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9 Grill, Inc. and CMG Pepper, LLC*

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11 **UNITED STATES DISTRICT COURT**
12 **FOR THE CENTRAL DISTRICT OF CALIFORNIA**
13 **SOUTHERN DIVISION**

14 CHIPOTLE MEXICAN GRILL, INC.,
15 and CMG PEPPER, LLC,

16 Plaintiff,

17 v.

18 SWEETGREEN, INC.,
19 Defendant.

Case No. 8:23-CV-00596

**COMPLAINT FOR TRADEMARK
INFRINGEMENT, TRADEMARK
DILUTION, FALSE DESIGNATION
OF ORIGIN, AND UNFAIR
COMPETITION**

DEMAND FOR JURY TRIAL

20 Plaintiffs Chipotle Mexican Grill, Inc. and CMG Pepper, LLC (collectively
21 “Chipotle”) hereby submit this Complaint against Defendant Sweetgreen, Inc.
22 (“Sweetgreen”) and allege as follows:

INTRODUCTION

23 This is an action under the Lanham Act and related state laws, arising out of
24 Sweetgreen’s marketing and sales of a “Chipotle Chicken Burrito Bowl.” Chipotle
25 and Sweetgreen are unaffiliated companies who compete in the “fast casual”
26 restaurant industry. Still, Sweetgreen is using Chipotle’s famous CHIPOTLE®
27 trademark to sell a product that is very similar and directly competitive to
28 Chipotle’s chicken burrito bowl. Sweetgreen’s conduct constitutes trademark

1 infringement, trademark dilution, and false designation of origin, and deceptive
2 trade practice.

3 On discovering Sweetgreen's infringing conduct, Chipotle sent a written
4 demand that Sweetgreen cease making use of the CHIPOTLE® trademark and re-
5 name its new product. Sweetgreen did not respond and continued its infringing
6 conduct.

7 This action follows.

8 **THE PARTIES**

9 1. Plaintiff Chipotle Mexican Grill, Inc. is a Delaware corporation with
10 its principal place of business in Newport Beach, California.

11 2. Plaintiff CMG Pepper, LLC is a Colorado limited liability company
12 with its principal place of business in Newport Beach, California. CMG Pepper,
13 LLC is wholly owned by Chipotle Mexican Grill, Inc.

14 3. On information and belief, Defendant Sweetgreen, Inc. is a
15 Delaware corporation registered with the state of California, and with a principal
16 place of business at 3101 West Exposition Blvd, Los Angeles, California 90018.

17 **JURISDICTION AND VENUE**

18 4. This action arises under the Lanham Act, 15 U.S.C. § 1501 et seq.,
19 and supplemental state law. This Court has subject matter jurisdiction pursuant to
20 15 U.S.C. § 1121 and 28 U.S.C. §§ 1331 and 1338; and supplemental jurisdiction
21 over Chipotle's state law claims pursuant to 28 U.S.C. § 1367.

22 5. This Court has personal jurisdiction over Sweetgreen because
23 Sweetgreen's principal place of business is in California, and because this action
24 arises from Sweetgreen's infringing and diluting activities within the State of
25 California.

26 6. Venue properly lies in this judicial district pursuant to 28 U.S.C.
27 § 1391 because a substantial part the events giving rise to the claims occurred
28 within this district.

GENERAL ALLEGATIONS

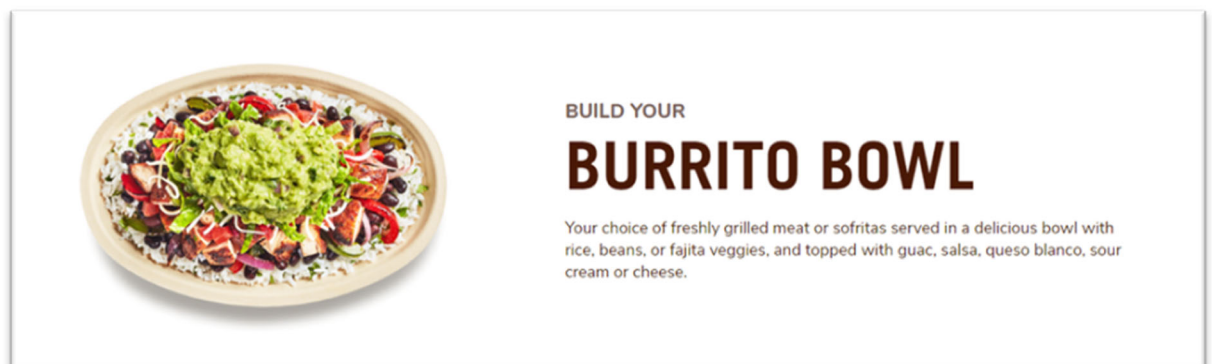
Chipotle's Launch and Use of its Famous CHIPOTLE® Trademark

7. In 1993, Steve Ells, a classically trained chef and graduate of the Culinary Institute of America, founded Chipotle. He started using CHIPOTLE® as a trademark and service mark in connection with his first restaurant at the corner of Evans and Gilpin Streets in Denver, Colorado. Since the opening of the first restaurant, Chipotle experienced rapid success, widespread customer acceptance, and national recognition of Chipotle's food services and products, all marketed and sold in connection with the CHIPOTLE® trademark.

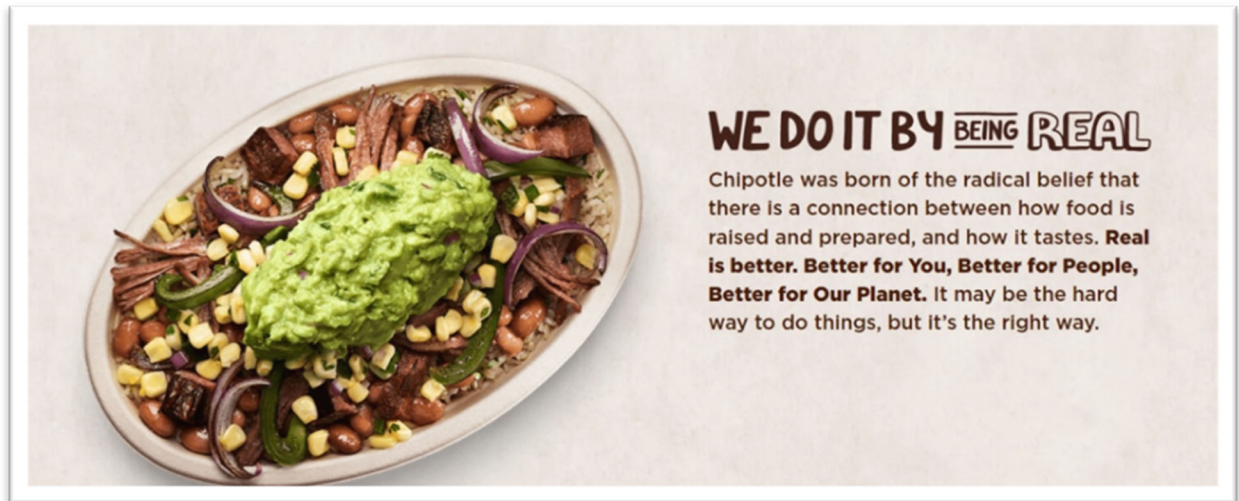
8. Currently, Chipotle owns and operates thousands of "fast-casual" restaurants throughout the United States, Canada, and worldwide (including more than 400 restaurants in California alone) all under the mark CHIPOTLE®.

9. Chipotle is committed to sourcing its ingredients in the most ethical and sustainable manner possible, and has pioneered a movement in furtherance of food with integrity. Chipotle communicates this commitment to its customers, and Chipotle's customers associate the CHIPOTLE® brand with this commitment to ethical food sourcing as well as with high quality and attention to detail.

10. Chipotle's menu features burritos, burrito bowls, tacos, quesadillas, and salads. Among its menu items, Chipotle's chicken burrito bowls are among its most popular, which are typically made (at the customer's option) with rice, black beans, and salsa. *See* <https://www.chipotle.com/order/build/burrito-bowl>:



1 11. Chipotle’s traditional marketing of its products emphasizes its use of
2 unprocessed “real” ingredients and in-house cooking. For example, Chipotle’s
3 website features an image of a burrito bowl, next to the text: “We do it by being
4 real.” See <https://www.chipotle.com/values>:



13 12. From time to time, Chipotle promotes its products with special or
14 limited time offers. One longstanding Chipotle promotion occurs on “National
15 Burrito Day,” the first Thursday of April. See
16 <https://www.chipotle.com/nationalburritoday> (advertising Chipotle’s 2022
17 National Burrito Day promotion). This year, “National Burrito Day” falls on April
18 6, 2023; as it has in prior years, Chipotle is offering a limited time promotion for
19 the occasion.

20 13. Chipotle has invested tens of millions of dollars and hundreds of
21 thousands of hours to develop its restaurants, create and protect its intellectual
22 property, and create and maintain the goodwill of the CHIPOTLE® national brand.

23 14. In recognition of Chipotle’s exclusive right to use the mark
24 CHIPOTLE® in connection with Chipotle’s prepared food and related services, the
25 United States Patent and Trademark Office has granted Chipotle several trademark
26 and service mark registrations.

1 15. CMG Pepper, LLC owns the following trademarks, which Chipotle
 2 Mexican Grill, Inc. is duly authorized to use and enforce:

Mark	Description of Goods or Services	Registration Date	First Use in Commerce
CHIPOTLE Reg. No. 2,344,423	Class 43 - restaurant services	April 25, 2000	July 13, 1993
CHIPOTLE Reg. No. 3,523,738	Class 29 - prepared entrees consisting primarily of chicken, steak, carnitas, barbacoa or vegetables; prepared vegetable-based entrees; salads comprised of lettuce and choice of meat, beans, salsa, cheese and/or sour cream; guacamole; sour cream; cooked beans; cheese Class 30 - burritos; tacos; fajita burritos; salsas; tortillas; tortilla chips; rice; salads comprised of rice and choice of meat, beans, salsa, cheese and/or sour cream; prepared entrees consisting primarily of rice	October 28, 2008	1993
CHIPOTLE (Stylized) CHIPOTLE Reg. No. 3,412,092	Class 43 - restaurant services; take-out restaurant services	April 15, 2008	January 12, 2007
CHIPOTLE (Stylized) CHIPOTLE Reg. No. 3,698,498	Class 43 - restaurant services; take-out restaurant services	October 20, 2009	August 28, 2008

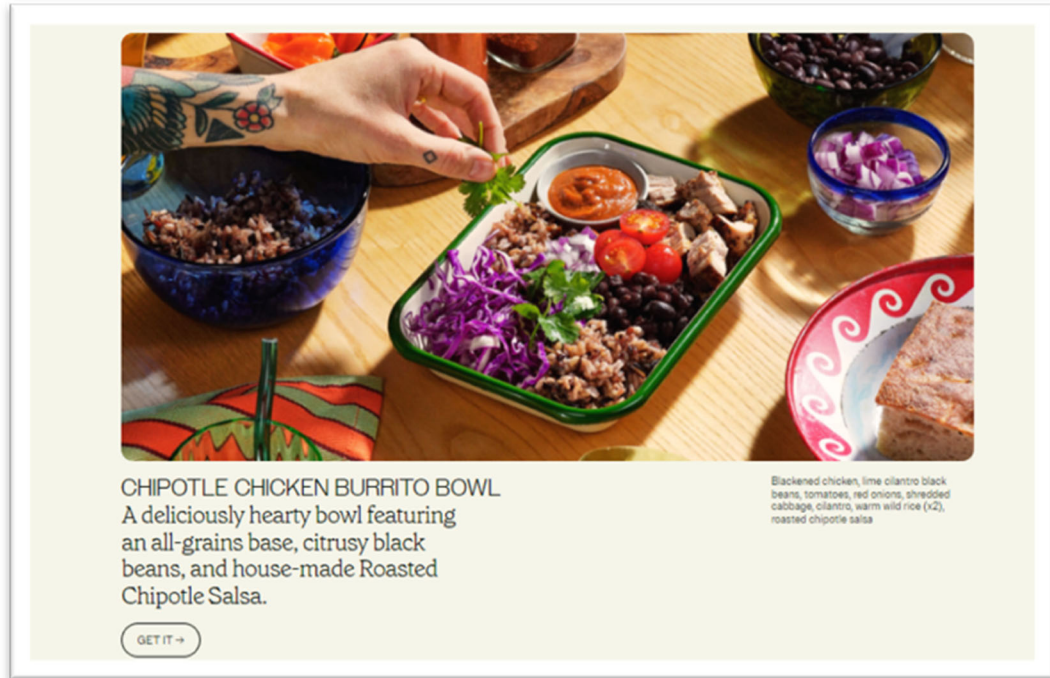
1 22. Sweetgreen displays and uses the term **CHIPOTLE®** as a
2 trademark, featuring it as the lead word in the item, capitalizing the first letter of
3 the word “Chipotle,” and on occasion displaying “CHIPOTLE” in all capital
4 letters. Sweetgreen’s use of **CHIPOTLE®** appears in the absence of any other
5 source-identifying name or trademark, as can be seen in the below pictures from
6 Sweetgreen’s website:



16 23. Other Sweetgreen advertisements for its copy-cat “Chipotle Chicken
17 Burrito Bowl” feature “CHIPOTLE” in a font nearly identical to Chipotle’s
18 stylized mark **CHIPOTLE** . In the screenshot of Sweetgreen’s website below, the
19 words “CHIPOTLE CHICKEN BURRITO BOWL” are prominently displayed, in
20 a font nearly identical to Chipotle’s stylized mark, roughly twice the height and
21 size of any other associated text, and in the absence of any other source-identifying
22 name or trademark:

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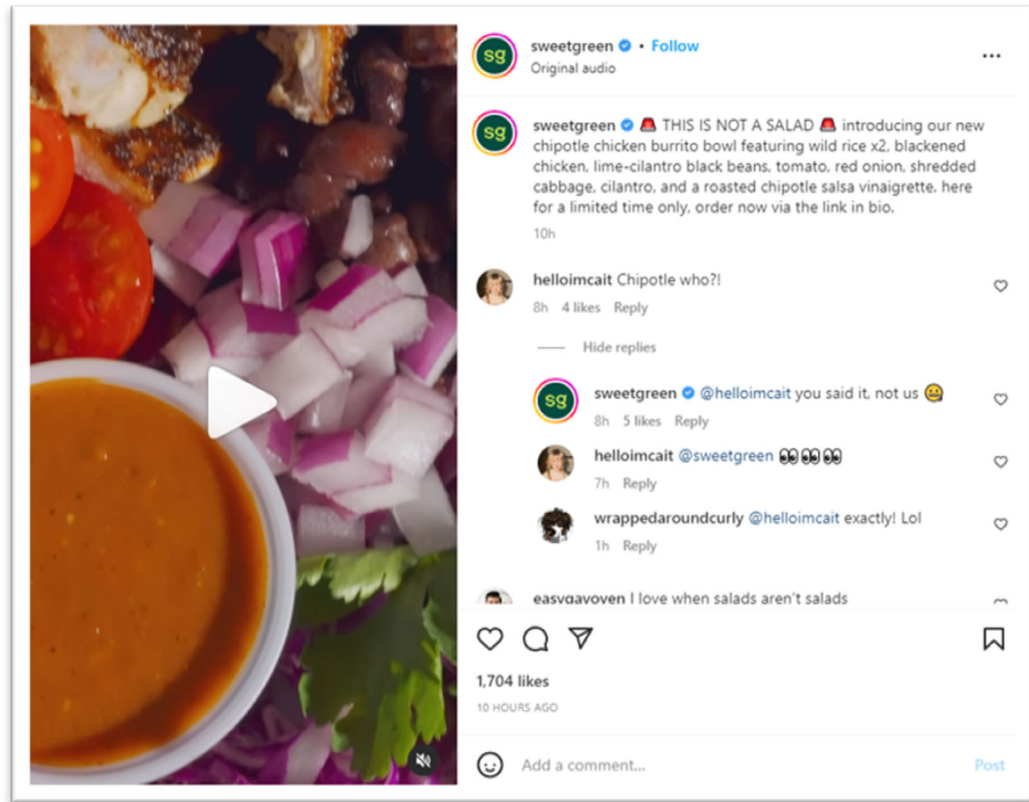
24. Sweetgreen's advertisements also feature the CHIPOTLE® mark in all capital letters, in a single line set apart from other words or phrases, and in light lettering against a background that is nearly identical to Chipotle's trademarked red color, Adobo Red, and Chipotle's stylized mark **CHIPOTLE**



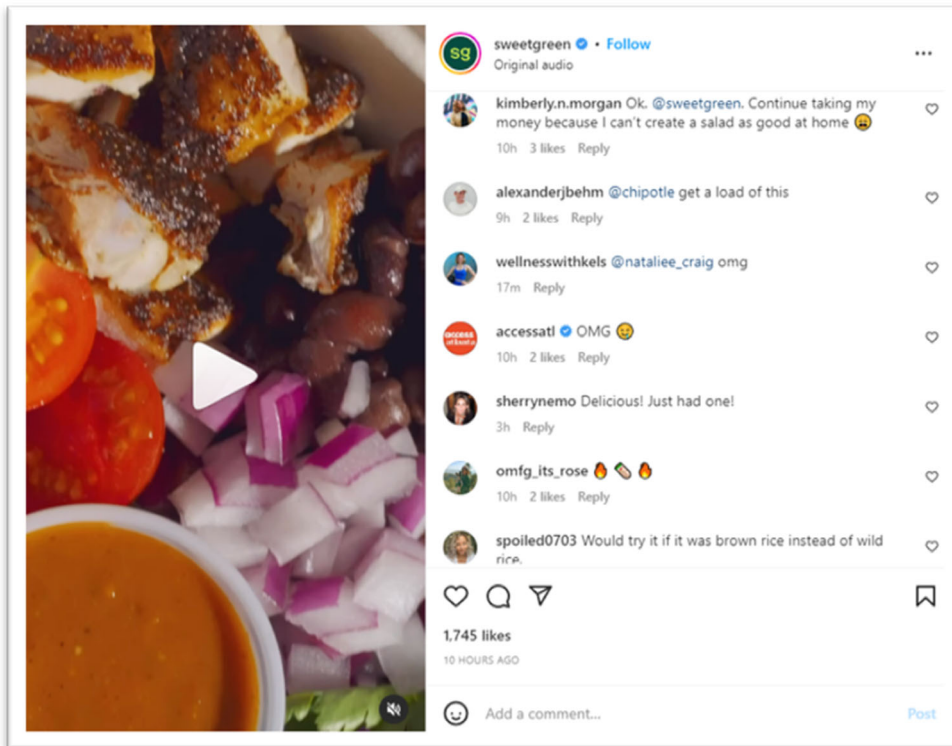
1 25. In the above advertisement, the letters used by Sweetgreen for
2 “CHIPOTLE” are prominently displayed, in a separate font, and roughly twice the
3 height and size of any other source-identifying name or trademark.

4 26. Sweetgreen’s social media presence confirms its intent to
5 affirmatively create a false association with the famous CHIPOTLE® restaurants
6 and trade off the famous CHIPOTLE® Marks.

7 27. For example, on March 30, 2023, Sweetgreen announced its
8 “Chipotle Chicken Burrito Bowl” using the Instagram post below. In response to a
9 comment stating “Chipotle who?!” Sweetgreen replied “you said it, not us” and
10 included an emoji meant to indicate “zipped lips”:



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24 28. Another Instagram user commented on a Sweetgreen post about the
25 “Chipotle Chicken Burrito Bowl”: “@chipotle get a load of this.” The user, tagging
26 Chipotle’s Instagram account, clearly understood the association Sweetgreen is
27 trying to draw between its product, Chipotle’s products, and the famous
28 CHIPOTLE® brand.



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29. Additional evidence of Sweetgreen’s intent to trade off of Chipotle’s goodwill exists. For example, Sweetgreen is running a promotional event for the “Chipotle Chicken Burrito Bowl” on April 6, 2023, purportedly in honor of “National Burrito Day.” This promotion is clearly intended to copy and trade off of Chipotle’s longstanding “National Burrito Day” promotion.

30. Not surprisingly, industry publications have commented on the similarity between Sweetgreen’s new “Chipotle Chicken Burrito Bowl” and Chipotle’s well-known burrito bowl, both in terms of the product itself and in terms of Sweetgreen’s usage of “Chipotle.” The press has explicitly recognized Sweetgreen’s dish “veers directly into arch-rival Chipotle Mexican Grill’s territory.”¹

¹ See “Sweetgreen pokes fast-casual rival with debut of a Chipotle Chicken Burrito Bowl,” RESTAURANT BUSINESS, <https://www.restaurantbusinessonline.com/food/sweetgreen-pokes-fast-casual-rival-debut-chipotle-chicken-burrito-bowl> (March 30, 2023).

1 31. The same article notes Sweetgreen’s promotion of its new menu
2 item echoes Chipotle’s traditional marketing strategy, which centers around
3 unprocessed “real” ingredients and in-house cooking.

4 32. The same article discusses how Sweetgreen’s new “Chipotle
5 Chicken Burrito Bowl” is part of Sweetgreen’s “ongoing move to capture the
6 dinner depart,” in direct competition to Chipotle’s “enviable strength” across both
7 lunch and dinner concepts.

8 33. At no time has Sweetgreen sought or received permission or license
9 from Chipotle to use the CHIPOTLE® Marks.

10 34. Chipotle and Sweetgreen are unaffiliated companies who compete
11 in the “fast casual” restaurant industry. Sweetgreen is not authorized to use any of
12 Chipotle’s intellectual property.

13 35. Sweetgreen’s conduct is likely to cause confusion or mistake as to
14 the source of Sweetgreen’s “Chipotle Chicken Burrito Bowl,” or as to an
15 affiliation, connection, association, sponsorship, or approval between Sweetgreen
16 and Chipotle, or as to the origin of Sweetgreen’s “Chipotle Chicken Burrito Bowl.”

17 36. Sweetgreen uses CHIPOTLE® in prominent positions in its
18 advertising, in styles that imitate or directly copy Chipotle’s stylized marks, and in
19 advertisements that do not feature other source-identifying names or trademarks.
20 This conduct, coupled with Sweetgreen’s creation and launch of a competitive
21 menu item very similar to a well-known Chipotle menu item, and Sweetgreen’s
22 demonstrated intent to draw an association between its product and Chipotle’s
23 product and brand, can only be explained by a willingness to infringe Chipotle’s
24 intellectual property, confuse and/or deceive consumers, and wrongfully profit
25 from and trade off of Chipotle’s valuable goodwill and reputation in the
26 CHIPOTLE® Marks.

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1 **Relevant History Between the Parties Preceding this Lawsuit**

2 37. On or about March 30, 2023, Chipotle became aware of
3 Sweetgreen’s new advertising campaign for its “Chipotle Chicken Burrito Bowl”
4 directly competitive to Chipotle’s chicken burrito bowl.

5 38. Thereafter, Chipotle contacted Sweetgreen via telephone call
6 between in-house counsel, and via written correspondence from outside litigation
7 counsel, informing it of Chipotle’s rights and requesting that Sweetgreen
8 immediately cease using the CHIPOTLE® Marks and re-name its menu item to
9 include, if necessary, a more appropriate fair use of the word “chipotle.”

10 39. Chipotle suggested that Sweetgreen re-name its menu item using
11 “chipotle” in lower-case, in a textual sentence, to accurately describe ingredients of
12 its menu item, such as “. . . with chipotle flavoring.” As one example, Chipotle
13 suggested that “chicken bowl with chipotle” may be a more appropriate name for
14 Sweetgreen’s new menu item.

15 40. Sweetgreen failed to respond to Chipotle’s letter and has continued
16 its infringing conduct, necessitating the instant action.

17 **FIRST CLAIM FOR RELIEF**

18 **(Trademark Infringement in Violation of 15 U.S.C. § 1114)**

19 41. Chipotle incorporates the preceding paragraphs as though set forth
20 fully herein.

21 42. Chipotle owns valid federal registrations for the CHIPOTLE®
22 Marks for, *inter alia*, take-out restaurant services and prepared chicken entrees.

23 43. Plaintiff’s registrations in the CHIPOTLE® Marks constitute prima
24 facie evidence of the validity of Chipotle’s trademark rights and of Chipotle’s
25 exclusive right to use the CHIPOTLE® Marks in commerce.

26 44. Sweetgreen’s unauthorized use of the term CHIPOTLE as a
27 trademark in connection with its restaurant services and sale of prepared chicken
28 entrees is likely to cause confusion or mistake as to the source, affiliation,

1 connection, or association of Sweetgreen's CHIPOTLE chicken items and
2 Chipotle, or as to the origin, sponsorship, or approval of Sweetgreen's CHIPOTLE
3 chicken entrée product.

4 45. Sweetgreen's conduct constitutes trademark infringement in
5 violation of § 32 of the Lanham Act, 15 U.S.C. § 1114.

6 46. By reason of Sweetgreen's acts as alleged above, Chipotle has
7 suffered and will continue to suffer monetary damages and irreparable harm to the
8 value and goodwill of the CHIPOTLE® Marks, as well as irreparable harm to
9 Chipotle's business, goodwill, and reputation. Chipotle has no adequate remedy at
10 law because damage to its goodwill and reputation are continuing and difficult to
11 ascertain.

12 47. Sweetgreen's continued use of the CHIPOTLE mark is deliberate,
13 willful, fraudulent, and constitutes a knowing infringement of the CHIPOTLE®
14 Marks.

15 **SECOND CLAIM FOR RELIEF**

16 **(Trademark Dilution in Violation of 15 U.S.C. §1125(c))**

17 48. Chipotle incorporates the preceding paragraphs as though set forth
18 fully herein.

19 49. Due to Chipotle's long-standing, extensive, widespread, and
20 exclusive use of the CHIPOTLE® Marks, coupled with the millions of dollars
21 invested in marketing and promoting the CHIPOTLE® Marks nationwide, the
22 CHIPOTLE® Marks have become famous.

23 50. The similarity between Chipotle's famous CHIPOTLE® Marks and
24 Sweetgreen's use of CHIPOTLE in commerce creates a strong association between
25 the two in the minds of consumers.

26 51. Sweetgreen's use of CHIPOTLE in connection with its prepared
27 chicken entrée is causing and is likely to cause dilution of Chipotle's famous
28 CHIPOTLE® Marks, in violation of Section 43(c) of the Lanham Act,

1 15 U.S.C. § 1125(c).

2 52. By reason of Sweetgreen's acts as alleged above, Chipotle has
3 suffered and will continue to suffer monetary damages and irreparable harm to the
4 value and goodwill of the CHIPOTLE® Marks, as well as irreparable harm to
5 Chipotle's business, goodwill, and reputation. Chipotle has no adequate remedy at
6 law because damage to its goodwill and reputation are continuing and difficult to
7 ascertain.

8 53. Sweetgreen's continued use of the CHIPOTLE mark is deliberate,
9 willful, fraudulent, and constitutes a knowing dilution of the CHIPOTLE® Marks.

10 **THIRD CLAIM FOR RELIEF**

11 **(False Designation of Origin in Violation of 15 U.S.C. § 1125(a))**

12 54. Chipotle incorporates the preceding paragraphs as though set forth
13 fully herein.

14 55. The CHIPOTLE® Marks are inherently distinctive or have acquired
15 distinctiveness among the relevant trade and public as identifying Plaintiff's food
16 items and services.

17 56. Defendant's use of CHIPOTLE as a trademark for its prepared
18 chicken entrée items is likely to cause confusion, mistake, or to deceive consumers
19 as to the affiliation, connection, or association of Sweetgreen's CHIPOTLE
20 chicken items and Chipotle, or as to the origin, sponsorship, or approval of
21 Sweetgreen's CHIPOTLE chicken items by Plaintiff.

22 57. Sweetgreen's use of CHIPOTLE in connection with its prepared
23 chicken entrée constitutes trademark infringement, unfair competition, and false
24 designation of origin in violation of Section 43(c) of the Lanham Act, 15 U.S.C.
25 § 1125(c).

26 58. By reason of Sweetgreen's acts as alleged above, Chipotle has
27 suffered and will continue to suffer monetary damages and irreparable harm to the
28 value and goodwill of the CHIPOTLE® Marks, as well as irreparable harm to

1 Chipotle's business, goodwill, and reputation. Chipotle has no adequate remedy at
2 law because damage to its goodwill and reputation are continuing and difficult to
3 ascertain.

4 59. Sweetgreen's continued use of the CHIPOTLE mark is deliberate,
5 willful, fraudulent, and constitutes a knowing infringement of the CHIPOTLE®
6 Marks.

7 **FOURTH CLAIM FOR RELIEF**

8 **(Unfair Competition under California Law)**

9 60. Chipotle incorporates the preceding paragraphs as though set forth
10 fully herein.

11 61. Sweetgreen's acts of trademark infringement and false designation
12 of origin constitute unfair competition with Chipotle under the common law and
13 statutory laws of the State of California, particularly California Business &
14 Professions Code § 17200, et seq.

15 62. Sweetgreen's conduct is unfair because it allows Sweetgreen to
16 benefit unjustly by virtue of the goodwill and reputation associated with Chipotle,
17 its CHIPOTLE® Marks, and its goods and services. Sweetgreen has intentionally
18 violated, and continues to violate, Chipotle's rights in the CHIPOTLE® Marks and
19 related commercial benefits.

20 63. Sweetgreen is willfully and deliberately misleading the public by
21 using in commerce reproductions, counterfeits, copies and/or colorable imitations
22 of Chipotle's famous CHIPOTLE® Marks.

23 64. Sweetgreen's conduct is likely to confuse the public as to whether
24 Sweetgreen's goods and services are somehow related to, or approved or
25 sponsored by, Chipotle or vice versa; or that Sweetgreen is the senior use of the
26 CHIPOTLE® mark and that Chipotle is improperly using, copying, or infringing
27 Sweetgreen's mark.

28 65. As a direct, proximate, and foreseeable result of Sweetgreen's

1 wrongful conduct, Sweetgreen has derived and received, and will continue to
2 derive and receive, gains, profits, and advantages from its unfair competition in an
3 amount that is not presently known to Chipotle.

4 66. By reason of Sweetgreen's wrongful acts as alleged in this
5 Complaint, Chipotle has suffered and will continue to suffer monetary damages.

6 67. Chipotle and the public have been, and continue to be, irreparably
7 damaged by violation of California common law and statutory law, and Chipotle
8 has no adequate remedy at law because damage to its goodwill and reputation are
9 continuing and difficult to ascertain. Unless enjoined, Sweetgreen's unlawful
10 conduct will continue, further injuring Chipotle and confusing the public.

11 **JURY DEMAND**

12 68. Chipotle demands a trial by jury of all issues so triable.

13 **PRAYER FOR RELIEF**

14 WHEREFORE, Chipotle requests that the Court enter Judgment in its favor
15 as follows:

16 1. Granting temporary, preliminary, and permanent injunctive relief
17 enjoining Sweetgreen and each of its affiliates, subsidiaries, officers, directors,
18 agents, servants, and employees, and all others aiding, abetting, or acting in concert
19 therewith, from:

20 A. using the mark CHIPOTLE, or any other mark confusingly
21 similar thereto, in connection with the promotion of its
22 restaurant services, sale, or offer of sale of prepared food items;
23 and

24 B. otherwise competing unfairly or committing any acts likely to
25 confuse the public into believing that Sweetgreen or any of
26 Sweetgreen's products are associated, affiliated, or sponsored
27 by Chipotle or are authorized by Chipotle, in whole or in part,
28 in any way.

