

ESTTA Tracking number: **ESTTA604217**

Filing date: **05/14/2014**

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

Proceeding	91186148
Party	Defendant The Great Atlantic & Pacific Tea Company, Inc.
Correspondence Address	ARLANA S COHEN COWAN LIEBOWITZ & LATMAN PC 1133 AVENUE OF THE AMERICAS NEW YORK, NY 10036-6710 UNITED STATES asc@cll.com, mgg@cll.com, trademark@cll.com, sbi@cll.com, jaj@cll.com, rje@cll.com, spc@cll.com
Submission	Testimony For Defendant
Filer's Name	Arlana S. Cohen
Filer's e-mail	asc@cll.com
Signature	/Arlana S. Cohen/
Date	05/14/2014
Attachments	Warren Notice of Filing Trial Testimony (Non-Confidential) Part 2 of 3.pdf(5634160 bytes)

Int. Cl.: 1

Prior U.S. Cls.: 1, 5, 6, 10, 26, and 46

United States Patent and Trademark Office

Reg. No. 3,121,198

Registered July 25, 2006

TRADEMARK
PRINCIPAL REGISTER

GREEN MISSION

WHOLE FOODS MARKET IP, L.P. (DELAWARE
LIMITED PARTNERSHIP)
550 BOWIE STREET, 6TH FLOOR
AUSTIN, TX 78703

THE MARK CONSISTS OF STANDARD CHAR-
ACTERS WITHOUT CLAIM TO ANY PARTICULAR
FONT, STYLE, SIZE, OR COLOR.

FOR: COMPOST, IN CLASS 1 (U.S. CLS. 1, 5, 6, 10,
26 AND 46).

SN 76-575,487, FILED 2-17-2004.

FIRST USE 10-0-2004; IN COMMERCE 10-0-2004.

BILL DAWE, EXAMINING ATTORNEY

APPLICANT'S EXHIBIT **EE**
PUBLIX v. THE GREAT ATLANTIC &
PACIFIC TEA COMPANY
Opp. No. 91186148 and Opp. No. 91186863

WFM0008



compost

...because a rind is a terrible thing to waste!

This bag of compost is turning produce, food and waxed cardboard waste from Whole Foods Market® into a useful product. Food comes from soil, its wastes get composted, then the compost goes back to the soil. By implementing a full-scale food composting program, WE CLOSE THE LOOP.



We put our waste to work.

APPLICANT'S EXHIBIT
PUBLIX v. THE GREAT ATLANTIC &
PACIFIC TEA COMPANY
Opp. No. 91186148 and Opp. No. 91186863

Through our Green Mission program, we focus on composting and recycling in all of our stores. Our composting efforts resulted in this bag of soil and kept cardboard and plastic out of the waste stream. Here are some other ways Whole Foods Market® contributes to a greener environment:

We COMPOST 7,280,000 pounds of food waste per year

We RECYCLE 2,190,000 pounds of glass, plastic & aluminum

and 3,770,000 pounds of cardboard per year

Our new stores are built using RECYCLED and SUSTAINABLE building materials

We have 3 SOLAR-POWERED stores in Southern California

3 Dry Quarts
6.7 lbs



THIS BAG OF COMPOST IS MADE FROM PRODUCE, FOOD AND WAXED CARDBOARD FROM WHOLE FOODS MARKET® STORES. WITH OUR FULL-SCALE COMPOSTING PROGRAM, WE HELP A NATURAL CYCLE COME FULL CIRCLE: FOOD COMES FROM SOIL, FOOD WASTES GET COMPOSTED, COMPOST IS USED ON SOIL, THEN FOOD IS GROWN FROM THAT SOIL. OUR COMPOSTING EFFORTS RESULTED IN THIS BAG OF SOIL AND KEPT COMPOSTED ITEMS OUT OF THE WASTE STREAM.



WE PUT OUR WASTE TO WORK

THROUGH OUR GREEN MISSION PROGRAM, WE FOCUS ON COMPOSTING AND RECYCLING IN OUR STORES. WE COMPOST MILLIONS OF POUNDS OF FOOD WASTE AND CARDBOARD. FOUR STORES ARE BUILT USING RECYCLED AND SUSTAINABLE BUILDING MATERIALS. MANY OF OUR STORES ARE NOW SOLAR OR WIND POWERED, AND MORE ARE BEING ADDED EACH YEAR.

green
MISSION 



THIS BAG OF COMPOST IS MADE FROM PRODUCE, FOOD AND
 WAXED CARDBOARD FROM WHOLE FOODS MARKET STORES.
 WITH OUR FULL-SCALE COMPOSTING PROGRAM, WE HELP A NATURAL CYCLE COME FULL CIRCLE.
 FOOD COMES FROM SOIL. FOOD WASTES GET COMPOSTED, COMPOST IS INCORPORATED
 INTO SOIL. THEN FOOD IS ONCE AGAIN GROWN FROM THAT SOIL. OUR COMPOSTING
 EFFORTS RESULTED IN THIS BAG OF BENEFICIAL SOIL ADDITIVE.
 WE HELPED RECYCLE COMPOSTABLE ITEMS OUT OF THE WASTE STREAM.



WE PUT OUR WASTE TO WORK

- THROUGH OUR GREEN MISSION PROGRAM, WE FOCUS ON COMPOSTING AND RECYCLING IN OUR STORES.
- WE COMPOST MILLIONS OF POUNDS OF FOOD WASTE AND CARDBOARD EACH YEAR.
- OUR STORES ARE BUILT USING RECYCLED AND SUSTAINABLE BUILDING MATERIALS.
- MANY OF OUR STORES ARE NOW SOLAR OR WIND POWERED, AND MORE ARE BEING ADDED EACH YEAR.

WFM0069



...SOIL. OUR COMPOSTING
EFFORTS RESULTED IN THIS BAG OF BENEFICIAL SOIL ADDITIVE AND
HELPED RECYCLE COMPOSTABLE ITEMS OUT OF THE WASTE STREAM



WE PUT OUR WASTE TO WORK

- THROUGH OUR GREEN MISSION PROGRAM, WE FOCUS ON COMPOSTING AND RECYCLING IN OUR STORES.
- WE COMPOST MILLIONS OF POUNDS OF FOOD WASTE AND CARDBOARD EACH YEAR.
- OUR STORES ARE BUILT USING RECYCLED AND SUSTAINABLE BUILDING MATERIALS
- MANY OF OUR STORES ARE NOW SOLAR OR WIND POWERED, AND MORE ARE BEING ADDED EACH YEAR.

Green
MISSION

WFM0070



Entrance

Store Hours: 10am - 10pm Everyday

Entrance

Store Hours: 10am - 10pm Everyday

LOCAL

LOCAL
 BASIL \$5.99
 CILANTRO \$3.99
 ROSEMARY \$3.99

LOCAL
 HELEDDUM \$3.99
 CUCUMBER \$3.99
 GUARDO TOMATO \$3.99

LOCAL
 LARGE BASIL \$5.99
 SMALL BASIL \$2.99
 OREGANO \$1.99
 CALABASSO \$1.99
 CUCUMBER \$2.99
 EVE \$2.99

COMPOST \$4.99
 POTTING SOIL \$4.99
 ORGANIC POTTING SOIL \$6.99
 ROSE PLANTING MIX \$6.99

LOCAL
 GREAT BASIL \$2.99
 CHAMBERLAIN \$2.99
 OREGANO \$2.99
 PARSLEY \$2.99
 HERBS \$2.99

LOCAL
 JALAPENO \$1.99
 SERRANO PEPPER \$1.99
 OREGANO \$1.99

APPLICANT'S EXHIBIT 55
 PUBLIX v. THE GREAT ATLANTIC &
 PACIFIC TEA COMPANY
 Opp. No. 91186148 and Opp. No. 91186863



Green's
potting soil

compost

WHITNEY FARM
Rose Planting Mix

EDNA'S BEST
POTTING SOIL

E.B. Stone ORGANICS

Green's
potting soil

compost

WHITNEY FARM

EDNA'S BEST
POTTING SOIL

E.B. Stone ORGANICS

SOIL
ORGANIC POTTING
CONVENTION
POTTING SOIL &
WFM GREEN MISSION.COM
EARTHWORK CASHIER

THIS BAG OF
POTTING SOIL
FROM WHOLE
FOODS MARKET

THIS BAG OF POTTING SOIL
FROM WHOLE FOODS MARKET

THIS BAG OF COMPOST
FROM WHOLE FOODS MARKET

WFM0067

Combined Declaration of Use and Incontestability under Sections 8 & 15

The table below presents the data as entered.

Input Field	Entered
REGISTRATION NUMBER	3121198
REGISTRATION DATE	07/25/2006
SERIAL NUMBER	76575487
MARK SECTION	
MARK	GREEN MISSION
ATTORNEY SECTION (current)	
NAME	Christopher L. Graff
FIRM NAME	PIRKEY BARBER LLP
STREET	600 CONGRESS AVENUE, SUITE 2120
CITY	AUSTIN
STATE	Texas
POSTAL CODE	78701
COUNTRY	United States
PHONE	512-322-5200
FAX	512-322-5201
EMAIL	tmcentral@pirkeybarber.com
AUTHORIZED TO COMMUNICATE VIA E-MAIL	Yes
ATTORNEY SECTION (proposed)	
NAME	Christopher L. Graff
FIRM NAME	Pirkey Barber PLLC
STREET	600 CONGRESS AVENUE, SUITE 2120
CITY	AUSTIN
STATE	Texas

HH
APPLICANT'S EXHIBIT
PUBLIX v. THE GREAT ATLANTIC &
PACIFIC TEA COMPANY
Opp. No. 91186148 and Opp. No. 91186863

POSTAL CODE	78701
COUNTRY	United States
PHONE	512-322-5200
FAX	512-322-5201
EMAIL	tmcentral@pirkeybarber.com
AUTHORIZED TO COMMUNICATE VIA E-MAIL	Yes
DOCKET/REFERENCE NUMBER	WFMI508US
OTHER APPOINTED ATTORNEY	all other attorneys at Pirkey Barber PLLC
CORRESPONDENCE SECTION (current)	
NAME	CHRISTOPHER L GRAFF
FIRM NAME	PIRKEY BARBER LLP
STREET	600 CONGRESS AVENUE, SUITE 2120
CITY	AUSTIN
STATE	Texas
POSTAL CODE	78701
COUNTRY	United States
PHONE	512-322-5200
FAX	512-322-5201
EMAIL	tmcentral@pirkeybarber.com
AUTHORIZED TO COMMUNICATE VIA E-MAIL	Yes
CORRESPONDENCE SECTION (proposed)	
NAME	Christopher L. Graff
FIRM NAME	Pirkey Barber PLLC
STREET	600 CONGRESS AVENUE, SUITE 2120
CITY	AUSTIN
STATE	Texas
POSTAL CODE	78701
COUNTRY	United States
PHONE	512-322-5200

FAX	512-322-5201
EMAIL	tmcentral@pirkeybarber.com
AUTHORIZED TO COMMUNICATE VIA E-MAIL	Yes
DOCKET/REFERENCE NUMBER	WFMI508US
GOODS AND/OR SERVICES SECTION	
INTERNATIONAL CLASS	001
GOODS OR SERVICES	Compost
SPECIMEN FILE NAME(S)	<u>\\TICRS\EXPORT16\IMAGEOUT 16\765\754\76575487\xml1\ 8150002.JPG</u>
	<u>\\TICRS\EXPORT16\IMAGEOUT 16\765\754\76575487\xml1\ 8150003.JPG</u>
	<u>\\TICRS\EXPORT16\IMAGEOUT 16\765\754\76575487\xml1\ 8150004.JPG</u>
SPECIMEN DESCRIPTION	photos showing the mark in use on product packaging
OWNER SECTION (current)	
NAME	Whole Foods Market IP, L.P.
STREET	550 Bowie Street, 6th Floor
CITY	Austin
STATE	Texas
ZIP/POSTAL CODE	78703
COUNTRY	United States
LEGAL ENTITY SECTION (current)	
TYPE	limited partnership
STATE/COUNTRY WHERE LEGALLY ORGANIZED	Delaware
LEGAL ENTITY SECTION (proposed)	
TYPE	limited partnership
STATE/COUNTRY WHERE LEGALLY ORGANIZED	Delaware
NAME OF ALL GENERAL PARTNERS, ACTIVE MEMBERS, INDIVIDUAL, TRUSTEES, OR EXECUTORS, AND CITIZENSHIP/ INCORPORATION	WFM IP Management, Inc., a Delaware corporation

PAYMENT SECTION	
NUMBER OF CLASSES	1
NUMBER OF CLASSES PAID	1
SUBTOTAL AMOUNT	300
GRACE PERIOD	100
TOTAL FEE PAID	400
SIGNATURE SECTION	
SIGNATURE	/roberta lang/
SIGNATORY'S NAME	Roberta Lang
SIGNATORY'S POSITION	President
DATE SIGNED	01/18/2013
SIGNATORY'S PHONE NUMBER	512-322-5200
PAYMENT METHOD	CC
FILING INFORMATION	
SUBMIT DATE	Fri Jan 18 15:04:48 EST 2013
TEAS STAMP	USPTO/S08N15-66.193.119.2 30-20130118150448925562-3 121198-490b8d57b266023d09 d639ff0b5f827dd37-CC-1675 -20130118135913883641

**Combined Declaration of Use and Incontestability under Sections 8 & 15
To the Commissioner for Trademarks:**

REGISTRATION NUMBER: 3121198

REGISTRATION DATE: 07/25/2006

MARK: GREEN MISSION

The owner, Whole Foods Market IP, L.P., a limited partnership legally organized under the laws of Delaware, comprising of WFM IP Management, Inc., a Delaware corporation, having an address of
550 Bowie Street, 6th Floor
Austin, Texas 78703
United States

is filing a Combined Declaration of Use and Incontestability under Sections 8 & 15.

For International Class 001, the mark is in use in commerce on or in connection with **all** of the goods or services listed in the existing registration for this specific class: Compost; **and** the mark has been continuously used in commerce for five (5) consecutive years after the date of registration, or the date of publication under Section 12(c), and is still in use in commerce on or in connection with **all** goods or services listed in the existing registration for this class. Also, no final decision adverse to the owner's claim of ownership of such mark for those goods or services exists, or to the owner's right to register the same or to keep the same on the register; and, no proceeding involving said rights pending and not disposed of in either the U.S. Patent and Trademark Office or the courts exists.

The owner is submitting one specimen for this class showing the mark as used in commerce on or in connection with any item in this class, consisting of a(n) photos showing the mark in use on product packaging.

[Specimen File1](#)

[Specimen File2](#)

[Specimen File3](#)

The registrant's current Attorney Information: Christopher L. Graff of PIRKEY BARBER LLP
600 CONGRESS AVENUE, SUITE 2120
AUSTIN, Texas (TX) 78701
United States

The registrant's proposed Attorney Information: Christopher L. Graff of Pirkey Barber PLLC
600 CONGRESS AVENUE, SUITE 2120
AUSTIN, Texas (TX) 78701
United States

The docket/reference number is WFMI508US.

The Other Appointed Attorney(s): all other attorneys at Pirkey Barber PLLC.

The phone number is 512-322-5200.

The fax number is 512-322-5201.

The email address is tmcentral@pirkeybarber.com.

The registrant's current Correspondence Information: CHRISTOPHER L GRAFF of PIRKEY BARBER LLP

600 CONGRESS AVENUE, SUITE 2120
AUSTIN, Texas (TX) 78701
United States

The registrant's proposed Correspondence Information: Christopher L. Graff of Pirkey Barber PLLC

600 CONGRESS AVENUE, SUITE 2120
AUSTIN, Texas (TX) 78701
United States

The docket/reference number is WFMI508US.

The phone number is 512-322-5200.

The fax number is 512-322-5201.

The email address is tmcentral@pirkeybarber.com.

A fee payment in the amount of \$400 will be submitted with the form, representing payment for 1 class(es), plus any additional grace period fee, if necessary.

Declaration

The mark is in use in commerce on or in connection with the goods and/or services identified above, as evidenced by the attached specimen(s) showing the mark as used in commerce. The mark has been in continuous use in commerce for five (5) consecutive years after the date of registration, or the date of publication under Section 12(c), and is still in use in commerce. There has been no final decision adverse to the owner's claim of ownership of such mark, or to the owner's right to register the same or to keep the same on the register; and there is no proceeding involving said rights pending and not disposed of either in the U.S. Patent and Trademark Office or in the courts.

The undersigned being hereby warned that willful false statements and the like are punishable by fine or imprisonment, or both, under 18 U.S.C. Section 1001, and that such willful false statements and the like may jeopardize the validity of this document, declares that he/she is properly authorized to execute this document on behalf of the Owner; and all statements made of his/her own knowledge are true and that all statements made on information and belief are believed to be true.

Signature: /roberta lang/ Date: 01/18/2013

Signatory's Name: Roberta Lang

Signatory's Position: President

Signatory's Phone Number: 512-322-5200

A&P 002488

Mailing Address (current):

PIRKEY BARBER LLP
600 CONGRESS AVENUE, SUITE 2120
AUSTIN, Texas 78701

Mailing Address (proposed):

Pirkey Barber PLLC
600 CONGRESS AVENUE, SUITE 2120
AUSTIN, Texas 78701

Serial Number: 76575487

Internet Transmission Date: Fri Jan 18 15:04:48 EST 2013

TEAS Stamp: USPTO/S08N15-66.193.119.230-201301181504

48925562-3121198-490b8d57b266023d09d639f

f0b5f827dd37-CC-1675-2013011813591388364

1

Compost

THE BAG OF COMPOST IS MADE FROM RECYCLED
MAILED CARDBOARD FROM WHOLE FOODS MARKET STORES.
THROUGH OUR FULL-SCALE COMPOSTING PROGRAM, WE HELP A NATURAL CYCLE COME TO LIFE.
IT BEGINS WITH SOIL, FOOD WASTES GET COMPOSTED, COMPOST IS THEN USED TO GROW
OTHER FOOD IS ONCE AGAIN GROWN FROM THAT SOIL. OUR COMPOSTING PROGRAM
HAS RESULTED IN THIS BAG OF BENEFICIAL SOIL.
WE RECYCLE COMPOSTABLE ITEMS OUT OF THE WASTE

WE PUT OUR WASTE TO WORK


THROUGH OUR FULL-SCALE COMPOSTING PROGRAM, WE HELP A NATURAL CYCLE COME TO LIFE.
IT BEGINS WITH SOIL, FOOD WASTES GET COMPOSTED, COMPOST IS THEN USED TO GROW
OTHER FOOD IS ONCE AGAIN GROWN FROM THAT SOIL. OUR COMPOSTING PROGRAM
HAS RESULTED IN THIS BAG OF BENEFICIAL SOIL.

Compost

throughout our stores

www.wholefoodsmark

YARD TRIMMINGS AND FOREST
AND NO STEER MANURE.

se recycle this bag.  LOPE

green 
MISSION TM





ROUTING SHEET TO POST REGISTRATION (PRU)

Registration Number: 3121198



Serial Number: 76575487



RAM Sale Number: 1675

RAM Accounting Date: 20130122

Total Fees: \$400

Note: Process in accordance with Post Registration Standard Operating Procedure (SOP)

<u>Transaction</u>	<u>Fee Code</u>	<u>Transaction Date</u>	<u>Fee per Class</u>	<u>Number of Classes</u>	<u>Number of Classes Paid</u>	<u>Total Fee</u>
§8 affidavit	7205	20130118	\$100	1	1	\$100
§15 affidavit	7208	20130118	\$200	1	1	\$200
Grace period combined §8 & 15	7206	20130118	\$100	1	1	\$100

Physical Location: 900 - FILE REPOSITORY (FRANCONIA)

Lost Case Flag: False

In TICRS (AM-FLG-IN-TICRS): True

Transaction Date: 20130118



Int. Cl.: 21

Prior U.S. Cls.: 2, 13, 23, 29, 30, 33, 40 and 50

United States Patent and Trademark Office

Reg. No. 3,264,496

Registered July 17, 2007

**TRADEMARK
PRINCIPAL REGISTER**

GREEN MISSION

WHOLE FOODS MARKET IP, L.P. (DELAWARE
LIMITED PARTNERSHIP)
6TH FLOOR
550 BOWIE STREET
AUSTIN, TX 78703

OWNER OF U.S. REG. NO. 3,121,198.

FOR: PAPER PLATES; PAPER BOWLS, IN CLASS
21 (U.S. CLS. 2, 13, 23, 29, 30, 33, 40 AND 50).

NO CLAIM IS MADE TO THE EXCLUSIVE
RIGHT TO USE "GREEN", APART FROM THE
MARK AS SHOWN.

FIRST USE 10-29-2005; IN COMMERCE 11-10-2005.

SER. NO. 78-812,265, FILED 2-10-2006.

THE MARK CONSISTS OF STANDARD CHAR-
ACTERS WITHOUT CLAIM TO ANY PARTICULAR
FONT, STYLE, SIZE, OR COLOR.

SCOTT SISUN, EXAMINING ATTORNEY

APPLICANT'S EXHIBIT **II**
PUBLIX v. THE GREAT ATLANTIC &
PACIFIC TEA COMPANY
Opp. No. 91186148 and Opp. No. 91186863

WFM0005

COMPOSTABLE • PLEASE DON'T LITTER • COMPOSTABLE
PLEASE DON'T LITTER • COMPOSTABLE • PLEASE DON'T LITTER
COMPOSTABLE • PLEASE DON'T LITTER • COMPOSTABLE
PLEASE DON'T LITTER • COMPOSTABLE • PLEASE DON'T LITTER
COMPOSTABLE • PLEASE DON'T LITTER • COMPOSTABLE
PLEASE DON'T LITTER • COMPOSTABLE • PLEASE DON'T LITTER

15 pk



Green MISSION

PICNIC & PARTY

COMPOSTABLE BOWLS

15 pk • 6-inch (15 oz) bowls

GMO-Free

Made from 90% Sugar Cane Pulp, 10% Tree Pulp

Premium Strength • Leak & Cut Resistant

Microwave Safe • Compostable when shredded



0 85692 00054 15

Made in China • Distributed by Whole Foods Market • Austin, TX 78703 • www.wholefoodsmarket.com

COMPOSTABLE • PLEASE DON'T LITTER • COMPOSTABLE
PLEASE DON'T LITTER • COMPOSTABLE • PLEASE DON'T LITTER
COMPOSTABLE • PLEASE DON'T LITTER • COMPOSTABLE
PLEASE DON'T LITTER • COMPOSTABLE • PLEASE DON'T LITTER
COMPOSTABLE • PLEASE DON'T LITTER • COMPOSTABLE
PLEASE DON'T LITTER • COMPOSTABLE • PLEASE DON'T LITTER

6-inch

WFM0053

WHOLE
FOODS

StreeM
MISSION

PICNIC & PARTY

COMPOSTABLE BOWLS

15 pk • 6-inch (15 oz) bowls

GMO-Free

Made from 90% Sugar Cane Pulp, 10% Tree Pulp

Premium Strength • Leak & Cut Resistant

Microwave Safe • Compostable when shredded



Made in China • Distrib

www.wholefoodsmarket.com

WFM0054

COMPOSTABLE • PLEASE DON'T LITTER • COMPOSTABLE
PLEASE DON'T LITTER • COMPOSTABLE • PLEASE DON'T LITTER
COMPOSTABLE • PLEASE DON'T LITTER • COMPOSTABLE
PLEASE DON'T LITTER • COMPOSTABLE • PLEASE DON'T LITTER
COMPOSTABLE • PLEASE DON'T LITTER • COMPOSTABLE
PLEASE DON'T LITTER • COMPOSTABLE • PLEASE DON'T LITTER

15pk



PICNIC & PARTY

COMPOSTABLE BOWLS

15 pk • 6-inch (1.5 oz) bowls

GMO-Free

Made from 98% Sugar Cane Pulp, 10% Tree Pulp

Premium Strength • Leak & Cut Resistant

Microwave Safe • Compostable when shredded



0 85692 00054 5

Made in China • Distributed by Whole Foods Market • Austin, TX 78703 • www.wholefoodsmarket.com

COMPOSTABLE • PLEASE DON'T LITTER • COMPOSTABLE
PLEASE DON'T LITTER • COMPOSTABLE • PLEASE DON'T LITTER
COMPOSTABLE • PLEASE DON'T LITTER • COMPOSTABLE
PLEASE DON'T LITTER • COMPOSTABLE • PLEASE DON'T LITTER
COMPOSTABLE • PLEASE DON'T LITTER • COMPOSTABLE
PLEASE DON'T LITTER • COMPOSTABLE • PLEASE DON'T LITTER

6inch

Green
MISSION

PICNIC & PARTY

COMPOSTABLE PLATES

12 pk • 10-inch compostable plates

GMO-Free • Made from 50% sugar cane fiber • BPA-Free

Premium Strength • Leak & Cut Resistant • Microwave Safe

Compostable



Made in China • Distributed by

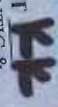
WFM0059

green

Compostable Plates



APPLICANT'S EXHIBIT
PUBLIX v. THE GREAT ATLANTIC &
PACIFIC TEA COMPANY
Opp. No. 91186148 and Opp. No. 91186863



WFM0060

United States of America

United States Patent and Trademark Office

GREEN MISSION

Reg. No. 4,197,402

Registered Aug. 28, 2012

Int. Cl.: 3

TRADEMARK

PRINCIPAL REGISTER

WHOLE FOODS MARKET IP, L.P. (DELAWARE LIMITED PARTNERSHIP)
550 BOWIE STREET, 6TH FLOOR
AUSTIN, TX 78703

FOR: HOUSEHOLD CLEANING PREPARATIONS, LAUNDRY DETERGENT, FABRIC SOFTENERS, DISHWASHING PREPARATIONS, ALL-PURPOSE CLEANING PREPARATIONS, TOILET CLEANING PREPARATIONS, PRE-MOISTENED DISPOSABLE HOUSEHOLD CLEANING WIPES, ALL BEING ENVIRONMENTALLY FRIENDLY, IN CLASS 3 (U.S. CLS. 1, 4, 6, 50, 51 AND 52).

FIRST USE 9-0-2011; IN COMMERCE 9-0-2011.

THE MARK CONSISTS OF STANDARD CHARACTERS WITHOUT CLAIM TO ANY PARTICULAR FONT, STYLE, SIZE, OR COLOR.

OWNER OF U.S. REG. NOS. 3,121,198, 3,264,496, AND 4,075,113.

NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "GREEN", APART FROM THE MARK AS SHOWN.

SER. NO. 85-477,449, FILED 11-21-2011.

RAUL CORDOVA, EXAMINING ATTORNEY



David J. Kappas

Director of the United States Patent and Trademark Office

APPLICANT'S EXHIBIT **LL**
PUBLIX v. THE GREAT ATLANTIC &
PACIFIC TEA COMPANY
Opp. No. 91186148 and Opp. No. 91186863

APPLICANT'S EXHIBIT **MM**
 PUBLIX v. THE GREAT ATLANTIC &
 PACIFIC TEA COMPANY
 Opp. No. 91186148 and Opp. No. 91186863



United States of America

United States Patent and Trademark Office

GREEN MISSION

Reg. No. 4,075,113

Registered Dec. 20, 2011

Int. Cl.: 16

TRADEMARK

PRINCIPAL REGISTER

WHOLE FOODS MARKET IP, L.P. (DELAWARE LIMITED PARTNERSHIP)
550 BOWIE STREET, 6TH FLOOR
AUSTIN, TX 78703

FOR: PAPER TOWELS; BATHROOM TISSUE, IN CLASS 16 (U.S. CLS. 2, 5, 22, 23, 29, 37, 38 AND 50).

FIRST USE 2-0-2011; IN COMMERCE 2-0-2011.

THE MARK CONSISTS OF STANDARD CHARACTERS WITHOUT CLAIM TO ANY PARTICULAR FONT, STYLE, SIZE, OR COLOR.

OWNER OF U.S. REG. NOS. 3,121,198 AND 3,264,496.

NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "GREEN", APART FROM THE MARK AS SHOWN.

SN 85-163,591, FILED 10-28-2010.

WENDY JUN, EXAMINING ATTORNEY



David J. Kappas

Director of the United States Patent and Trademark Office

APPLICANT'S EXHIBIT **NW**
PUBLIX v. THE GREAT ATLANTIC &
PACIFIC TEA COMPANY
Opp. No. 91186148 and Opp. No. 91186863

WFM0002



♻️ 100% RECYCLED PAPER ♻️

IT'S A PAPER TOWEL REVOLUTION!



Join! OUR GREEN MISSION



APPLICANT'S EXHIBIT 
PUBLIX v. THE GREAT ATLANTIC &
PACIFIC TEA COMPANY
Opp. No. 91186148 and Opp. No. 91186863

3 JUMBO ROLLS

135 - 2 PLY SHEETS PER ROLL
11 IN X 6 IN (27.9cm x 15.2cm) EACH SHEET • 185.63 SQ FT (17.2m²) TOTAL AREA

480 L EGGES W/ FIBRE
green
MISSION

♻️ 100% RECYCLED PAPER ♻️

IT'S A BATH TISSUE
REVOLUTION!



Join! OUR GREEN MISSION

12 ROLLS

218-2 PLY SHEETS PER ROLL
4 IN X 4 IN (10.2cm X 10.2cm) • 290.66 SQ FT (27.00m²) TOTAL AREA



Whole Foods Market's
Green Mission Report

2012

APPLICANT'S EXHIBIT **PP**
PUBLIX v. THE GREAT ATLANTIC &
PACIFIC TEA COMPANY
Opp. No. 91186148 and Opp. No. 91186863

**WHOLE
FOODS**
MARKET

WFM0071

Contents

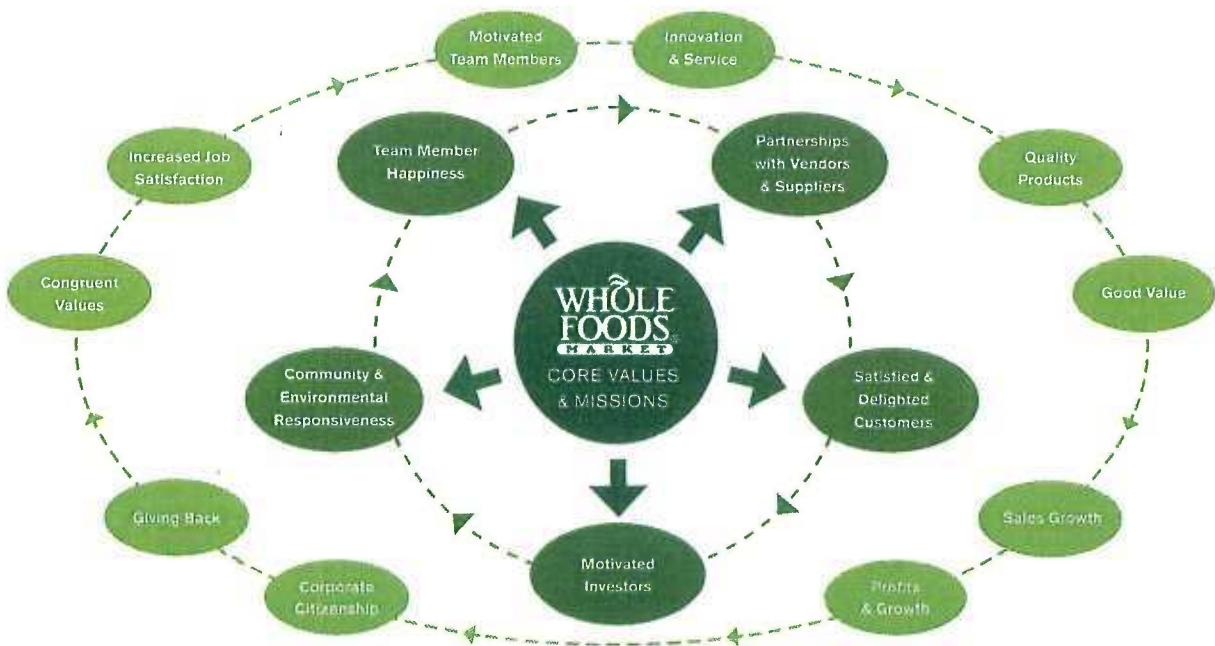
Whole Foods Market's Green Mission	2
Highlights from 2010/2011	5
Organic and Natural Foods	7
We're a Certified Organic Retailer	10
Our Quality Standards	11
Our Whole Trade® Guarantee	12
Our Products	13
Produce	14
Floral	16
Meat	17
5-Step Animal Welfare Rating System	19
Seafood	20
Specialty Foods: Allegro Coffee	24
Grocery	26
Cleaning Products Standards & Eco-Scale	27
Wine	28
Whole Body	30
Our Green Mission	33
Waste Reduction	33
Responsible Packaging and Supplies	38
Renewable and Alternative Energy	41
Energy Conservation	42
Carbon Tracking and Reduction	44
Green Building and Design	45
LEED, Green Globes and GreenChill	48
Community Partnering	51
Local Producer Loan Program	52
Whole Planet Foundation®	53
Whole Kids Foundation™	56
Looking Ahead-Together	58

Whole Foods Market's Green Mission

For the last 31 years, Whole Foods Market has offered the highest quality natural and organic foods available while focusing on enhancing the experiences of our customers, Team Members, investors, local and global communities as well as the environment.

Our commitment to the environment is embraced as one of our Core Values, yet this dedication to a thriving, healthy planet is not confined to a few key topical areas.

The Whole Foods Market Conscious Business Model: Stakeholder Interdependence



We have long employed a stakeholder approach to managing our business, one that places the business within a system of exchanges, with myriad interdependencies. Just as we employ a systems approach to business, we view the world as a beautiful and complex system and as citizens of the world, hope to leave it a better place than the one we inherited.

This is our first Green Mission report. We think we tell many stories well, for example, how we help create and sustain a healthier food system by featuring a wide array of organic and natural products vetted by our rigorous Quality Standards; how we partner with our vendors and producers to ensure both mutual success and an abundance of customer choices; how we help customers and Team Members adopt a healthier approach to eating and lifestyles with our Health Starts Here education initiatives and prepared foods; and how we partner with our communities on a local, national and global level. Yet we haven't told all of these stories through the focused lens of our green mission and our role as a corporate citizen in a complex world.

Whole Foods Market operates with a decentralized business structure. Why mention this in a report on sustainability initiatives? Partly to help explain differ-

ences between us and other Fortune 500 companies. One of the guiding principles of Whole Foods Market is empowerment. We leave a lot of decisions up to our Team Members, our stores and our regions.

Our internal store departments, or teams, stores and regions innovate and compete within and amongst themselves while maintaining a great deal of autonomy, and we find that this helps create a company culture with an almost built-in innovation and idea replenishment system.

This creativity allows the entire business to address the continually changing competitive environment. We strive to maintain our decentralized structure even as we've grown, even when we've realized that centralizing many of our common functions might streamline core business processes and increase efficiencies. In summary, we balance the innovation and dexterity required in today's marketplace against possible cost-savings and an increasingly hierarchical and rules-bound business structure.

Our decentralized company structure, in part, explains our initial approach to reporting on our sustainability initiatives. We approach these efforts differently, too. Instead of a Director of Sustainabil-

ity or an Environmental Committee within the Board of Directors, environmental stewardship is built into individual jobs, teams, stores, and operating regions. Every Team Member has environmental responsibilities such as recycling and responsible energy use; most stores have a “Green Mission” team, and several of our regions devote part-time or full-time positions for Green Mission Specialists to educate Team Members and promote the company’s Green Mission goals.

Self-managed Green Mission task forces work on sustainability initiatives including packaging, energy reduction and waste diversion campaigns. A team of key leaders in several functional areas across the company coordinate and advocate the company’s main Green Mission goals. These individuals include the Global Vice Presidents of Store Development and Construction, Purchasing, Transportation and Logistics, as well as the Global Leader of Sustainable Engineering, Maintenance & Energy Management. Two of our Regional Presidents and several regional Green Mission Specialists round out the Green Mission Leadership Team. This non-standard approach has been effective in driving progress throughout the company in a voluntary or opt-in manner. And, to be perfectly transparent, because of this approach we also end up with gaps that we intend to address going forward.

This initial report will contain more qualitative than quantitative sustainability measures. Because of our decentralized business structure, data capture and regular reporting on some sustainability measures has yet to roll out in each of our 12 regions. Also, we’ve grown mainly by buying other companies and developing new stores that are unique to their setting and neighborhood, and not cookie cutter big boxes. This has made some of our meter synchronization and reporting more challenging. We are making great progress in capturing benchmark metrics, and look forward to reporting accurate electricity and refrigerants usage in 2013.

As with any debut effort, we are aware that opportunities for improvement on our reporting will present themselves over time, both with the report itself, and the business processes and thinking behind it. In this report we’ve done our best to highlight green mission programs or information that each of our stakeholders will find meaningful. With your constructive feedback, we can better tailor the information you wish to see from us in the future. As a learning organization, we very much look forward to continuing a dialogue with our stakeholders about the information that follows and our retail efforts in general.

Contact us:

greenmissionreport@wholefoods.com

Highlights from 2010/2011

In an innovative company long known for high quality products, excellent customer service and attention to our various stakeholder groups, Whole Foods Market has had a remarkable few years with our sustainable product programs and our community-focused and Green Mission efforts. Below we call out a few of these developments.

- In 2010, we partnered with Blue Ocean Institute and Monterey Bay Aquarium's Seafood Watch to provide seafood sustainability labeling for all wild-caught seafood not certified by the Marine Stewardship Council (MSC) to help our customers make more informed choices when they are purchasing fish and shellfish.

- In 2011, we rolled out Global Animal Partnership's (GAP) 5-Step Animal Welfare Rating™ program in each of our stores. We're the first retail grocer to debut this program, which provides customers with much greater transparency about the conditions under which food animals are raised and brought to market.



- As of June 2011, all health and beauty products sold in our stores that make organic claims must be certified by one of two sources: either the Agriculture Department's National Organic Program (NOP), which sets standards for food; or NSF International.

- Launched in 2011, our Eco-Scale rating system for cleaning products provides customers with additional information to make informed choices.

- In 2010, when Haiti was grappling with the after effects of the January earthquake, we increased our purchase of Whole Trade Haitian mangos by 40 percent; we expanded our efforts again in 2011.

- Our sales of Whole Trade™ products continue to grow and in 2011 resulted in more than \$740,000 in donations (up to 1% of sales) to Whole Planet Foundation™.

- In 2011, for the fifth year, Whole Foods Market purchased enough wind energy RECs (renewable energy credits) to offset the entire company's energy usage. We've also purchased wind energy RECs for 2012.

- In 2010, we announced the company's goal to reduce our energy usage by 25 percent per square foot by 2015, and we are making significant strides in reaching this goal. We reduced our electricity consumption by 6% per sq foot in 2011 from our baseline year of 2008, on our way to the 25% per foot reduction goal by 2015.

- We opened or retrofitted several stores or facilities in 2010 and 2011 that feature alternative energy system components like solar

panels, thermal massing and fuel cells. Many of these stores achieved LEED or Green Globes ratings. In addition, many have achieved GreenChill ratings.

- We launched our Whole Kids Foundation in July 2011 and have received more than \$2,000,000 in customer donations for our School Garden grants program; Whole Foods Market donated \$500,000 to the program in 2011.

- As of December 2011, Whole Planet Foundation™ has extended its reach into 50 countries; we've partnered with established micro-credit lending organizations in each nation to help lift people out of poverty.

We're excited to share some of the programs Whole Foods Market has developed to support our communities and the environment. We plan to report our progress annually and look forward to tracking our progress for many years to come.



Organic and Natural Foods

Whole Foods Market provides a retail sales outlet for thousands of organic and locally-produced items and was the first food retailer in the United States to address animal welfare and seafood sustainability issues in the supply chain.

We've done this in partnership with a variety of multi-stakeholder groups that include customers, vendors and non-profit and government agencies, depending on the issue of concern. We're very proud of the part we have played in leading positive change in the composition of food retailing and global citizenship for thirty years—and counting.

Supporting organic agriculture is among the most environmentally-friendly activities we undertake as a company. At its best, organic farming is a hopeful and mindful enterprise, practiced with compassion and empathy for the land and the creatures upon it.

In simple terms, organic agriculture:

Builds healthy soil rich with microorganisms and nutrients so it holds moisture, resists erosion and absorbs CO₂ to mitigate global warming.

Promotes biodiversity, reducing the danger of large-scale crop failure and plant disease.

Relies on natural methods of pest or disease prevention.

Preserves the integrity of meat and dairy products by prohibiting the use of antibiotics and artificial growth hormones.

Honors the role that domesticated food animals play in the cycle of life.

Protects the safety of food and the integrity of soil and crops by prohibiting the use of genetically modified organisms (GMOs).

Safeguards water quality by eliminating harmful runoff from artificial fertilizers and other toxic chemicals.

Saves energy through reduced reliance on fossil fuels, such as those used in the manufacture, distribution, and application of pesticides.

Organics is at the root of everything we do. We carry natural and organic products because we believe that food in its purest state—unadulterated by artificial additives, sweeteners, colorings, and preservatives—is the best tasting and most nutritious food available. We were among the early pioneers who took the successful supermarket concept and populated our shelves with foods and product we felt to be a better choice for shoppers than those found in the conventional food stores of the 1980s. We faced two big challenges in the early days: insufficient supply and lack of national standards for organics. We played a big part in solving both of those challenges over the last few decades.

In the early 1980s, most of the certified organic produce came from the west coast since California and Oregon had state organic standards. The organic network was young and fairly disorganized, making it very difficult to stock much organic produce. In response, we set up our own produce distribution company in California. We developed relationships with organic farmers in California and educated each other about the variety of organic produce we could feasibly make available.

As time went on, we developed packaging, storage and shipping procedures that ensured the quality of our organic

products at every stop from the farms to our stores. These foundational steps with our vendor partners benefitted the entire industry over time, bringing more organic products to market in good condition.



As recently as the 1980s, when our company consisted of a handful of stores in Texas, the Lone Star State didn't have organic standards. Although a handful of agricultural heavyweight states like California and Oregon had state standards as early as the 1970s, the US didn't have national organic standards until 2002. We were the first food retailer at the table when it came time to help develop national standards. Margaret Wittenberg, our Global Vice President of Quality Standards, served two successive terms on the National Organic Standards Board (NOSB) starting in 1992, helping to shape the original organic standards.

In 2009, Whole Foods Market Team Member Joe Dickson was tapped to serve on the NOSB. Joe also sits on the Texas Department of Agriculture Organic Industry Advisory Board. Whole Foods Market is also a supporter of the Non-GMO Project, where Joe sits on the Board of Directors. This nonprofit has established industry standards for the verification, testing and labeling of non-GMO (genetically modified organism) products and to ensure the ongoing availability of non-GMO food in the US.

We are an active voice in the organic industry.

We have advocated for strong organic aquaculture standards, as the USDA works to develop these new standards. We have also worked with Canadian regulators and Organic Trade Association Canada to help shape and understand Canada's new National Organic Standards. As the world population grows, we are going to need creative solutions for our supply chains.

We are starting to work with emerging organic suppliers all over the world. The steps we are taking now will assure the long-term quality of our supply as we look beyond the United States for organic food solutions.

We're a Certified Organic Retailer



Whole Foods Market has been certified organic since 2003. Under the national organic standards, the whole supply chain for organic products must be certified, with the curious (to us) exceptions of retailers and restaurants.

Although not required, we voluntarily participated in the process, which initially involved certification of a representative sample of our stores along with our overall company policies and systems for monitoring compliance.

In 2009, the requirements became much more stringent. Rather than walk away from certification altogether, we opted to go down the more difficult road of getting each of our stores individually certified. We signed up all of our stores for inspection because we believe the integrity it brings the “organic” label is so important.

As our partner in the certifying process, we work with [California Certified Organic Farmers \(CCOF\)](#). They have been certifying

organic farms and producers since 1973 and act as both a certifying agent and a non-profit advocacy group for organics, and they truly share our view that the organic label should be meaningful and used with integrity.

How does a store get certified?

Mainly by evaluating practices that involve unpackaged organic products, such as those in our produce, bulk, meat, bakeries, cheese departments and even on some salad bars.

Few other retailers go to the effort to become certified. Our stores are certified organic to help give our customers more trust in the organic label. For us, it's important for customers to know that everyone who handles their organic food has been certified – instead of everyone but the retailer.



Our Quality Standards

Whole Foods Market first developed standards for the products sold in our stores in the 1980s.

Many food additives and preservatives found in conventionally-produced food items are among those we choose not to allow. We share these standards with prospective vendors and our customers as one facet of our efforts toward creating more transparency in our product offerings. These standards are one of the reasons we enjoy a strong trust-based relationship with customers; likewise, we have a lot to lose if we slip up on our vigilance.

Our Quality Standards for food items have been in place for more than two decades—and they have not been static. When new research comes to light, we modify our list of acceptable ingredients.

In 2010, we introduced our Quality Standards for personal care items, and rolled out our standards for home cleaning products in the spring of 2011. Working in tandem with our vendors and suppliers in creating food and product formulations that are healthier for humans and for the environment is another way we're continuing to change the face of retailing.

Whole Foods Market's Quality Standards for Food

We sell the highest quality foods we can find at the most competitive prices possible. We evaluate quality in terms of nutrition, freshness, appearance, and taste. Our search for quality is a never-ending process involving careful judgment of buyers throughout the company.

- We carefully evaluate each and every product we sell.
- We feature foods that are free of artificial preservatives, colors, flavors, sweeteners, and hydrogenated fats.
- We are passionate about great tasting food and the pleasure of sharing it with others.
- We are committed to foods that are fresh, wholesome and safe to eat.
- We seek out and promote organically grown foods.
- We provide food and nutritional products that support health and well-being.

Our Whole Trade® Guarantee

At Whole Foods Market we believe that we have a responsibility toward all entities involved in our business: our customers, shareholders, Team Members, suppliers, the environment and, not least of all, our community.



To us, community transcends the boundaries of our North American (and European) cities to the places from which we source our products,

many of which are in developing countries. As a result, we have created the Whole Trade Guarantee, an extension of our values that lets you rest assured that you are buying the best for you, for your community, and your world.

Whole Trade Guarantee products are required to:

- Meet our strict product Quality Standards.
- Provide more money to producers.
- Ensure better wages and working conditions for workers.
- Care for the environment.
- Donate up to 1% of sales to Whole Planet Foundation®.

Our Whole Trade Guarantee exemplifies our commitment to ethical trade, the environment and quality products. We're able to offer this program by utilizing third-party certifiers such as Fair Trade USA, Rainforest Alliance and the Institute for Marketecology. You'll have an opportunity to find out more about some of our Whole Trade products and producers in the following pages.



Our Products

By operating successful and trusted retail stores featuring thousands of natural and organic products over the last three decades, we've been a big player in the growth of the entire natural and organic foods industry.

Along with offering organic produce, grocery and body care items, we are advocates and supporters of naturally raised and organic meat, dairy and poultry. And, in addition to telling consumers our concerns about added hormones and antibiotics, we work with ranchers and producers to develop alternatives for our customers to buy. We now carry a variety of free-range and grass-fed products in each of our stores, and we address our efforts toward supporting animal welfare standards for key food animal species later in this report.

We advocate for fewer and safer pesticides in non-organic foods, and we work to provide information to our customers about the value of foods produced without harmful or questionable food additives so that they can make the best choices for their families. We continually work with manufacturers to supply our stores with foods that meet our strict quality standards and environmentally-friendly packaging requirements.

While we educate customers about the benefits of natural and organic foods, we also highlight the importance of food safety measures and techniques, including our concerns about food irradiation, food borne illnesses, food handling, and material safety.

We think that one of the largest impacts we can have for our stakeholders now is to work with our producers and vendors on improving the quality and production methods of their food, personal care and non-food products we carry, extending our requests even to the product packaging.

What is different about Whole Foods Market is that we support our vendors with a roadmap and expert advice on how to move through the requested changes. In the following pages we would like to share a few of the ways our product categories and international programs are making a difference.

Produce

In 2011, organics accounted for more than 20 percent of the produce we sold in our stores.

During the last three years, we've made important headway on the prices of our organic produce, sometimes offering organic items for the same price as, and occasionally less than, their conventionally grown counterparts. As organic production becomes more wide-spread, and as we are able to source new organic products in other countries with excellent organic agricultural practices, we anticipate that availability will continue to rise while some prices, especially for in-season items, fall more in line with conventionally grown produce.

Fresh produce is a delicious and critical component of a healthy diet. Our Health Starts Here in-store educators and the culinary classes we have at many stores serve as resources for customers wanting to transition to incorporating more fresh produce into their diets.

By its nature as a live food, most produce is seasonal. In some parts of the country, for example parts of Texas and Florida, a sub-tropical climate means that local produce may be available for nine or ten months of the year. In Minnesota, Canada and Maine, it may be for three to four months. Every store

has a great deal of autonomy in working with local farmers and producers and we offer as much as possible of the seasonally available local produce that meets our quality standards and is available in sufficient quantity.

Purchasing local produce supports farmers and growers within the community. Locally grown produce has fewer food miles on them and may be many days fresher than produce brought in from a distance. During summer and fall, primarily, many of our stores have abundant selections of locally grown vegetables and fruits. In addition, many of our stores provide space for farmers markets on their property or serve as a pick up point for local Community Supported Agriculture (CSA) businesses. As of February 2011, all of the stores in our Florida region are available as drop-off/pick-up points for CSAs in their vicinity.

Whole Trade

In 2010, we established ourselves as a leading supporter of Fair Trade Certified™ produce and floral products in the United States. We inaugurated new supply chains and reinvested in existing sourcing partners. We're excited about a few specific Whole Trade products we carry in our produce departments. See the following discussion of our Haitian Francique mangos and Earth bananas.

Whole Trade Haitian Mangos

Coming from a network of hundreds of very small farmers, many of whom have just one or two mango trees, you



won't find our large, delicious Whole Trade Francique mangos anywhere else but Whole Foods Market. For some of these farmers, the annual mango harvest represents a large portion of their cash income for the year. Over the past several years, our partners at Perry Exports have helped these farmers organize into groups through which the farmers can sell their fruit more directly.

Through these groups, we are able to make fixed price and minimum volume commitments before the season starts, so farmers know they'll have a market for their fruit. Our upfront offer gives farmers the confidence to reject the below market prices from local informal traders that are an unfortunate reality for most Haitian mango farmers.

These mango farmer groups have achieved Fair Trade certification (no

small feat), which ensures that the groups are managed transparently and that our higher purchase price makes it all the way back to the farmers. Many groups have also achieved organic certification, which adds additional transparency and market value. While all of our Whole Trade Haitian mangos are Fair Trade, only some are also organic.

In 2010, we increased our Fair Trade-certified mango purchases from Haiti 40% over the previous year at a time when the Haitian economy and infrastructure was especially challenged. We also traveled to Haiti to meet with our mango growers post-earthquake to find ways to grow our partnership.

EARTH University Bananas

Whole Foods Market has been buying

EARTH bananas for more than six years, and this is the fourth year that we will buy all of their top quality production. We pay an above market,



fixed price and buy directly from the EARTH University farm in Costa Rica; we ship and import the bananas ourselves. This direct trading model requires significant daily attention from a team at our national produce office but it allows us to pay EARTH more and lets us maintain a true direct connection to this farm. EARTH's profits from its sales to Whole Foods Market support a scholarship fund and university operations.

Floral

Among the notable accomplishments in our perishable product mix over the last few years is the development of our Whole Trade floral program.

We now offer Whole Trade roses and Gerbera daisies, along with other single bloom bunch and bouquet mixes.



These flowers are grown and harvested using methods that offer better conditions, including higher compensation and lower exposure to pesticides, for workers on the flower farms.

Plus one percent of the sales of these beautiful blooms go to help the Whole

Planet Foundation fund additional microcredit loans.

Whole Foods Market now offers additional products to match a rising trend in environment-friendly urban and home gardening. While we've long offered items such as heirloom and/or open-pollinated seeds, organic vegetable starts, fruit trees and canes, herbs and ornamental perennial and annual flowers, in some locations we are offering a larger selection for a longer time period and stocking new items like rain barrels. In some locations, we sell our own Green Mission-branded compost or Farmer D's, both of which feature materials culled from Whole Foods Market stores.

In addition some stores offer natural pest control alternatives and petroleum-free fertilizers and soil amendments. All of these products and options allow us to better serve our "grow your own" customers.

Finally, our seasonal delights include the local flowers offered in various stores. Local vendors can sometimes offer more delicate and ephemeral flowers than those grown in commercial quantities, often producing bouquets of wildflowers or heirloom species once found in rural gardens of yesteryear.

Whole Trade Roses

Grown in the Ecuadorian Andes by a group of Fair Trade certified farms, these Whole Trade roses, or “blooms with benefits” as we sometimes call them, help to cultivate better working conditions and equitable wages for their workers.

For each case of Whole Trade roses purchased by Whole Foods Market, an additional percentage is paid directly to organized worker groups at each farm. The groups collectively decide how to use the money for the benefit of the community. Some development projects have included education, training programs, health care and even housing. To participate in Fair Trade—or our Whole Trade—programs, many aspects of flower production that may have deleterious effects on worker health or the health of the environment, such as pesticide use, are not allowed.

Meat

Our meat and poultry is renowned for great taste and quality. We believe this has a lot to do with the care that goes into raising the animals and the true partnerships we have with our farmers and ranchers.

These partnerships allow us to offer the wide selection you see in our meat department, from grass-fed beef to pasture-raised veal to organic chicken. True partnerships also support the growth of local farming and ranching, which means more local meat and poultry in your neighborhood Whole Foods Market. When you buy local, the distance from farm to plate is

greatly reduced, resulting in fresher meats on your table.

Our partnerships are developed with a dedication to transparency, accountability and responsibility. We seek partnerships with like-minded farmers and ranchers concerned with animal welfare. We collaborate with our farmers and ranchers to continually improve how animals are raised for meat. We believe the humane treatment of animals should be guided by an attitude of care, responsibility and respect. We work closely with our farmers and ranchers to focus on raising animals for high quality, great-tasting meat.

We've sought partnerships with a variety of regional and local grass-fed ranchers with the goal of helping bring grass-fed

ranching back into the mainstream because of its positive impact on the cattle, the environment and how it supports local communities. Organic livestock standards prohibit the use of synthetic growth hormones and the use of antibiotics. The animals can be fed only organic feed, and processing for all meat and poultry products must meet organic standards as well.

Whole Foods Market does more than any other major food retailer to improve farming and ranching conditions for farmed food animals, and we work with producers and vendors to help change the industry. We know that we can do more and we are exploring possibilities like investing in ranch and farm mini-agricultural experiment stations and partnering more creatively with producers who are aligned with our mission.

Pineland Farms Natural Meats

From its humble beginnings on the rocky coast of Maine to its present-day representation of more than 250 farming families, Pineland Farms Natural Meats maintains the same missions and goals: to strengthen family farms across the country, to raise cattle with dignity and integrity and to ensure only the highest quality beef makes it to their customer's tables.

Pineland Farms Natural Meat products are a result of hard work from generations of farmers. Each producer takes extraordinary pride in the natural beef they raise. This beef is being served at some of the finest restaurants and retailers in the world, including Whole Foods Market, bringing the connection back to the farm full cycle.

Pineland Farms Beef is:

- Raised without antibiotics
- Given no added growth hormones
- Fed a vegetarian diet with no animal by-products

The farms in this cooperative employ sustainable farming practices and minimize environmental impacts. All cattle are raised in a responsible, humane manner. Pineland Farms Natural Meats is a solid match in values and value for Whole Foods Market.

5-Step Animal Welfare Rating System

Whole Foods Market is near the completion of conducting a pilot program for the Global Animal Partnership (GAP) to test the 5-Step Animal Welfare Rating system before GAP extends the program to other retailers. This tiered rating system ranks welfare practices and conditions within farm animal production systems.

The intention is that this rating system will serve as both a framework to support continual improvement of animal welfare on farms and ranches and offer a clear way for consumers to make informed purchasing decisions based on animal welfare considerations. After pilot testing in a few regions, we rolled out the 5-Step Animal Welfare Rating system in all of our US stores in early 2011.

A challenge we've encountered thus far is sourcing and providing adequate supplies of our rated meat to keep up with high customer demand. Securing organic pork has been especially challenging. We've also needed to focus on educating customers and investors about the benefits of the 5-Step program for food animal welfare.



Seafood

Whole Foods Market carries the highest quality seafood and the best selection of responsibly farmed and wild-caught seafood of any retail grocery chain in the US.

Through our purchasing standards, labeling and education initiatives, we promote responsible fishing practices and the overall health of the oceans and coastal environments. And to boot, we own and operate four of our own seafood facilities that serve as bases for monitoring and distributing our seafood.

- **Pigeon Cove (Gloucester, MA)**

Our only facility located right on the water featuring North Atlantic fish, haddock and flounder.

- **Select Fish (Seattle, WA)**

Our primary purveyor of wild-caught Alaskan salmon; our own port buyer is located in Alaska sourcing the best fish in season, which is delivered directly to our stores.

- **South Seafood (Atlanta, GA)**

Our gulf and southern Atlantic species experts, who are sourcing the best mahi mahi, grouper and snapper.

- **Mid-Atlantic Seafood (Landover, MD)**

Our specialists in sourcing Icelandic and East Coast favorites such as local striped bass and blue crabs.



Within the last few years, we've rolled out two major initiatives in our seafood department: our industry leading standards for farmed seafood and

a color-coded rating program that provides shoppers with additional sustainability status information for fisheries that are not certified by the Marine Stewardship Council (MSC).

Our partnership with the MSC is the backbone of our wild-caught seafood sustainability program.

In 1999 Whole Foods Market was the first U.S. retailer to offer Marine Stewardship Council (MSC)- certified seafood and each year we continue to offer our customers more and more MSC-certified seafood options (look for the blue MSC logo identifying products from MSC-certified fisheries). Over a decade later the MSC is still the world's leading certification program for sustainable wild-caught seafood and our partnership with them remains strong.

We support the MSC because of their world- leading standards developed through a multi-stakeholder, international process. With their market-based approach, the MSC provides incentives for fisheries to address key issues such as overfishing and bycatch. And their requirement for third-party, including chain of custody certification ensures that the fish in our stores actually came from an MSC-certified fishery.

The MSC is continually improving its processes and for a long time, Whole Foods Market has been involved in their efforts. Margaret Wittenberg, Whole Foods Market's Global Vice President for Quality Standards and Public Affairs, serves on the MSC Stakeholder Council and for many years prior was a member of the Board of Trustees.

When MSC-certified options are not available, we give customers transparent information about the status of the wild-caught seafood we sell, letting them vote with their dollars, and commit to furthering positive change.

In addition to offering MSC- certified sustainable seafood, for years Whole Foods Market has been committed to

sourcing responsibly. For example, years ago we stopped selling especially vulnerable species such as non-MSC-certified Chilean sea bass, orange roughy, bluefin tuna, and sharks.

In partnership with Blue Ocean Institute and Monterey Bay Aquarium, we've implemented a color-coded rating system that provides shoppers with sustainability status information for all wild-caught seafood not certified by the MSC. We're proud to be the first national retailer to have such an extensive [sustainability-rating program](#) in all of our stores, which expands the opportunity for our shoppers to make fully-informed choices about their seafood.

Our commitment to having sustainable seafood departments is so strong, as of Earth Day 2011 we eliminated all swordfish and tuna from red-rated fisheries. All other seafood from red-rated fisheries will be discontinued in our fresh seafood case by Earth Day 2012. Meanwhile, Whole Foods Market is working hard to find sources of these species from responsible fisheries and we hope that this rating program will continue to be an incentive for change, encouraging lower-rated fisheries to implement more effective management and fish more sustainably so that their rating can improve over time.

With this commitment, we are one step closer to our goal of moving our product offerings—and the seafood industry as a whole—toward healthier oceans.

Finally, Whole Foods Market’s farmed seafood (aquaculture) standards remain the highest in the industry. The standards prohibit use of antibiotics, added growth hormones, added preservatives like sulfites and phosphates, genetically-modified seafood, and land animal

by-products in feed. Our standards require that producers protect water quality, wildlife, and ecosystems. And we require third-party audits and traceability from farm to Whole Foods Market store.



Look for the “Responsible Farmed” logo, indicating that the farmed seafood meets these high standards.

NAVIGATING SUSTAINABILITY

HOW TO MAKE THE BEST SEAFOOD CHOICES

AT WHOLE FOODS MARKET

FARM-RAISED SEAFOOD

THIRD-PARTY VERIFIED TO MEET OUR WHOLE FOODS MARKET QUALITY STANDARDS FOR FINFISH AND SHRIMP.

No other grocery store or fish market works as hard as we do to help keep farmed seafood and the environment healthy.

WILD-CAUGHT SEAFOOD

SEAFOOD FROM MARINE STEWARDSHIP COUNCIL CERTIFIED FISHERIES
The world’s leading certifier for sustainable seafood. MSC is a non-governmental organization using a multi-stakeholder, international certification program to provide incentives for fisheries to address key issues such as overfishing and bycatch.

BLUE OCEAN INSTITUTE OTHER WILD-CAUGHT SEAFOOD SELECTIONS
For wild-caught seafood that is not from MSC-certified fisheries, look for these color ranking symbols to identify sustainability status.

 GREEN Relatively abundant, fishing method causes little damage.	 YELLOW Some problems exist with abundance or fishing method.	 RED Not carried at Whole Foods Market.
--	---	---

Our wild-caught seafood is ranked by our honored partner, Blue Ocean Institute.

Maldivian Tuna

One new source of tuna comes from the Maldives in the Indian Ocean, where fishermen catch tuna in a traditional manner using a low-impact pole and line method. Elsewhere, most tuna is caught with nets or longlines, which can capture not only the targeted catch, but also juvenile tuna and large amounts of bycatch, including threatened or endangered species such as sea turtles, sharks and seabirds.



Harpoon-Caught Swordfish



Swordfish are a highly migratory species inhabiting tropical, temperate and even cold waters worldwide. In the summer months, North Atlantic swordfish are found in the deep waters off the coast of Nova Scotia. Skillful harpooners sight large, mature swordfish as they bask near the surface during the day, and target individual fish— one-by-one— with a harpoon attached to a line.

Because fishermen actually see the swordfish they're after, there is virtually no chance of catching small immature swordfish or other marine life accidentally (known as "bycatch").

The slow, one-by-one approach also helps prevent fishermen from catching too many fish and exceeding their legal quotas. It's an age-old fishing technique with very low impact on ocean habitat. Most of the boats are captain-owned and operate as day boats—returning to harbor each day to unload their catch fresh rather than processing and freezing it on board. The fish we purchase is flown out and available for sale in our stores almost daily when in season. Following rigorous review and auditing, the Nova Scotia harpoon fishery was the first swordfish fishery ever to be certified sustainable by the Marine Stewardship Council (MSC).