Noah Corp.

Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
Double Circle Design in Color 	Registered	87/228542	7-Nov-16	5353445	12-Dec-17	Einstein and Noah Corp.
Double Circle Design in Color 	Registered	87/228551	7-Nov-16	5353446	12-Dec-17	Einstein and Noah Corp.
Double Circle Design in Color 	Registered	87/228555	7-Nov-16	5353447	12-Dec-17	Einstein and Noah Corp.
Double Circle Design in Color 	Registered	87/228561	7-Nov-16	5353448	12-Dec-17	Einstein and Noah Corp.
EINSTEIN BROS	Registered	87/260671	7-Dec-16	5333274	14-Nov-17	Einstein and Noah Corp.
CARIBOU	Registered	87/339033	16-Feb-17	5809806	23-Jul-19	Arabica Funding, Inc.
CARIBOU	Registered	87/339049	16-Feb-17	5809807	23-Jul-19	Arabica Funding, Inc.
CARIBOU	Registered	87/339055	16-Feb-17	5809808	23-Jul-19	Arabica Funding, Inc.

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	Pumpnickel Associates, LLC
Panera Day-End DOUGH-NATION 						
PANERA FUNDRAISING and Design 	Registered	87/409016	12-Apr-2017	5349386	05-Dec-2017	Pumpnickel Associates, LLC
PANERA BAKERS IN TRAINING and Design 	Registered	87/410316	13-Apr-2017	5354144	12-Dec-2017	Pumpnickel Associates, LLC
PANERA GIVES and Design 	Registered	87/410323	13-Apr-2017	5483818	05-Jun-2018	Pumpnickel Associates, LLC
GOOD FOOD WHEREVER 	Registered	87/436354	04-May-2017	5531305	31-Jul-2018	Pumpnickel Associates, LLC

Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
CARIBOU COFFEE & EINSTEIN BROS BAGELS Logo 	Registered	87/445953	11-May-17	5495350	19-Jun-18	Arabica Funding, Inc. and Einstein and Noah Corp.
CARIBOU COFFEE & EINSTEIN BROS BAGELS Logo 	Registered	87/445963	11-May-17	5500567	26-Jun-18	Arabica Funding, Inc. and Einstein and Noah Corp.
CRAFTED CLEAN	Registered	87/475300	05-Jun-2017	6222193	15-Dec-2020	Pumpnickel Associates, LLC
RAPID PICK-UP	Registered	87/478714	07-Jun-2017	5355197	12-Dec-2017	Pumpnickel Associates, LLC
MODERN CLASSICS	Registered	87/479234	07-Jun-2017	5471650	15-May-2018	Pumpnickel Associates, LLC
BREAKFAST MADE WITH RESPECT	Registered	87/701202	29-Nov-2017	6493569	21-Sep-2021	Pumpnickel Associates, LLC
SHMEARFULS	Registered	87/796929	14-Feb-18	5565811	18-Sep-18	Einstein and Noah Corp.
FOOD INTERRUPTED	Registered	88/040490	17-Jul-2018	5836092	13-Aug-2019	Pumpnickel Associates, LLC
BEHIND THE COUNTER	Registered	88/040886	17-Jul-2018	5836095	13-Aug-2019	Pumpnickel Associates, LLC

Trademark	Status	App No.	Filing Date	Reg. No.	Reg. Date	Owner
CARIBOU BOU-STED (stylized) 	Registered	88/461966	6-Jun-19	6441709	3-Aug-21	Arabica Funding, Inc.
2019 PANERA BREAD and Mother Bread Design in Box (in Color) 	Registered	88/478271	18-Jun-2019	6051321	12-May- 2020	Pumpnickel Associates, LLC
2019 Mother Bread Design (in Black & White) 	Registered	88/478398	18-Jun-2019	5914986	19-Nov- 2019	Pumpnickel Associates, LLC
TAKE & TOAST	Registered	90/255166	14-Oct-20	6591821	14-Dec-2021	Einstein and Noah Corp.
EINSTEIN BROS BAGELS TAKE & TOAST	Registered	90/255175	14-Oct-20	6591822	14-Dec-2021	Einstein and Noah Corp.
BAGELRITO	Pending	97/169156	13-Dec-21			Einstein and Noah Corp.

Intellectual Property Filings

Copyrights

Copyright	Registration Number	Registration Date	Owner
The Bagel Factory	VA-512-430	03/13/1992	Breugger's Enterprises, Inc.
Mother Bread design	VA-1-156-057	03/07/2003	Pumpnickel Associates, LLC
Panera Primary Image with Mother Bread Design	VA-1-926-807	09/05/2014	Pumpnickel Associates, LLC
Leaping Caribou and Shield Design	VA-1-930-224	10/07/2014	Caribou Coffee Company, Inc.
Mother Bread Design in Black and White	VA-1-969-218	01/13/2015	Pumpnickel Associates, LLC
Dough for Funds Promotional Materials	TX 4-305-268	05/08/1996	Saint Louis Bread Company ³
The Panera Bread cookbook: breadmaking essentials and recipes from America's favorite bakery-cafe / by the Panera Bread team ; foreword by Peter Reinhart ; recipes by Ward Bradshaw and Joel Cammett	TX-6-189-081	06/13/2005	Panera Bread
We measure our freshness by the hour, not by the day : the original Saint Louis Sourdough Bread Company : French & other European breads : your neighborhood bakery.	TX-3-638-855	12/14/1993	Saint Louis Bread Company ⁴

³ The Grantors are in the process of identifying relevant name changes/assignment documentation for filing with the copyright office to reflect a Grantor as record owner of this registration.

⁴ The Grantors are in the process of identifying relevant name changes/assignment documentation for filing with the copyright office to reflect a Grantor as record owner of this registration.