

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD**

In the Matter of U.S. Trademark Application
Serial No. 77/399,921
Published in the Official Gazette on July 22, 2008

WEIGHT WATCHERS INTERNATIONAL,
INC.

Opposer,

v.

Opposition No. 91185995

PROACTIVE PROGRESS, LLC.

Applicant.

APPLICANT'S ANSWER

Applicant Proactive Progress, LLC. ("PROACTIVE PROGRESS" or "Applicant"), by its attorney, Charles S. Sara of DeWitt Ross & Stevens S.C., submits the following Answer to Opposer WEIGHT WATCHERS INTERNATIONAL, INC.. ("WEIGHT WATCHERS" or "Opposer") Notice of Opposition (the "Notice").

Applicant responds as follows to the numbered paragraphs of WEIGHT WATCHERS' Notice:

1. Answering paragraphs 1 of the Notice, Applicant admits the allegations.
2. Answering paragraph 2 of the Notice, Applicant does not have sufficient knowledge or information to form a belief as to the truth of the allegations and accordingly denies the allegations.
3. Answering paragraphs 3 and 4, Applicant acknowledges certain attached Exhibits to the Notice. However, Applicant does not have sufficient knowledge or



10-06-2008

information to form a belief as to the truth of the allegations and accordingly denies the allegations.

4. Answering paragraphs 5 and 6, Applicant does not have sufficient knowledge or information to form a belief as to the truth of the allegations and accordingly denies the allegations.

5. Answering paragraph 7, Applicant acknowledges certain attached Exhibits to the Notice. However, Applicant still does not have sufficient knowledge or information to form a belief as to the truth of the allegations and accordingly denies the allegations.

6. Answering paragraph 8, Applicant does not have sufficient knowledge or information to form a belief as to the truth of the allegations and accordingly denies the allegations.

7. Answering paragraph 9, Applicant admits the allegations.

8. Answering paragraphs 10-13, Applicant denies the allegations.

AFFIRMATIVE DEFENSES:

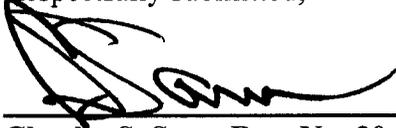
9. Applicant further alleges that the term "POINTS" is highly diluted as a trademark formative, and hence weak, and Opposer's purported rights extend no further than to the specific marks which Opposer alleges it owns, none of which are the same, or confusingly similar, to Applicant's mark. It is to be noted that Opposer's registered and pending marks cover International Classes outside of Applicant's International Class.

WHEREFORE, Applicant respectfully requests that the Notice of Opposition be dismissed and denied, with prejudice, and that the application serial number 77/399,921 be allowed to proceed to registration. Please recognize Charles S. Sara and the firm

Dewitt Ross & Stevens, 2 E. Mifflin Street, Suite 600, Madison, Wisconsin 53703-2865,
as attorneys for Applicant in this proceeding. Please address all communications to
Charles S. Sara at the address listed below.

Dated this 3rd day of October, 2008

Respectfully submitted,



Charles S. Sara, Reg. No. 30,492
Attorneys for Applicant
DeWITT ROSS & STEVENS, S.C.
2 E. Mifflin Street, 6th Floor
Madison, Wisconsin 53703-2865
Telephone: (608) 255-8891
Facsimile: (608) 252-9243

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing Applicant's Answer to Opposer's Notice of Opposition is being mailed via first class mail, postage pre-paid, to:

Baila H. Caledonia, Esquire
Sujata Chaudhri, Esquire
Cowan, Liebowitz & Latman, P.C.
1133 Avenue of the Americas
New York, NY 10036

on the 3rd day of October, 2008.



Sherri L. Barsness