ESTTA Tracking number: **ESTTA634034**
Filing date: **10/20/2014**

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

Proceeding	91212477
Party	Defendant GFA Brands, Inc.
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Submission	Defendant's Notice of Reliance
Filer's Name	Johanna M. Wilbert
Filer's e-mail	johanna.wilbert@quarles.com, deena.rafinski@quarles.com, an-drea.fowler@quarles.com
Signature	/Johanna M. Wilbert/
Date	10/20/2014
Attachments	GFA's 8th Notice of Reliance (Testimony from Another Proceeding).pdf(10502 bytes) Ex H-1 Jul 15 2014 Hooper trial test and exs__Part1.pdf(4179809 bytes) Ex H-1 Jul 15 2014 Hooper trial test and exs__Part2.pdf(4177856 bytes) Ex H-1 Jul 15 2014 Hooper trial test and exs__Part3.pdf(2537818 bytes) Ex H-2 Jul 23 2014 Kraft trial test and exs_.pdf(3072853 bytes)

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

In the Matter of Application Serial No. 85/751,520: EARTH BALANCE
Published for Opposition March 19, 2013

BALANCE BAR COMPANY,

Opposer,

Opposition No. 91212477

v.

GFA BRANDS, INC.,

Applicant.

APPLICANT'S EIGHTH NOTICE OF RELIANCE

Pursuant to Rule 2.122(f) of the Trademark Rules of Practice, Section 704.13 of the Trademark Trial and Appeal Board Manual of Procedure, the Stipulation filed on August 6, 2014, and granted on August 14, 2014, Applicant, GFA Brands, Inc., hereby submits, makes of record in connection with this opposition proceeding, and notifies Opposer, Balance Bar Company, of Applicant's reliance upon testimony from another proceeding captioned Balance Bar Company v. GFA Brands, Inc., Nos. 91196954 and 91197748. Specifically, Applicant intends to rely on the trial testimony examination of William Hooper, taken July 15, 2014, and all exhibits annexed thereto, and the trial testimony examination of Timothy Kraft, taken July 23, 2014, and all exhibits annexed thereto.

True and correct copies of the July 15, 2014 trial testimony transcript of William Hooper and all exhibits annexed thereto are attached hereto as Exhibit H-1, and true and correct copies of the July 23, 2014 trial testimony transcript of Timothy Kraft and all exhibits annexed thereto is attached hereto as Exhibit H-2.

Dated this 20th day of October, 2014.

/s/ Johanna M. Wilbert

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Attorneys for Applicant GFA Brands, Inc.

CERTIFICATE OF SERVICE

I hereby certify that on October 20, 2014, I served upon counsel of record the foregoing by causing the same to be delivered by U.S. mail and email to:

R. Glenn Schroeder
Schroeder Law PC
110 Cooper Street #605
Babylon, New York 11702
gschroeder@schroederlawpc.com

Dated this 20th day of October, 2014.

/s/ Johanna M. Wilbert

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EXHIBIT H-1

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

In the Matter of Application Serial Nos. 77/964206 and 77/864268: SMART BALANCE
Published in the Official Gazette on April 20, 2010, respectively

BALANCE BAR COMPANY,

Opposer,

v.

Opposition No. 91196954
Opposition No. 91197748

GFA BRANDS, INC.,

Applicant.

DEPOSITION OF
WILLIAM HOOPER

Taken on Behalf of the Applicant

DATE TAKEN: July 15, 2014

TIME: 10:56 a.m. - 12:45 p.m.

PLACE: 345 East Forsyth Street
Jacksonville, Florida 32202

Examination of the witness taken before:

Samantha Cordova, FPR, Notary Public
Hedquist & Associates Reporters, Inc.
345 East Forsyth Street
Jacksonville, Florida 32202

APPEARANCE FOR THE OPPOSER

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APPEARANCE FOR THE APPLICANT

JOHANNA M. WILBERT, Esquire

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EXCERPTS OF THIS TRANSCRIPT HAVE BEEN DECLARED CONFIDENTIAL AND ARE SEALED UNDER SEPARATE COVER

I N D E X

E X A M I N A T I O N S

E X H I B I T S

E X H I B I T S (continued)

E X H I B I T S (continued)

WILLIAM HOOPER,
acknowledged having been duly sworn to tell the truth and testified upon his oath as follows:
THE WITNESS: I do.
DIRECT EXAMINATION
BY MS. WILBERT:
Q Could you please state your full name for the record?
A William E. Hooper, H-o-o-p-e-r.
Q Are you currently employed?
A Yes, I am.
Q Who are you employed by?
A Boulder Brands.
Q What is the connection, if any, between Boulder Brands and the applicant in this dispute GFA Brands?
A Boulder Brands is the parent company owning GFA Brands who's the operating company.
Q For purposes of this case, GFA Brands is listed on the paperwork as the applicant. So going forward I'm going to refer to the relevant company as GFA Brands. Does that make sense to you?
A Yes, That's fine.
Q How long have you been employed by GFA?
A 2007.
Q And what is your title at GFA Brands?

A I'm on the board of directors, emeritus, and I am senior advisor to the senior marketing teams.

Q And what are your general responsibilities in your position on the board?

A I was full board member from 2005 when we formed the company till the end of -- till the beginning of this year, at which time I moved to emeritus status. So I attend all the board meetings, but I do not vote.

Q And generally what are your responsibilities as senior advisor to the marketing group?

A I advise the marketing teams in the -- primarily in areas of consumer marketing, advertising, promotion, other aspects of consumer marketing across the brands.

Q Have your responsibilities changed since you first started working with the company?

A As senior advisor, no.

Q Before working with GFA Brands, did you have any experience in the advertising industry?

A Yes. I've been in the advertising business north of 50 years.

Q And can you tell us a little bit about your background in the advertising industry?

A Sure. Spent a good bit of my time with W.B. Doner who was a national agency. I was there 25 years,

was president for seven years during the '80s, sold my interest in the company. I was a partner. Sold my interest to my partners, started a consulting company -- practice, wasn't really a company, which I had for ten years, from basically through the '90s. Then went back on the agency business as the chairman of the board of a regional agency located out of Baltimore, TBC. In '05 I joined with Steve Hughes and on the -- and went on the board of Boulder Specialty Brands, who was the original acquisition company, and we acquired Smart Balance in 2007.

Q When you were working in the advertising industry, can you give me some examples of some of your more significant or well-known clients?

A Yes. In the consulting business I did a lot of work with ConAgra, Healthy Choice, worked on Tropicana, Nabisco, Florida Department of Citrus, Celestial Seasonings. Prior to that I worked on McCormick. I worked on Filbert Company, which was the pre- -- which was the company that originated I Can't Believe It's Not Butter in the margarine category. Worked for -- on American Dairy Association.

THE REPORTER: Say that one more time. You worked for?

THE WITNESS: Which one you want?

THE REPORTER: The last one you just said.

THE WITNESS: American Dairy Association.

BY MS. WILBERT:

Q Generally what were some of your responsibilities with those brands?

A Primarily overseeing and advising in the areas of consumer promotion, consumer marketing, and most specifically advertising.

Q Are you familiar with the corporate history of GFA Brands?

A Reasonably so.

Q Could you tell us a little bit about the company starting with how it was formed?

A I think the company was formed by Bob Harris, '96 or thereabout. And his first -- Bob's background was -- also he came out of the advertising business long before that. I think he had -- may have owned -- had some -- some ownership in -- in Weight Watchers brands. And he created the Smart Balance brand in '96. That was a butter substitute, Smart Balance buttery spread.

Q And how did you become to be involved in the company?

A I joined the Boulder Specialty Brands when we first formed the acquisition company and was involved in all of our inquiries and work that led up to the

purchase of Smart Balance and GFA. Then I went to work with the brand we acquired.

Q Where does GFA Brands have offices today?

A Headquartered in Boulder, Colorado, and also offices in Paramus, New Jersey. And one of the companies we've acquired, Glutino, was headquartered in Montreal.

Q Are you familiar with the products that GFA Brands sells in connection with the Smart Balance trademark?

A Yes.

Q Could you generally describe how you became familiar with those products?

A We acquired -- we acquired the Smart Balance brands, the spread -- buttery spread being the primary one, but there are other -- there are products in their line. In '07 -- and my responsibilities had to do with the consumer promotion, consumer advertising primarily, and I managed the major advertising agency who worked with us on those brands.

Q Could you just run through some of the products that GFA Brands sells in connection with the Smart Balance trademark?

A Yes. There's a Smart Balance buttery spread; and there's a line of buttery spreads of various

formulations, light, flax, omegas, olive -- with olive oil, et cetera. We also have Smart Balance bottled oils. We have Smart Balance peanut butter products, several versions of peanut butter. We have a mayonnaise product. We have a -- we have popcorn products. We have both popped and kernel products.

Q That's good. What --

A Milk, that's a big brand. Smart Balance milk, major product.

Q What was the first product bearing the Smart Balance trademark that was introduced in the market?

A Smart Balance butter spread was the first.

Q And what year was that product introduced?

A '96 I think.

Q Are you generally familiar with the various trademark applications that are at issue in this dispute?

A Generally.

(Applicant's Exhibit 4 was marked for identification.)

BY MS. WILBERT:

Q The court reporter's just handed you what's been marked as Applicant's Exhibit 4.

A Uh-huh.

Q What is Exhibit 4?

A It's a trademark office...

Q Do you recognize this as one of the trademark applications that is at issue in this dispute?

A Yes.

Q Midway down on Exhibit 4 there are goods and services listed. Of those goods and services for Exhibit 4 include vitamins, supplements, vitamin-enriched beverages, meal replacement bars, and liquid meal replacement. Did I read that correctly?

A Yes.

Q Is GFA Brands offering any of those products in connection with the Smart Balance trademark today?

A We still have -- our milk product is a vitamin-enriched beverage.

Q Does GFA brands have the intention to use the Smart Balance trademark with the goods listed in Application Exhibit 4 in the future?

A Yes. We're entrusted in these categories.

(Applicant's Exhibit 5 was marked for identification.)

BY MS. WILBERT:

Q The court reporter has just handed you what's been marked as Applicant's Exhibit 5.

A Yes.

Q What is Applicant's Exhibit 5?

A It's a trademark application for a range of goods and services listed here.

Q And do you recognize this as the second application that's at issue today?

A Yes.

Q And the goods in the second application include -- it's a long list, so I won't read all of them. But I just want to direct you to the right section. It starts listing soy chips, includes snack mixes, goes on and mentions nut- and seed-based snack bars. Then there's a second -- second grouping of goods starting with cake mix, frostings, cakes. Do you see those lists?

A Yes, I do.

Q Looking at those lists, does GFA Brands offer any of these products in connection with the Smart Balance trademark today?

A We have a product that is a popcorn-based -- popped popcorn-based called Smart Balance nuggets. These are popcorn enrobed with peanut butter.

Q Are there any other products that would fall under the goods listed here?

A Under Smart Balance.

Q Correct.

A We have peanut butter. I don't know if that's

specifically -- this says nuts. We have peanut butter products.

Q Does GFA Brands have the intent to use the Smart Balance trademark on the goods that are listed in Exhibit 5.

A Yes. We have a lot of interest in -- in these categories.

Q Are you generally familiar with the trademark registrations that GFA Brands has historically obtained?

A Yes.

(Applicant's Exhibit 6 was marked for identification.)

BY MS. WILBERT:

Q The court reporter's just handed you what's been marked Applicant's Exhibit 6. What is Exhibit 6?

A This is a -- this is an application or -- or registration I suppose -- I guess for butter substitutes and a -- and several other products under the Smart Balance name.

Q I believe you testified earlier that the Smart Balance trademark was first used on butter products in 1996; is that correct?

A Correct. Butter substitutes, yes.

Q Does GFA still use the Smart Balance trademark on butter substitutes today?

A Yes.

Q From the time from 1996 through today has GFA continuously used the Smart Balance trademark on butter substitutes?

A Yes, they have.

Q Are you generally familiar with the packaging that GFA uses on its butter substitute products?

A Yes, I am.

(Applicant's Exhibit 7 was marked for identification.)

BY MS. WILBERT:

Q The court reporter's just handed you what's been marked as Applicant's Exhibit 7. What is Exhibit 7?

A Exhibit 7 is a -- an example of one of the -- of the packaging for -- a historical packaging for a spreads product in a tub. This one being a light buttery spread.

Q Roughly what period of time was this packaging used?

A This -- this form of packaging has been used for spreads since we acquired the business and prior to that. It's sort of historical packaging. Current packaging is -- is a different -- as of last year is a different construction.

Q What's different about the current packaging?

A The current packaging is not a round tub. The current packaging is a square, plastic tub.

Q And why the change?

A We were -- many of our trade -- major trade customers, and particularly Walmart, came to us and requested that we consider a packaging format change to -- to provide them with greater -- greater efficiency, shelf efficiency, stacking efficiency, shipping, et cetera, et cetera. So we did.

Q On the current packaging is the Smart Balance trademark similar to the depiction that's represented in Exhibit 7?

A Yeah. The logo type is pretty much the same, same type treatment. Some of the design elements are generally the same, color green, yellow. There are differences in the design because the shape is different.

Q I believe the trademark -- well, trademark registration that we just looked at also referenced oils. Historically has GFA used the Smart Balance trademark on cooking oils?

A Yes.

Q Roughly when did GFA first start using the Smart Balance trademark on cooking oils?

A I would say cooking oils -- not sure, maybe -- before we purchased the company. They had cooking oils before we purchased the company. So it had to be prior to '07.

Q Based on your knowledge, has GFA Brands been using the Smart Balance trademark on cooking oils from before 2007 through the present?

A Yes.

(Applicant's Exhibit 8 was marked for identification.)

BY MS. WILBERT:

Q The court reporter's just handed you what's been marked Applicant's Exhibit 8. What is Exhibit 8?

A That's a trademark registration for peanut butter.

Q And does GFA Brands use the Smart Balance trademark on peanut butter today?

A Yes, we do.

Q When did GFA Brands first start using the Smart Balance trademark on peanut butter?

A This says 2005.

Q Do you have any reason to believe that the 2005 date is inaccurate?

A I believe that's accurate.

Q For your knowledge -- for -- from your

knowledge, has GFA Brands been using the Smart Balance trademark on peanut butter continuously from 2005 through 2014?

A Yes.

(Applicant's Exhibit 9 was marked for identification.)

BY MS. WILBERT:

Q The court reporter's just handed you what's been marked as Applicant's Exhibit 9. What is Exhibit 9?

A That's a label that goes on the peanut butter package, the jar.

Q Does -- does Exhibit 9 accurately represent the manner in which GFA Brands has used the Smart Balance trademark on peanut butter products?

A Yes, logo type, lock-off type face, et cetera.

(Applicant's Exhibit 10 was marked for identification.)

BY MS. WILBERT:

Q The court reporter's just handed you what's been marked as Applicant's Exhibit 10. What is Exhibit 10?

A The trademark registration for popcorn.

Q When did GFA Brands first start using the Smart Balance trademark on popcorn?

A This says 2002.

Q Are you familiar with the packaging that GFA has traditionally used on its popcorn products?

A Yes.

MS. WILBERT: I think it makes sense to mark these as a group.

THE COURT REPORTER: Okay.

(Applicant's Exhibit 11 was marked for identification.)

BY MS. WILBERT:

Q The court reporter's just handed you what's been marked as Exhibit 11.

A Yeah.

Q What is Exhibit 11?

A These are historical popcorn packages.

Q Approximately for what period of time did GFA Brands use the packages depicted in Exhibit 11?

A These are pretty representative of the packages that we had on popcorn from the time that we purchased the company. There's been some changes but relative.

Q Is GFA Brands currently using the Smart Balance trademark on any popcorn products today?

A Yes. Our popcorn products are cobranded with another company, JOLLY TIME brand, which is owned by American Pop Corn Company.

(Applicant's Exhibit 12 was marked for identification.)

BY MS. WILBERT:

Q What is Exhibit 12?

A Exhibit 12 is a licensing agreement between GFA and American Pop Corn who were the makers of JOLLY TIME brand.

Q Why did GFA Brands enter into the license agreements that's shown as Exhibit 12?

A JOLLY TIME approached us wanting to make an arrangement where -- to be able to use the Smart Balance blend of oils and also to use the Smart Balance brand name because we had some strength in that category as a healthy brand of popcorn. We knew the -- some of our -- some of our executives knew the -- the family from American Pop Corn. And it seemed to -- it was strategically a good move for us and for them to combine those two forces as two brands and give it a more efficient marketing and production situation.

Q Was there ever a significant period of time from 2002 through 2014 where Smart Balance was not being used in connection with popcorn?

A No.

Q Do you consider popcorn to be a snack food?

A Yes.

Q Other than popcorn, is the Smart Balance trademark used on any products that you'd consider snack foods?

A I think I mentioned the -- the nuggets, which are a form of popcorn.

Q Tell me a little bit about that product. When did Smart Balance introduce the nugget product to the market?

A We introduced the nugget product last year. That's a popcorn product that's enrobed with peanut butter. And it's principally been distributed at Costco stores.

Q Balance Bar has a number of different trademarks that are at issue in this deposition. Specifically Balance Bar has the Balance trademark, the Balance Gold trademark, the Balance Bar Gold trademark, the Balance Bare mark, and the Balance Bar mark. Going forward I'm going to refer to these marks as the Balance Bar marks. Does that make sense?

A Sure.

Q Since 1996 when the Smart Balance mark was first used on butter substitutes, are you aware of any confusion between the products offered under the Smart Balance trademark and products offered under any of the Balance Bar marks?

A I'm not aware of any confusion.

Q Thinking particularly about the snack foods that GFA sells in connection with the Smart Balance trademark, are you aware of any confusion between the snack products offered under the Smart Balance mark and any of the Balance Bar products?

A No, I'm not.

Q I'd like to discuss briefly with you the stores and locations where products bearing the Smart Balance trademarks are sold. Are you generally familiar with the stores that carry Smart Balance products?

A Yes, I am.

Q Can you describe for me the types of stores in which products bearing the Smart Balance trademark are sold?

A There are several classes of -- of retail trade. Conventional grocery stores, that would be Kroger, Safeway, Ahold, Publix, et cetera. Then we also sell in mass merchants who sell food. That would principally be Walmart and Target. And we sell through the club stores, which would be Costco, BJ's, Sam's. We also sell our products through food service as well.

You're talking about in the U.S.; correct?

Q Correct.

(Applicant's Exhibit 13 was marked for

identification.)

BY MS. WILBERT:

Q The court reporter's just handed you what's been marked as Applicant's Exhibit 13. What is Exhibit 13?

A That is a list of Smart Balance customers for the years '10, 2011, 2012.

Q Does this list appear to be in any particular order?

A Yes. It appears to be in order of size of sales, our sales.

Q So interpreting this list, if I look at Column A, it's labeled Smart Balance 2010 Customer List; and going down the list it lists Walmart, Publix, Kroger, C&S, Wakefern, SuperValu, and it continues. Is that the list of customers to which GFA sold Smart Balance products in 2010?

A Yes.

Q This listing ends with 2012. Do you have a sense of if GFA Brands sold their product to similar customers in the years 2013 and 2014?

A Yes. The customer list would be the same. There have been some consolidation on the retail side. Some people have bought -- Kroger bought Harris Teeter, for example.

Q Looking back historically, if you think about the time from 2007 through 2010 when this list starts, are the list of customers roughly the same?

A Yes.

Q Do you have a sense of what percentage of conventional grocery stores sell products bearing the Smart Balance trademark?

A We're in 97 percent, Smart Balance buttery spreads of 97 percent ACV, which is all-commodity volume, which means the percentage of volume that's sold through retail stores.

Q Turning to the third page there's an entry for UNFI. What is UNFI?

A UNFI is a distributor -- wholesaler and distributor principally involved in the natural channels but also in conventional.

Q When you sell to a distributor, logistically how do end users end up getting your product?

A You sell to the distributor. Distributor takes possession of the product, and then they deliver the product to the -- to the retail stores. Usually the smaller chains are who you deal with with distributors.

Q So looking at this list, does this list appear to you to be the customers to whom GFA Brands sells directly?

A Yes.

Q Are there any customers or categories of customers that are not reflected in Exhibit 13?

A No. I don't think of any categories of customers that aren't here.

Q I believe earlier you had mentioned food service. Are food service clients reflected in Exhibit 13?

A I don't think so, but I'm not positive. I'm not seeing any food service names that I recognize.

Q What are some of the food service clients that GFA Brands sells to?

A We sell to Marriott, Sedesto [phonetic] Marriott. We sell to -- to Disney. And then we sell to major food service distributors.

Q What are some of the major food service distributors that you sell to?

A I'm not going to have that name on the top of my head. I'm sorry.

Q That's fine. We can come back to it if you're not remembering right now.

A Okay.

(Applicant's Exhibit 14 was marked for identification.)

BY MS. WILBERT:

Q The court reporter's just handed you what's been marked as Exhibit 14. What is Exhibit 14?

A Exhibit 14 is a listing of gross sales for the total Smart Balance brand and also for the spreads products and among our major customers.

Q In your position do you have the opportunity to review sales figures for GFA Brands, in particular the Smart Balance brand?

A Yes, I see sales figures. Yes.

Q Based on your understanding of the sales figure, does Exhibit 14 accurately reflect the gross sales figures of products sold in connection with the Smart Balance trademark?

A Yes, these look correct.

(The following is attorneys' eyes only:)

ATTORNEYS' EYES ONLY

BY MS. WILBERT:

Q I'd like to switch gears and talk to you about marketing and advertising now.

A Yes.

Q In advertising does GFA ever use the term Smart without the term Balance in connection with Smart

Balance trademark?

A No.

MR. SCHROEDER: One point, we're no longer confidential; right? We're back to --

MS. WILBERT: Yes, sir. Yes. We can go off confidential.

BY MS. WILBERT:

Q In advertising does GFA ever use the term Balance as a standalone trademark?

A No.

Q As far as you know in connection with products bearing the Smart Balance trademark, does GFA always use the term smart and balance together when trying to communicate the source of the product as a trademark would communicate?

A Yes.

Q What is the connotation or message to consumers that GFA Brands is trying to communicate by using Smart Balance as a trademark?

A That it is an intelligent choice, and it is a good balance. It is a great balance of taste and nutrition.

Q What does GFA Brands do to communicate that message to consumers?

A We do a significant amount of consumer

advertising in mass media, television, radio, magazines, in addition to a -- particularly recently a more heavy involvement in what are called online media. That would be websites, social media, digital display media, in-store media as well, signage in stores, et cetera.

Q What are some examples of places that GFA has advertised in print media?

A A wide range of magazines, Prevention, Men's Health, Cooking Light, Better Homes and Gardens, Good Housekeeping, Family Circle.

MS. WILBERT: If we can go back under attorneys' eyes only, please.

(The following is attorneys' eyes only:)

ATTORNEYS' EYES ONLY

ATTORNEYS' EYES ONLY

ATTORNEYS' EYES ONLY

ATTORNEYS' EYES ONLY

ATTORNEYS' EYES ONLY

ATTORNEY'S EYES ONLY

MS. WILBERT: We can go off the attorneys' eyes only section.

(Applicant's Exhibit 17 was marked for identification.)

BY MS. WILBERT:

Q The court reporter has just handed you what's been marked as Exhibit 17. What is Exhibit 17?

A This is a trade ad for ShopRite.

Q And I believe if you page through, there are trade ads for a few other stores; is that correct?

A Right. This -- these are circulars typically.

Q How does -- or what does GFA Brands do to have a Smart Balance product featured in one of these circulars?

A You give promotional discounts to the retailer in exchange for placement in their -- in their house circulars and their house newspaper ads.

Q Previously when we were discussing some of the financial information, we discussed figures related to total trade spend. Is Exhibit 17 an example of a circular that would go into the trade-spend budget?

A Yes. Yes. That would be part of a trade promotion budget.

Q How long has GFA Brands been advertising the Smart Balance trademark using store circulars?

A I would -- certainly from 2007. From the time that we've owned it we've always been involved in trade

circulars and promotion. I would think well before that.

Q Are you aware of any instances of confusion between the Smart Balance trademark as shown in any of the store circulars and any other products shown in a store circular?

A No, I'm not aware of any confusion.

(Applicant's Exhibit 18 was marked for identification.)

BY MS. WILBERT:

Q The court reporter's just handed you what's been marked as Exhibit 18. What is Exhibit 16?

A This is a store coupon.

Q What role do coupons play in GFA Brands advertising of products sold under the Smart Balance trademark?

A Couponing is -- is typically listed in the -- in the promotion budget as opposed to the advertising budget per se. Coupons are a significant portion of our total marketing spent, roughly equal to the advertising, media advertising part.

(Applicant's Exhibit 19 was marked for identification.)

BY MS. WILBERT:

Q The court reporter's just handed you what's

been marked as Exhibit 19. What is Exhibit 19?

A Exhibit 19 is a report on a running festival that we were a sponsor of. This one happened to be in Baltimore.

Q On Page -- part way through it ends with the numbers 9744. The page reference total sample 12,000. What does that mean?

A How many -- how many product samples we distributed during the -- the two days of this event.

Q So at the event, in addition to just being a sponsor, GFA was actually distributing product to consumers; correct?

A Yes. We had tables at the tents. We also had places where people could sample our products at the -- at the event.

Q Why does GFA Brands sponsor runs like the one shown in Exhibit 19?

A We position the brand as a -- as a health- -- health-oriented brand. So people who are participants in things like marathons are very active, health-oriented people, and they tend to talk to each other. And that is a good group of people for us to be -- to have our products associated with.

Q What particular products were you providing as samples in the Baltimore running festival?

A Popcorn was a big one. We also sampled peanut butter, and we also sampled some buttery spread products.

Q Other that the Baltimore running festival, has GFA sponsored any other runs or festivals?

A Yes. Yes. We have done a number of these kinds of things, the Boulder -- the Boulder -- the Boulder run. There was a big one in Atlanta, one -- another one in Texas. We've done a number of marathons and running events.

(Applicant's Exhibit 20 was marked for identification.)

BY MS. WILBERT:

Q The court reporter has handed you what's been marked as Exhibit 20.

A Yes.

Q What is Exhibit 20?

A Exhibit 20 is a report detailing public relations, publicity efforts, and activities for -- for Smart Balance during the, looks like, '09 period.

Q On Page 2 Exhibit 20 lists some magazines. It appears to be media outlets for example. I see Prevention. I see Men's Health, Self. What is this summarizing?

A This is summarizing the exposure, the

circulation that we received for various stories in which our products were featured.

Q And what did GFA Brands do to have these entities feature or reference the Smart Balance trademark?

A We -- we -- we have a PR outreach program in which we contact the editors of these publications, provide them with samples and product information so that they're aware of us and that hopefully will give us some consideration when they're doing stories relative to our product category.

Q Other than providing them with product samples, is GFA Brands paying for a placement in these?

A No. No.

Q This is an example of a report from 2009. Does GFA Brands continue to work with PR agencies on placements of this sort?

A Yes, we do.

Q And some of these placements appear to be recipes?

A Yes.

Q Is GFA Brands -- well, is the Smart Balance trademark often referred to in recipes?

A Yes. Yes, we get a lot of mention in recipes.

(Applicant's Exhibit 21 was marked for

identification.)

BY MS. WILBERT:

Q The court reporter has just handed you what's been marked as Exhibit 21. What is Exhibit 21?

A Exhibit 21 is a -- is from Men's Health magazine, and it's -- they regularly list what they consider to be the best products in certain categories. In this case our popcorn was named their best.

Q Did GFA Brands have to pay for Men's Health to list the Smart Balance popcorn as one of their best products?

A No.

Q What does this tell you about the brand strength of the Smart Balance trademark?

A Well, it's a very positive mention. Men's Health is a big circulation magazine. It's got a lot of respect and -- and good readership. And when we're named as -- as best in one of their categories, that's a high recommendation.

(Applicant's Exhibit 22 was marked for identification.)

BY MS. WILBERT:

Q The court reporter's just handed you what's been marked as Applicant's Exhibit 22. What is Exhibit 22?

A Exhibit 22 appears to be a screen graph of our website.

Q And on the front is this the new packaging that you testified about earlier?

A This is the new packaging, the square package that I referenced earlier, and also our change to a non-GMO formula, which is new this year.

Q Why did GFA Brands change to a non-GMO format?

A We have a lot of data that says that our consumers are very health oriented. They're very concerned with ingredient statements, and we've got a lot of data that says they have real concern for -- for what's in their products and particularly have some concerns for GMOs. Smart Balance was the first brand of spreads to remove partially hydrogenated oils. That was back in -- I guess when Bob founded the company. So we've been a leader in providing the consumer with what we believe the healthiest alternatives. So we took trans fats out. We were the first to take trans fat out, and we're the first spread to go all non-GMO.

Q While we're talking about your consumers, who are the target consumers for the Smart Balance product?

A Target -- the target consumer is -- it's an all-family product. Women are the principal purchaser, but it's consumed with- -- within all family. Our

consumers are generally premium-oriented purchasers, and are people who are actively interested in health and purchase products that are health oriented. They are label conscious people and ingredient conscious people and concerned with -- with -- with health.

Q What does it mean to you to be a label conscious consumer or an ingredient conscious consumer?

A These are people who -- who actively pay attention to the ingredients in products. They actually -- they actually read the labels to see what's in them, and they're conscience and aware of negatives like trans fats, for example.

Q On the spectrum of price, where do the products bearing the Smart Balance trademark typically fall within any of the categories in which they're in?

A We're generally in the -- in the premium side of -- of the spectrum of price.

Q So what does that mean?

A Smart Balance tub of -- of spreads is $3.49. You can get a package of Parkay for 99 cents.

Q So there's a significant --

A There's a significant difference between them.

Q Turning back to Exhibit 22, how long has GFA Brands been maintaining a website?

A We've always had a website, and in recent years

our website has become much more of a focus of our marketing activity.

Q What does that mean? What are you doing with the website today?

A We promote our website much more aggressively today than we did several years ago. Last year we had two and a half million people who visited our website. And we keep pre- -- copious data on -- on their visits, who they are, whether they're repeat, whether -- how much time they spend, what they look at. You get all of that data. Two and a half million people is a lot of people for a website like that.

Q Turning to the last page of the exhibit, it looks like there's some symbols that are, as I recognize them, associated with things like Facebook, Twitter, Pinterest, Instagram. Does GFA Brands maintain a Smart-Balance-focused Facebook page?

A Yes, we do.

Q What kind of information does GFA Brands put on its Facebook page?

A We have -- we've been very aggressive in building our Facebook, what they call, fan base. So these are people who check to actually like you on Facebook. We have -- we started aggressively pursuing social media in '12, middle part of '12. We now have

570,000 likes, people who like us on Facebook. We post information, coupons, recipes several times a week to those people.

Q You just mentioned recipe in connection with Facebook, but I also know on the first page of the website it lists recipes. What types of recipes does GFA Brands promote in connection with the Smart Balance trademark?

A We promote a wide range of recipes. These are meals, meal suggestions that use our products, desserts, snacks, a wide range of -- of applications of our products in various -- recipes are a very important part of the food business in general and certainly a very important part for us.

Q Thinking about some of the trademark goods that are at issue in this case, were there any recipes that relate to any of the snack mixes or snack bars or cakes, cupcakes, sorts that are --

A Yes.

Q -- at issue here?

A There are a lot of recipes for cookies, cakes, muffins, trail mixes, popcorn-based snacks.

Q I see the bird for Twitter. What does GFA Brands do on Twitter in connection with the Smart Balance trademark?

A We have a following on Twitter. We -- we communicate on a regular basis with the people who follow us on Twitter. Facebook is our primary social media outlet, but we do use Twitter. We use Instagram and Pinterest as well.

Q Does GFA Brands do anything to monitor the impact its advertising has on its customers?

A Yes.

Q What do they do?

A We conduct and have conducted from the beginning a twice -- twice a year what's called a tracker. And the tracker is basically an awareness measure that not only measures awareness but also measures people's attitudes, willingness to recommend to friends, competitive attitude, reported purchase and frequency of purchase, share of requirements, which is the percentage of -- of purchasing in that category that we capture.

(Applicant's Exhibit 23 was marked for identification.)

BY MS. WILBERT:

Q What is Exhibit 23?

A Exhibit 23 is an example of these tracker studies that we've talked about, I just talked about. This is the Wave 12, which was May -- reported -- report

is May 2013. The actual tracking was probably in February. Takes a couple months to get these reports done.

MS. WILBERT: I'd like to mark this attorney's eyes only while we're talking about the actual results.

(The following is attorneys' eyes only:)

ATTORNEYS' EYES ONLY

ATTORNEYS' EYES ONLY

ATTORNEYS' EYES ONLY

ATTORNEYS' EYES ONLY

ATTORNEYS' EYES ONLY

ATTORNEYS' EYES ONLY

ATTORNEYS' EYES ONLY

MS. WILBERT: We can go off of attorneys' eyes only now.

BY MS. WILBERT:

Q Are there other trademarks that are owned by GFA Brands?

A Yes.

Q What are some of the other trademarks?

A Earth Balance is another one of our trademarks. We also now own Glutino foods. We own Udi's. We own Evol Brand, which is a relative new brand for us, frozen. And we have a brand of dietetic foods, Level Life. So we have six brands.

Q What is the Earth Balance brand? What's that message? What type of products do you sell?

A Earth Balance is a -- has been primarily directed into the natural channels, but in recent years we've expanded Earth Balance distribution into

conventional. Earth Balance makes a -- a spread, as we do, Smart Balance does. Earth Balance also has a soy milk, and they have a range of snack products, popcorn-based and crackers.

Q Are you personally aware of any instances of confusion between any Earth Balance products and any of the Balance Bar trademarks that we discussed earlier?

A I'm not aware of any confusion between Earth Balance.

Q Who is someone at the company that would be most knowledgeable about the Earth Balance brand?

A Marketing manager would be -- marketing director would be Adriane Little.

Q You mentioned Glutino. What products are sold under the Glutino trademark?

A Glutino's products are principally -- these are all products that are directed to the gluten-free consumer. These are people who are either celiac or -- or have some aversion in tolerance to wheat, to glutin. And there's a very large portion of people who today are buying gluten-free products simply because they feel they are better for them, healthier.

The Udi's products are very oriented to snack products. There's a wide range of crackers, cookies, muffins, breakfast bars, granola bars. The Udi's

products are more baked products. Their principal volume is in bread but also have a range of snacks and pizza and are branching into frozen foods as well.

Q I think you also mentioned Evol. What are the Evol products that are sold by GFA?

A The Evol products are a relatively new -- new company, few years old. We bought them last year. They are frozen foods, started with burritos. Now have a range of bagged frozen products, also the ones that come in the crocks and are expanding very rapidly. They're positioned on a proposition of pure and simple and that their ingredient statements is much, much more -- it's much cleaner. Lean Cuisine probably -- you look at a Lean Cuisine dinner, Lean Cuisine entree, probably got 135 ingredients listed, and 90 percent of them you need to be a chemist to understand what they are. Evol, for example, would have ten, and you would know what they were.

Q Does GFA Brands currently offer any bar products under any of its trademarks?

A Yes. Glutino has granola bars and breakfast bars, and Level Life has low glycemic and carbohydrate control bars.

Q Would you be in a position to describe what GFA Brands knows about the consumers who consume their bar

products?

A Yes. Well, the -- certainly the glutin-free consumers are looking for products that don't contain wheat or at least -- either because they can't. And the people who consume our Level Life products are people that have some -- some sugar, carbohydrate concern, if not diabetic. At the least they have -- they have concerns about how much sugar and carbohydrates they consume.

Q Are you aware of any other consumer packaged goods that use the word balance in their trademark?

A There's a supplement line Nature's Balance that I'm aware of.

Q Are you aware --

A I think that -- go ahead.

Q Are you aware of any confusion between that supplement brand and GFA's Smart Balance products?

A No.

Q Are you aware of any confusion with that supplement brand and GFA's Earth Balance products?

A No.

MS. WILBERT: We've been going for a little over an hour now. Would now be okay for a break?

MR. SCHROEDER: That's fine.

MS. WILBERT: Okay. Off the record.

(Off-the-record discussion.)

BY MS. WILBERT:

Q Are you aware of a product called Simply Balanced?

A Yes.

Q How did you become aware of that product?

A That's a -- that's a Target private-label product or controlled store product. That was originally part of their Archer Farms line.

Q And how did you personally become aware of that product?

A Marketing and sales people talked about it.

Q So it was through your position --

A Yeah.

Q -- at GFA Brands?

A Yeah.

Q And has GFA Brands taken any action with respect to the Simply Balanced trademark use?

A I know we're aware of it, but I don't -- I would have to defer to Tim Kraft or the legal guys. I don't know that -- I don't know that we've taken any specific action. We're aware of it.

Q Are you aware of any instances of confusion between the Simply Balance product and the Smart Balance products?

A No, I'm not aware of the confusion.

MS. WILBERT: I have no further questions.

MR. SCHROEDER: Let's take a short break then, and then I have a few.

(Break taken.)

CROSS-EXAMINATION

BY MR. SCHROEDER:

Q Can I ask you to pull Exhibit 4 out of your stack?

A Okay.

Q Ms. Wilbert asked you a few questions about this document earlier. I just wanted to confirm a few points.

A Sure.

Q With respect to the list of goods and services, has GFA ever used the mark Smart Balance in connection with the sale of vitamins?

A No, not to my knowledge.

Q Has GFA ever used the mark Smart Balance in connection with the sale of supplements?

A Not Smart Balance.

Q Has --

A That I -- that I know of.

Q Okay. Thank you. Has GFA ever used the mark Smart Balance in connection with the sale of meal

replacement bars?

A Not that I know of.

Q Has GFA ever used the mark Smart Balance in connection with the sale of liquid meal replacements?

A Not that I know of.

Q And I would ask you to turn to what was marked as Applicant's Exhibit 5.

A Okay.

Q And, again, looking at the list of goods and services, has GFA ever used the mark Smart Balance in connection with the sale of nut- and seed-based snack bars?

A Not that I know of.

Q Has GFA ever used the mark Smart Balance in connection with the sale of granola-based snack bars?

A Not that I know of.

Q When you were testifying earlier, you mentioned something you referred to as a nugget product.

A Yes.

Q Can you explain to me exactly what that is?

A The nugget product is a -- is a popcorn-based snack, and it's a popcorn that is enrobed with peanut butter.

Q So obviously sold as a pop product. The popcorn is popped?

A Yes, in a bag.
Q Okay. Sold in a bag form.
A Yes.
Q Is it sold alongside your unpopped popcorn?
A In a different section I think. It's sold through Costco. I think it's in a different section.
Q And how long has that product been on the market for?
A This past year.
Q Do you know when it was introduced?
A No.
Q And it's sold only -- sorry.
A Go ahead. Sorry.
Q And it's sold only in Costco at this point?
A I believe our distribution is only in Costco at this point.
Q Is it going to be just a Costco brand?
A No.
Q So you do expect to sell it nationally?
A We expect to expand it.
Q Any plans for when it will be expanded?
A No. We'll see. You know, we're measuring our results and so far I think are good in Costco. But we'll look for opportunities to expand as we go.
Q Is it currently in all Costco stores?

A I'm not sure. Maybe in -- not sure if it's in all Costcos. It's in a number of divisions, but I don't know how many.

Q Well, earlier when you testified, Ms. Wilbert asked you about the percentage of grocery stores that the Smart Balance brand is in. And I believe you answered something to the effect of 97 percent of ACD; is that correct?

A ACV.

Q ACV.

A All commodity volume.

Q Can you explain further what exactly that means?

A All commodity volume is the percentage of volume in a given category that those stores would represent. So if you say, I'm in 97 percent ACV, that means that you are in stores that sell 97 percent of all the products in that category.

Q So does that somehow translate into the actual number of grocery stores?

A And their size.

Q Is there a direct correlation?

A Correlation to the number and size. So it's a volume measure.

Q Okay. So that wouldn't mean, though, that

you're actually in 97 percent of grocery stores?

A No. It means you are represented in 97 percent of the volume that goes through grocery stores.

Q Okay. Thank you.

A So the change -- it will change -- the Krogers of the world are going to have a much higher percentage of the all commodity volume than they do of the total number of stores because they're bigger stores.

Q Okay. That makes sense.

Can I ask you to pull out what's marked as Applicant's Exhibit 23?

A Uh-huh.

Q And when we were looking at Pages 3 and 4, you had testified regarding the unaided awareness and total awareness.

A Yes.

Q Okay. With respect to total awareness, I believe you testified something to the effect of that would be measured by asking the participant, Have you ever heard of blank.

A Yes.

Q Okay. Is -- that was --

A Total awareness, yes. It's aided, yes.

Q Aided. Can you expand that? When you said, Have you ever heard of blank, what exactly happens in

that sort of survey?

A You have a list of -- a list of brands, and you ask consumers, Have you ever heard of these brands?

Q And you give specific brands at that point.

A If it's aided, yes.

Q So you would say, Have you ever heard of Smart Balance? Have you ever heard of --

A I Can't Believe It's Not Butter? Have you ever heard of Land O'Lakes?

Q Okay. Thank you.

A The aid question always precedes the unaided. I mean, the aided -- unaided question precedes the aided question.

Q And the unaided question would be, for example, Can you name --

A Can you name butter substitutes? What comes to mind?

Q Okay. If I ask you to back up to Applicant's Exhibit Number 22 --

A Uh-huh.

Q -- with respect to this document, you had testified briefly about recipes and how there are recipes that use Smart Balance trademark as part of the recipe.

A Yes.

Q Particularly I think you mentioned cookies and cakes?

A Yes.

Q Can you expand exactly as to what ingredients those recipes are referring to?

A You would use Smart Balance cooking oil. You could use Smart Balance spread in preparation of cookies and cakes. You can use Smart Balance peanut butter.

Q So those recipes would be referring to a Smart Balance product as one of the ingredients of the recipe; correct?

A Yes.

Q Okay. Thank you.

Like to ask you to turn back -- sorry, Applicant's Exhibit 23 again.

A Uh-huh.

Q And if I can ask you to turn to Page 11.

A Uh-huh.

Q Now, when you're referring to franchise users, I believe you testified that this would refer to a larger group of people; is that --

A Yes.

Q -- your testimony? What exactly did you mean by larger group of people?

A There are people -- there are people that

buy -- the previous section refers to people who buy Smart Balance spreads. This respects -- this respect -- this talks about people who are purchasers of any Smart Balance product. So there are some people who buy Smart Balance peanut butter, for example, who don't buy spreads. People buy Smart Balance milk who don't buy peanut butter.

Q But, now, isn't the spread category the substantial part of the Smart Balance business?

A The spreads category is the biggest part of our business, yes.

Q So wouldn't the actual number of the consumers buying the Smart Balance buttery spread be much greater than the number of consumers buying all of its other products?

A No.

Q Why do you say that?

A Because there are people who -- because the spreads buyers are included in the franchise number.

Q Okay.

A That's inclusive of that.

Q Okay. That makes more sense, then.

A Yeah. Sure.

Q So it's the buttery spread bars plus --

A Plus all the other stuff.

Q Okay. And ask you to turn to Page 14 of Applicant's Exhibit 23.

A Yes.

Q Now, you were asked a question about the significance of this 84 percent number on the top of this page.

A Right.

Q Do you recall testifying about that number?

A Yes.

Q And can you explain to me again exactly what that 84 percent number means?

A That means of all of the people who buy any Smart Balance product, any one of them, 84 percent buy at least two.

Q Okay. And then I believe the follow-up testimony was directed to how that information might affect confusion if the Smart Balance brand expands -- correct -- if you recall?

A Yes.

Q I believe Ms. Wilbert asked something to the effect of how does that information -- how would that information in fact be confusing if Smart Balance would expand its brands to other product categories. Something to that effect.

A Yes.

Q And your answer was?

A It -- it's a demonstration that people are interested and in fact do purchase Smart Balance across more than one category.

Q Okay. I believe you said something to the effect that Smart Balance purchasers are willing to follow the brand into other categories?

A Yes. We have data that tells us that.

Q And from that you conclude that if Smart Balance were to expand, you do not see confusion among these consumers?

A Correct.

Q What about consumers who are not Smart Balance purchasers? So, for example, in the nutrition brand category, there are certainly consumers who are not Smart Balance purchasers.

A Uh-huh. I'm sure there are.

Q How would the fact -- let me start over.

Does this 84-percent number have any significance on consumers who are not Smart Balance purchasers with respect to confusion?

A I'm not sure I understand your question.

Q Let me -- let me -- let me try to rephrase that.

A Yeah. I'm sorry.

Q No. No. Let me ask you a clearer question.

I believe from -- from how I understood your testimony, the fact that -- according to this document, 84 percent of consumers, Smart Balance purchasers buy more than one product.

A Yes.

Q You believe that if Smart Balance expands its product category those consumers would not be confused?

A I believe that those consumers would not be confused.

Q Okay. So my question, then, is what about the consumers who are not Smart Balance purchasers?

A Well, we know that Smart Balance has a 70-plus percent awareness recognition among all shoppers. So the Smart Balance brand is very well-known. So if we put the Smart Balance brand on other categories, I don't think there would be confusion.

Q What about the remaining 24 percent of consumers who are not aware of the Smart Balance brand? Do you have any data that would support that they would not be confused?

A I -- I don't believe that they would. I can't understand why they would be if 75 percent of the people are already aware of us.

MR. SCHROEDER: No further questions from me.

MS. WILBERT: Okay. Thank you for your time. You're off the hook for today.

(Witness excused.)

(Deposition concluded at 12:45 p.m.)

- - -

1 CERTIFICATE OF OATH
2
3 STATE OF FLORIDA)
4 COUNTY OF DUVAL)
5
6 I, Samantha Cordova, FPR, and a Notary Public,
7 State of Florida, certify that **WILLIAM HOOPER** personally
8 appeared before me on July 15, 2014, and was duly sworn.
9 WITNESS my hand and official seal on this
10 29th day of July, 2014.
11
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14
15
16
17 Samantha Cordova, FPR
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25

SAMANTHA CORDOVA
MY COMMISSION # EE 125072
EXPIRES: August 24, 2015
Bonded Thru Notary Public Underwriters

REPORTER'S CERTIFICATE

STATE OF FLORIDA)
COUNTY OF DUVAL)

I, Samantha Cordova, certify that I was authorized to and did stenographically report the deposition of WILLIAM HOOPER; that a review of the transcript was not requested; and that the foregoing transcript, pages 1 through 69, is a true record of my stenographic notes.

I further certify that I am not a relative, employee, attorney, or counsel of any of the parties, nor am I a relative or employee of any of the parties' attorney or counsel connected with the action, nor am I financially interested in the action.

DATED on this 29th day of July, 2014, Jacksonville, Duval County, Florida.

Samantha Cordova

STATE OF FL)

COUNTY OF St Johns)

I, William Hooper, do hereby certify that I have read the foregoing transcript of proceedings taken on the 07/15/14 and the same is true and correct except for the list of corrections noted on the annexed page.

Dated at 1:10 PM EST

this 4 day of August 2014.

William E Hooper

William Hooper

STATE OF FLORIDA
COUNTY OF ST. JOHNS
The foregoing instrument was acknowledged before me on Aug 4, 2014 by William E Hooper
Type of ID produced FL Drivers License

NOTARY PUBLIC

NOTARY PUBLIC STATE OF FLORIDA

ALEXANDER ORANTES
MY COMMISSION # FF 071521
EXPIRES: November 19, 2017
Bonded Thru Budget Notary Services

TESS was last updated on Fri Jul 11 03:20:56 EDT 2014

Logout Please logout when you are done to release system resources allocated for you.

Record 1 out of 1

SMART BALANCE

Word Mark	SMART BALANCE
Goods and Services	IC 005. US 006 018 044 046 051 052. G & S: vitamins, supplements, vitamin enriched beverages, meal replacement bars, liquid meal replacements
Standard Characters Claimed	
Mark Drawing Code	(4) STANDARD CHARACTER MARK
Serial Number	77864206
Filing Date	November 3, 2009
Current Basis	1B
Original Filing Basis	1B
Published for Opposition	April 20, 2010
International Registration Number	1176826
Owner	(APPLICANT) GFA Brands, Inc. CORPORATION DELAWARE 115 West Century Road, Suite 260 Paramus NEW JERSEY 07652
Attorney of Record	Larry H. Tronco
Type of Mark	TRADEMARK
Register	PRINCIPAL
Live/Dead Indicator	LIVE

SC EXHIBIT
Applicant's
4
Balance Bar Co.
vs GFA Brands
PENGAD 800-631-6989

PTO Form 2197 (Rev 09/2005)
OMB No. 0651-0056 (Exp 09/30/2014)

Change Of Owner's Address

The table below presents the data as entered.

Input Field	Entered
SERIAL NUMBER	77864206
LAW OFFICE ASSIGNED	LAW OFFICE 103
MARK SECTION	
MARK	SMART BALANCE
OWNER SECTION (current)	
NAME	GFA Brands, Inc.
STREET	Suite 260
CITY	Paramus
STATE	New Jersey
ZIP/POSTAL CODE	07652
COUNTRY	US
NEW OWNER ADDRESS	
STREET	115 West Century Road, Suite 260
CITY	Paramus
STATE	New Jersey
ZIP/POSTAL CODE	07652
COUNTRY	United States
SIGNATURE SECTION	
SIGNATURE	/Hillary J. Wucherer/
SIGNATORY NAME	Hillary J. Wucherer
SIGNATORY DATE	03/15/2012
SIGNATORY POSITION	Attorney of Record, Wisconsin Bar Member
SIGNATORY PHONE NUMBER	414.277.5723
FILING INFORMATION SECTION	

SUBMIT DATE	Thu Mar 15 15:38:48 EDT 2012
TEAS STAMP	USPTO/COA-50.58.161.129-2 0120315153848915331-77847 720-4903c105da28f18f2e6de dcf390bf60fba0-N/A-N/A-20 120315151708763644

PTO Form 2196 (Rev 9/2005)
OMB No. 0651-0056 (Exp 09/30/2011)

Revocation of Attorney/Domestic Representative and/or Appointment of Attorney/Domestic Representative

The table below presents the data as entered.

Input Field	Entered
SERIAL NUMBER	77864206
LAW OFFICE ASSIGNED	LAW OFFICE 103
MARK SECTION	
MARK	SMART BALANCE
ATTORNEY SECTION	
ORIGINAL ADDRESS	MARTA S LEVINE QUARLES & BRADY LLP 33616.96465 411 EAST WISCONSIN AVENUE MILWAUKEE, WI 53202 414-225-7563 414-278-3763 pbergin@dkattorneys.com
NEW OTHER APPOINTED ATTORNEYS	Robert L. Titley, Carl R. Schwartz, and Hillary J. Wucherer
NEW ATTORNEY ADDRESS	
STATEMENT TEXT	By submission of this request, the undersigned REVOKES the power of attorney currently of record, as listed above, and hereby APPOINTS the following new attorney:
NAME	Marta S. Levine
FIRM NAME	Quarles & Brady LLP
STREET	411 East Wisconsin Avenue
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ATTORNEY AUTHORIZED TO COMMUNICATE VIA E-MAIL	YES

NEW CORRESPONDENCE ADDRESS

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AUTHORIZED TO COMMUNICATE VIA E-MAIL	YES
OTHER APPOINTED ATTORNEY	Robert L. Titley, Carl R. Schwartz, and Hillary J. Wucherer

SIGNATURE SECTION

SIGNATORY FILE	
ORIGINAL PDF FILE	hw_12145185163-094938802_.sigPOA_SmartBrandTrademarksEtAl.pdf
CONVERTED PDF FILE(S) (1 page)	\\TICRS\EXPORT11\IMAGEOUT11\778\642\77864206\xml1\RAA0002.JPG
SIGNATORY NAME	Norman J. Matar

SIGNATORY POSITION	Executive Vice President & General Counsel
FILING INFORMATION SECTION	
SUBMIT DATE	Mon Feb 07 09:50:45 EST 2011
TEAS STAMP	USPTO/RAA-12.145.185.163-20110207095045718999-7715 4180-480b9ed21bfde18ebaf9 4965d5d3c287f42-N/A-N/A-2 0110207094938802480

PTO Form 2196 (Rev 9/2005)
OMB No. 0651-0056 (Exp 09/30/2011)

Revocation of Attorney/Domestic Representative and/or Appointment of Attorney/Domestic Representative

To the Commissioner for Trademarks:
MARK: SMART BALANCE
SERIAL NUMBER: 77864206

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By submission of this request, the undersigned REVOKES the power of attorney currently of record, as listed above, and hereby APPOINTS the following new attorney: In addition, any additional previously-appointed attorneys that are currently listed in the application are replaced with the new "Other Appointed Attorneys" listed below.

Newly Appointed Attorney:
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Other Appointed Attorneys:

Robert L. Titley, Carl R. Schwartz, and Hillary J. Wucherer

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tm-dept@quarles.com

Original PDF file:
hw_12145185163-094938802_.sigPOA_SmartBrandTrademarksEtAl.pdf
Converted PDF file(s) (1 page)
Signature File1
Signatory's Name: Norman J. Matar
Signatory's Position: Executive Vice President & General Counsel

Serial Number: 77864206
Internet Transmission Date: Mon Feb 07 09:50:45 EST 2011
TEAS Stamp: USPTO/RAA-12.145.185.163-201102070950457
18999-77154180-480b9ed21bfde18ebaf94965d
5d3c287f42-N/A-N/A-20110207094938802480

Revocation of Attorney/Domestic Representative and/or Appointment of Attorney/Domestic Representative

Handwritten Signature

Signature Section:
Signature: _____
Date: February 4, 2011
Signatory's Name: Norman J. Matar
Signatory's Position: Executive Vice President & General Counsel

NOTE TO APPLICANT: When filed as part of the electronic form (i.e., scanned and attached as an image file), include only the signature page (no declaration is required, nor should any other information from the actual revocation be included).

QB\139986.00002\12445918.1

From: TMOfficialNotices@USPTO.GOV
Sent: Tuesday, April 20, 2010 00:30 AM
To: pbergin@dkattorneys.com
Subject: Official USPTO Notice of Publication: Serial Number 77864206

NOTICE OF PUBLICATION

Serial Number: 77-864,206
Mark: SMART BALANCE(STANDARD CHARACTER MARK)
International Class(es): 005
Applicant: GFA Brands, Inc.
Attorney Reference Number: 33616.96465

The mark identified above has been published in the *Trademark Official Gazette* (OG) on Apr 20, 2010. Any party who believes it will be damaged by the registration of the mark may file a notice of opposition (or extension of time therefor) with the Trademark Trial and Appeal Board. If no party files an opposition or extension request within thirty (30) days after the publication date, then within twelve (12) weeks of the publication date a notice of allowance (NOA) should issue. (Note: The applicant must file a Statement of Use or Extension Request within six (6) months after the NOA issues.)

On the publication date or shortly thereafter, the applicant should carefully review the information that appears in the OG for accuracy (see steps, *below*). If any information is incorrect, the applicant should immediately email the requested correction to **TMPostPubQuery@uspto.gov**. For general information about this notice, please contact the Trademark Assistance Center at 1-800-786-9199.

1. Click on the following link or paste the URL into an internet browser:
http://www.uspto.gov/web/trademarks/tmog/20100420_OG.pdf#page=1
2. Wait for the total OG to download completely (as indicated on bottom of OG page).
3. At the top/side of the displayed page, click wherever the "binoculars" icon appears.
4. Enter in the "search" box the name of the applicant (for individual: last name, first name) or the serial number in this exact format (with hyphen and comma): 77-864,206, e.g.
5. View the retrieved result(s). If multiple results appear in the "results" box, click directly on each "search term" shown in the box to access all separate appearances in the OG.

Trademark Snap Shot Publication & Issue Review Stylesheet

(Table presents the data on Publication & Issue Review Complete)

OVERVIEW

SERIAL NUMBER	77864206	FILING DATE	11/03/2009
REG NUMBER	0000000	REG DATE	N/A
REGISTER	PRINCIPAL	MARK TYPE	TRADEMARK
INTL REG #	N/A	INTL REG DATE	N/A
TM ATTORNEY	MACIOL, GENE V J	L.O. ASSIGNED	103

PUB INFORMATION

RUN DATE	03/16/2010
PUB DATE	04/20/2010
STATUS	681-PUBLICATION/ISSUE REVIEW COMPLETE
STATUS DATE	03/15/2010
LITERAL MARK ELEMENT	SMART BALANCE

DATE ABANDONED	N/A	DATE CANCELLED	N/A
SECTION 2F	NO	SECTION 2F IN PART	NO
SECTION 8	NO	SECTION 8 IN PART	NO
SECTION 15	NO	REPUB 12C	N/A
RENEWAL FILED	NO	RENEWAL DATE	N/A
DATE AMEND REG	N/A		

FILING BASIS

FILED BASIS		CURRENT BASIS		AMENDED BASIS	
1 (a)	NO	1 (a)	NO	1 (a)	NO
1 (b)	YES	1 (b)	YES	1 (b)	NO
44D	NO	44D	NO	44D	NO
44E	NO	44E	NO	44E	NO
66A	NO	66A	NO		
NO BASIS	NO	NO BASIS	NO		

MARK DATA

STANDARD CHARACTER MARK	YES
LITERAL MARK ELEMENT	SMART BALANCE

MARK DRAWING CODE	4-STANDARD CHARACTER MARK
COLOR DRAWING FLAG	NO

CURRENT OWNER INFORMATION

PARTY TYPE	10-ORIGINAL APPLICANT
NAME	GFA Brands, Inc.
ADDRESS	Suite 260 115 West Century Rd. Paramus, NJ 07652
ENTITY	03-CORPORATION
CITIZENSHIP	Delaware

GOODS AND SERVICES

INTERNATIONAL CLASS	005
DESCRIPTION TEXT	vitamins, supplements, vitamin enriched beverages, meal replacement bars, liquid meal replacements

GOODS AND SERVICES CLASSIFICATION

INTERNATIONAL CLASS	005	FIRST USE DATE	NONE	FIRST USE IN COMMERCE DATE	NONE	CLASS STATUS	6-ACTIVE

MISCELLANEOUS INFORMATION/STATEMENTS

CHANGE IN REGISTRATION	NO

PROSECUTION HISTORY

DATE	ENT CD	ENT TYPE	DESCRIPTION	ENT NUM
03/15/2010	PREV	O	LAW OFFICE PUBLICATION REVIEW COMPLETED	010
03/10/2010	CNSA	P	APPROVED FOR PUB - PRINCIPAL REGISTER	009
02/16/2010	XAEC	I	EXAMINER'S AMENDMENT ENTERED	008
02/16/2010	ALIE	A	ASSIGNED TO LIE	007
02/16/2010	GNEN	O	NOTIFICATION OF EXAMINERS AMENDMENT E-MAILED	006
02/16/2010	GNEA	F	EXAMINERS AMENDMENT E-MAILED	005
02/16/2010	CNEA	R	EXAMINERS AMENDMENT -WRITTEN	004
02/08/2010	DOCK	D	ASSIGNED TO EXAMINER	003
11/10/2009	NWOS	I	NEW APPLICATION OFFICE SUPPLIED DATA ENTERED IN TRAM	002

11/06/2009	NWAP	I	NEW APPLICATION ENTERED IN TRAM	001

CURRENT CORRESPONDENCE INFORMATION

ATTORNEY	Patrick M. Bergin
CORRESPONDENCE ADDRESS	PATRICK M. BERGIN DAVIS & KUELTHAU, S.C. 111 E KILBOURN AVE STE 1400 MILWAUKEE, WI 53202-6613
DOMESTIC REPRESENTATIVE	NONE

SMART BALANCE

Trademark Snap Shot Publication Stylesheet

(Table presents the data on Publication Approval)

OVERVIEW

SERIAL NUMBER	77864206	FILING DATE	11/03/2009
REG NUMBER	0000000	REG DATE	N/A
REGISTER	PRINCIPAL	MARK TYPE	TRADEMARK
INTL REG #	N/A	INTL REG DATE	N/A
TM ATTORNEY	MACIOL, GENE V J	L.O. ASSIGNED	103

PUB INFORMATION

RUN DATE	03/11/2010
PUB DATE	N/A
STATUS	680-APPROVED FOR PUBLICATON
STATUS DATE	03/10/2010
LITERAL MARK ELEMENT	SMART BALANCE

DATE ABANDONED	N/A	DATE CANCELLED	N/A
SECTION 2F	NO	SECTION 2F IN PART	NO
SECTION 8	NO	SECTION 8 IN PART	NO
SECTION 15	NO	REPUB 12C	N/A
RENEWAL FILED	NO	RENEWAL DATE	N/A
DATE AMEND REG	N/A		

FILING BASIS

FILED BASIS		CURRENT BASIS		AMENDED BASIS	
1 (a)	NO	1 (a)	NO	1 (a)	NO
1 (b)	YES	1 (b)	YES	1 (b)	NO
44D	NO	44D	NO	44D	NO
44E	NO	44E	NO	44E	NO
66A	NO	66A	NO		
NO BASIS	NO	NO BASIS	NO		

MARK DATA

STANDARD CHARACTER MARK	YES
LITERAL MARK ELEMENT	SMART BALANCE

MARK DRAWING CODE	4-STANDARD CHARACTER MARK
COLOR DRAWING FLAG	NO

CURRENT OWNER INFORMATION

PARTY TYPE	10-ORIGINAL APPLICANT
NAME	GFA Brands, Inc.
ADDRESS	Suite 260 115 West Century Rd. Paramus, NJ 07652
ENTITY	03-CORPORATION
CITIZENSHIP	Delaware

GOODS AND SERVICES

INTERNATIONAL CLASS	005
DESCRIPTION TEXT	vitamins, supplements, vitamin enriched beverages, meal replacement bars, liquid meal replacements

GOODS AND SERVICES CLASSIFICATION

INTERNATIONAL CLASS	005	FIRST USE DATE	NONE	FIRST USE IN COMMERCE DATE	NONE	CLASS STATUS	6-ACTIVE

MISCELLANEOUS INFORMATION/STATEMENTS

CHANGE IN REGISTRATION	NO

PROSECUTION HISTORY

DATE	ENT CD	ENT TYPE	DESCRIPTION	ENT NUM
03/10/2010	CNSA	P	APPROVED FOR PUB - PRINCIPAL REGISTER	009
02/16/2010	XAEC	I	EXAMINER'S AMENDMENT ENTERED	008
02/16/2010	ALIE	A	ASSIGNED TO LIE	007
02/16/2010	GNEN	O	NOTIFICATION OF EXAMINERS AMENDMENT E-MAILED	006
02/16/2010	GNEA	F	EXAMINERS AMENDMENT E-MAILED	005
02/16/2010	CNEA	R	EXAMINERS AMENDMENT -WRITTEN	004
02/08/2010	DOCK	D	ASSIGNED TO EXAMINER	003
11/10/2009	NWOS	I	NEW APPLICATION OFFICE SUPPLIED DATA ENTERED IN TRAM	002
11/06/2009	NWAP	I	NEW APPLICATION ENTERED IN TRAM	001

CURRENT CORRESPONDENCE INFORMATION	
ATTORNEY	Patrick M. Bergin
CORRESPONDENCE ADDRESS	PATRICK M. BERGIN DAVIS & KUELTHAU, S.C. 111 E KILBOURN AVE STE 1400 MILWAUKEE, WI 53202-6613
DOMESTIC REPRESENTATIVE	NONE

SMART BALANCE

Trademark Snap Shot Amendment & Mail Processing Stylesheet

(Table presents the data on Amendment & Mail Processing Complete)

OVERVIEW

SERIAL NUMBER	77864206	FILING DATE	11/03/2009
REG NUMBER	0000000	REG DATE	N/A
REGISTER	PRINCIPAL	MARK TYPE	TRADEMARK
INTL REG #	N/A	INTL REG DATE	N/A
TM ATTORNEY	MACIOL, GENE V J	L.O. ASSIGNED	103

PUB INFORMATION

RUN DATE	02/17/2010
PUB DATE	N/A
STATUS	647-EXAMINERS AMENDMENT - MAILED
STATUS DATE	02/16/2010
LITERAL MARK ELEMENT	SMART BALANCE

DATE ABANDONED	N/A	DATE CANCELLED	N/A
SECTION 2F	NO	SECTION 2F IN PART	NO
SECTION 8	NO	SECTION 8 IN PART	NO
SECTION 15	NO	REPUB 12C	N/A
RENEWAL FILED	NO	RENEWAL DATE	N/A
DATE AMEND REG	N/A		

FILING BASIS

FILED BASIS		CURRENT BASIS		AMENDED BASIS	
1 (a)	NO	1 (a)	NO	1 (a)	NO
1 (b)	YES	1 (b)	YES	1 (b)	NO
44D	NO	44D	NO	44D	NO
44E	NO	44E	NO	44E	NO
66A	NO	66A	NO		
NO BASIS	NO	NO BASIS	NO		

MARK DATA

STANDARD CHARACTER MARK	YES
LITERAL MARK ELEMENT	SMART BALANCE

MARK DRAWING CODE	4-STANDARD CHARACTER MARK
COLOR DRAWING FLAG	NO

CURRENT OWNER INFORMATION

PARTY TYPE	10-ORIGINAL APPLICANT
NAME	GFA Brands, Inc.
ADDRESS	Suite 260 115 West Century Rd. Paramus, NJ 07652
ENTITY	03-CORPORATION
CITIZENSHIP	Delaware

GOODS AND SERVICES

INTERNATIONAL CLASS	005
DESCRIPTION TEXT	vitamins, supplements, vitamin enriched beverages, meal replacement bars, liquid meal replacements

GOODS AND SERVICES CLASSIFICATION

INTERNATIONAL CLASS	005	FIRST USE DATE	NONE	FIRST USE IN COMMERCE DATE	NONE	CLASS STATUS	6-ACTIVE

MISCELLANEOUS INFORMATION/STATEMENTS

CHANGE IN REGISTRATION	NO

PROSECUTION HISTORY

DATE	ENT CD	ENT TYPE	DESCRIPTION	ENT NUM
02/16/2010	XAEC	I	EXAMINER'S AMENDMENT ENTERED	008
02/16/2010	ALIE	A	ASSIGNED TO LIE	007
02/16/2010	GNEN	O	NOTIFICATION OF EXAMINERS AMENDMENT E-MAILED	006
02/16/2010	GNEA	F	EXAMINERS AMENDMENT E-MAILED	005
02/16/2010	CNEA	R	EXAMINERS AMENDMENT -WRITTEN	004
02/08/2010	DOCK	D	ASSIGNED TO EXAMINER	003
11/10/2009	NWOS	I	NEW APPLICATION OFFICE SUPPLIED DATA ENTERED IN TRAM	002
11/06/2009	NWAP	I	NEW APPLICATION ENTERED IN TRAM	001

CURRENT CORRESPONDENCE INFORMATION	
ATTORNEY	Patrick M. Bergin
CORRESPONDENCE ADDRESS	PATRICK M. BERGIN DAVIS & KUELTHAU, S.C. 111 E KILBOURN AVE STE 1400 MILWAUKEE, WI 53202-6613
DOMESTIC REPRESENTATIVE	NONE

SMART BALANCE

To:	GFA Brands, Inc. (pbergin@dkattorneys.com)
Subject:	U.S. TRADEMARK APPLICATION NO. 77864206 - SMART BALANCE - 33616.96465
Sent:	2/16/2010 3:32:08 PM
Sent As:	ECOM103@USPTO.GOV
Attachments:	

UNITED STATES PATENT AND TRADEMARK OFFICE

SERIAL NO: 77/864206

MARK: SMART BALANCE

77864206

CORRESPONDENT ADDRESS:
PATRICK M. BERGIN
DAVIS & KUELTHAU, S.C.
111 E KILBOURN AVE STE 1400
MILWAUKEE, WI 53202-6613

GENERAL TRADEMARK INFORMATION:
http://www.uspto.gov/main/trademarks.htm

APPLICANT: GFA Brands, Inc.

CORRESPONDENT'S REFERENCE/DOCKET NO: 33616.96465

CORRESPONDENT E-MAIL ADDRESS:
pbergin@dkattorneys.com

EXAMINER'S AMENDMENT

ISSUE/MAILING DATE: 2/16/2010

OFFICE SEARCH: The examining attorney has searched the Office's database of registered and pending marks and has found no conflicting marks that would bar registration under Trademark Act Section 2(d). 15 U.S.C. §1052(d); TMEP §704.02.

AMENDMENT: In accordance with the authorization granted by Patrick Bergin on February 16, 2010, the application has been AMENDED as indicated below. Please advise the undersigned examining attorney immediately if there is an objection to the amendment. Otherwise, no response is necessary. TMEP §707.

If the identification of goods and/or services has been amended, please note that any future amendments must be in accordance with 37 C.F.R. §2.71(a) and TMEP §1402.07(e).

CLAIM OF PRIOR OWNERSHIP – DO NOT PRINT

Applicant's claim of prior ownership shall not be printed on any subsequent registration that may be issued in this application because the goods in the registrations are unrelated to the goods listed in this application. However, the claim shall remain a part of the application record.

If the applicant has any questions, please telephone the assigned examining attorney.

/V.J./
Gene V.J. Maciol, II
Trademark Attorney Advisor
Law Office 103
571 272 9280
571 273 9280 fax

STATUS CHECK: Check the status of the application at least once every six months from the initial filing date using the USPTO Trademark Applications and Registrations Retrieval (TARR) online system at http://tarr.uspto.gov. When conducting an online status check, print and maintain a copy of the complete TARR screen. If the status of your application has not changed for more than six months, please contact the assigned examining attorney.

To:	GFA Brands, Inc. (pbergin@dkattorneys.com)
Subject:	U.S. TRADEMARK APPLICATION NO. 77864206 - SMART BALANCE - 33616.96465
Sent:	2/16/2010 3:32:12 PM
Sent As:	ECOM103@USPTO.GOV
Attachments:	

IMPORTANT NOTICE REGARDING YOUR TRADEMARK APPLICATION

Your trademark application (Serial No. 77864206) has been reviewed. The examining attorney assigned by the United States Patent and Trademark Office ("USPTO") has written a letter (an "Office action") on 2/16/2010 to which you must respond (*unless the Office letter specifically states that no response is required*). Please follow these steps:

1. Read the Office letter by clicking on this **link** **http://tmportal.uspto.gov/external/portal/tow?DDA=Y&serial_number=77864206&doc_type=EXA&r** **OR** go to **http://tmportal.uspto.gov/external/portal/tow** and enter your serial number to access the Office letter. If you have difficulty accessing the Office letter, contact **TDR@uspto.gov**.

PLEASE NOTE: The Office letter may not be immediately available but will be viewable within 24 hours of this e-mail notification.

2. Contact the examining attorney who reviewed your application if you have any questions about the content of the Office letter (contact information appears at the end thereof).

3. Respond within 6 months, calculated from 2/16/2010 (*or sooner if specified in the Office letter*), using the Trademark Electronic Application System (TEAS) **Response to Office Action form**. If you have difficulty using TEAS, contact **TEAS@uspto.gov**.

ALERT:

Failure to file any required response by the applicable deadline will result in the ABANDONMENT (loss) of your application.

Do NOT hit "Reply" to this e-mail notification, or otherwise attempt to e-mail your response, as the USPTO does NOT accept e-mailed responses.

*** User:GMACIOL ***

#	Total Marks	Dead Marks	Live Viewed Docs	Live Viewed Images	Status/ Search Duration	Search
01	23994	N/A	0	0	0:01	*smart*[bi,ti]
02	33	N/A	0	0	0:01	*smrt*[bi,ti]
03	36193	N/A	0	0	0:01	*bal*[bi,ti]
04	20799	N/A	0	0	0:04	*l{v}n{"cxsz"}*[bi,ti]
05	3917	N/A	0	0	0:02	*bal${v}n{'cxsz"}*[bi,ti]
06	33	8	25	20	0:01	(1 2) and ((3 and 4) 5)

Session started 2/9/2010 10:47:09 AM

Session finished 2/9/2010 10:50:39 AM

Total search duration 0 minutes 10 seconds

Session duration 3 minutes 30 seconds

Defaut NEAR limit=1ADJ limit=1

Sent to TICRS as Serial Number: 77864206

PTO Form 1478 (Rev 9/2006)
OMB No. 0651-0009 (Exp 12/31/2011)

Trademark/Service Mark Application, Principal Register

Serial Number: 77864206
Filing Date: 11/03/2009

The table below presents the data as entered.

Input Field	Entered
SERIAL NUMBER	77864206
MARK INFORMATION	
***MARK**	SMART BALANCE
STANDARD CHARACTERS	YES
USPTO-GENERATED IMAGE	YES
LITERAL ELEMENT	SMART BALANCE
MARK STATEMENT	The mark consists of standard characters, without claim to any particular font, style, size, or color.
REGISTER	Principal
APPLICANT INFORMATION	
***OWNER OF MARK**	GFA Brands, Inc.
INTERNAL ADDRESS	Suite 260
***STREET**	115 West Century Rd.
***CITY**	Paramus
***STATE (Required for U.S. applicants)**	New Jersey
***COUNTRY**	United States
***ZIP/POSTAL CODE (Required for U.S. applicants only)**	07652
LEGAL ENTITY INFORMATION	
TYPE	corporation
STATE/COUNTRY OF INCORPORATION	Delaware
GOODS AND/OR SERVICES AND BASIS INFORMATION	
INTERNATIONAL CLASS	005

*IDENTIFICATION	vitamins, supplements, vitamin enriched beverages, meal replacement bars, liquid meal replacements
FILING BASIS	SECTION 1(b)
ADDITIONAL STATEMENTS SECTION	
PRIOR REGISTRATION(S)	The applicant claims ownership of U.S. Registration Number(s) 2200663, 2276285, 2952127, and others.
ATTORNEY INFORMATION	
NAME	Patrick M. Bergin
ATTORNEY DOCKET NUMBER	33616.96465
FIRM NAME	Davis & Kuelthau, s.c.
INTERNAL ADDRESS	Suite 1400
STREET	111 E. Kilbourn Ave.
CITY	Milwaukee
STATE	Wisconsin
COUNTRY	United States
ZIP/POSTAL CODE	53202
PHONE	414-225-7563
FAX	414-278-3763
EMAIL ADDRESS	pbergin@dkattorneys.com
AUTHORIZED TO COMMUNICATE VIA EMAIL	Yes
OTHER APPOINTED ATTORNEY	Joseph S. Heino
CORRESPONDENCE INFORMATION	
NAME	Patrick M. Bergin
FIRM NAME	Davis & Kuelthau, s.c.
INTERNAL ADDRESS	Suite 1400
STREET	111 E. Kilbourn Ave.
CITY	Milwaukee
STATE	Wisconsin
COUNTRY	United States
ZIP/POSTAL CODE	53202

PHONE	414-225-7563
FAX	414-278-3763
EMAIL ADDRESS	pbergin@dkattorneys.com
AUTHORIZED TO COMMUNICATE VIA EMAIL	Yes
FEE INFORMATION	
NUMBER OF CLASSES	1
FEE PER CLASS	325
***TOTAL FEE DUE**	325
***TOTAL FEE PAID**	325
SIGNATURE INFORMATION	
SIGNATURE	/Patrick M. Bergin/
SIGNATORY'S NAME	Patrick M. Bergin
SIGNATORY'S POSITION	Attorney of record, Wisconsin bar member
DATE SIGNED	11/03/2009

PTO Form 1478 (Rev 9/2006)
OMB No. 0651-0009 (Exp 12/31/2011)

Trademark/Service Mark Application, Principal Register

Serial Number: 77864206
Filing Date: 11/03/2009

To the Commissioner for Trademarks:

MARK: SMART BALANCE (Standard Characters, see mark)
The literal element of the mark consists of SMART BALANCE.
The mark consists of standard characters, without claim to any particular font, style, size, or color.

The applicant, GFA Brands, Inc., a corporation of Delaware, having an address of
Suite 260,
115 West Century Rd.
Paramus, New Jersey 07652
United States
requests registration of the trademark/service mark identified above in the United States Patent and Trademark Office on the Principal Register established by the Act of July 5, 1946 (15 U.S.C. Section 1051 et seq.), as amended, for the following:

International Class 005: vitamins, supplements, vitamin enriched beverages, meal replacement bars, liquid meal replacements
Intent to Use: The applicant has a bona fide intention to use or use through the applicant's related company or licensee the mark in commerce on or in connection with the identified goods and/or services. (15 U.S.C. Section 1051(b)).

The applicant claims ownership of U.S. Registration Number(s) 2200663, 2276285, 2952127, and others.

The applicant's current Attorney Information:
Patrick M. Bergin and Joseph S. Heino of Davis & Kuelthau, s.c.

Suite 1400
111 E. Kilbourn Ave.
Milwaukee, Wisconsin 53202
United States
The attorney docket/reference number is 33616.96465.

The applicant's current Correspondence Information:
Patrick M. Bergin
Davis & Kuelthau, s.c.
Suite 1400
111 E. Kilbourn Ave.
Milwaukee, Wisconsin 53202

414-225-7563(phone)
414-278-3763(fax)
pbergin@dkattorneys.com (authorized)

A fee payment in the amount of $325 has been submitted with the application, representing payment for 1 class(es).

Declaration

The undersigned, being hereby warned that willful false statements and the like so made 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 the application or any resulting registration, declares that he/she is properly authorized to execute this application on behalf of the applicant; he/she believes the applicant to be the owner of the trademark/service mark sought to be registered, or, if the application is being filed under 15 U.S.C. Section 1051(b), he/she believes applicant to be entitled to use such mark in commerce; to the best of his/her knowledge and belief no other person, firm, corporation, or association has the right to use the mark in commerce, either in the identical form thereof or in such near resemblance thereto as to be likely, when used on or in connection with the goods/services of such other person, to cause confusion, or to cause mistake, or to deceive; and that 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: /Patrick M. Bergin/ Date Signed: 11/03/2009
Signatory's Name: Patrick M. Bergin
Signatory's Position: Attorney of record, Wisconsin bar member

RAM Sale Number: 3743
RAM Accounting Date: 11/04/2009

Serial Number: 77864206
Internet Transmission Date: Tue Nov 03 17:46:37 EST 2009
TEAS Stamp: USPTO/BAS-64.132.66.164-2009110317463777
2068-77864206-460b03812c08e748a507f19ec7
1137d398-DA-3743-20091103173743579767

SMART BALANCE

SMART BALANCE

TESS was last updated on Fri Jul 11 03:20:56 EDT 2014

Record 1 out of 1

SMART BALANCE

Word Mark	SMART BALANCE
Goods and Services	IC 029. US 046. G & S: soy chips and yucca chips; snack mixes consisting primarily of processed fruits, processed nuts, raisins and/or seeds; nut and seed-based snack bars IC 030. US 046. G & S: cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, corn chips, snack mixes consisting primarily of crackers, pretzels, nuts and/or popped popcorn, spices, granola-based snack bars; pita chips
Standard Characters Claimed	
Mark Drawing Code	(4) STANDARD CHARACTER MARK
Serial Number	77864268
Filing Date	November 3, 2009
Current Basis	1B
Original Filing Basis	1B
Published for Opposition	August 10, 2010
International Registration Number	1176826
Owner	(APPLICANT) GFA Brands, Inc. CORPORATION DELAWARE 115 West Century Road, Suite 260 Paramus NEW JERSEY 07652
Attorney of Record	Larry H. Tronco
Prior Registrations	2952127
Type of Mark	TRADEMARK
Register	PRINCIPAL
Live/Dead Indicator	LIVE

SC EXHIBIT Applicant's 5 Balance Bar Co vs. GFA Brands
PENGAD 800-631-6989

PTO Form 2197 (Rev 09/2005)
OMB No. 0651-0056 (Exp 09/30/2014)

Change Of Owner's Address

The table below presents the data as entered.

Input Field	Entered
SERIAL NUMBER	77864268
LAW OFFICE ASSIGNED	LAW OFFICE 103
MARK SECTION	
MARK	SMART BALANCE
OWNER SECTION (current)	
NAME	GFA Brands, Inc.
STREET	115 W. Century Rd.
CITY	Paramus
STATE	New Jersey
ZIP/POSTAL CODE	07652
COUNTRY	US
NEW OWNER ADDRESS	
STREET	115 West Century Road, Suite 260
CITY	Paramus
STATE	New Jersey
ZIP/POSTAL CODE	07652
COUNTRY	United States
SIGNATURE SECTION	
SIGNATURE	/Hillary J. Wucherer/
SIGNATORY NAME	Hillary J. Wucherer
SIGNATORY DATE	03/15/2012
SIGNATORY POSITION	Attorney of Record, Wisconsin Bar Member
SIGNATORY PHONE NUMBER	414.277.5723
FILING INFORMATION SECTION	

SUBMIT DATE	Thu Mar 15 15:38:48 EDT 2012
TEAS STAMP	USPTO/COA-50.58.161.129-2 0120315153848915331-77847 720-4903c105da28f18f2e6de dcf390bf60fba0-N/A-N/A-20 120315151708763644

PTO Form 2196 (Rev 9/2005)
OMB No. 0651-0055 (Exp 03/30/2011)

Revocation of Attorney/Domestic Representative and/or Appointment of Attorney/Domestic Representative

The table below presents the data as entered.

Input Field	Entered
SERIAL NUMBER	77864268
LAW OFFICE ASSIGNED	LAW OFFICE 103
MARK SECTION	
MARK	SMART BALANCE
ATTORNEY SECTION	
ORIGINAL ADDRESS	MARTA S LEVINE QUARLES & BRADY LLP 33616.96460 411 E WISCONSIN AVE SUITE 2040 MILWAUKEE, WI 53202-6613 414-225-7563 414-278-3763 pbergin@dkattorneys.com
NEW OTHER APPOINTED ATTORNEYS	Robert L. Titley, Carl R. Schwartz, and Hillary J. Wucherer
NEW ATTORNEY ADDRESS	
STATEMENT TEXT	By submission of this request, the undersigned REVOKES the power of attorney currently of record, as listed above, and hereby APPOINTS the following new attorney:
NAME	Marta S. Levine
FIRM NAME	Quarles & Brady LLP
STREET	411 East Wisconsin Avenue
CITY	Milwaukee
STATE	Wisconsin
COUNTRY	United States

POSTAL/ZIP CODE	53202
PHONE	414 277 5000
FAX	414 271 3552
EMAIL	tm-dept@quarles.com
ATTORNEY AUTHORIZED TO COMMUNICATE VIA E-MAIL	YES

NEW CORRESPONDENCE ADDRESS

NAME	Marta S. Levine
FIRM NAME	Quarles & Brady LLP
STREET	411 East Wisconsin Avenue
CITY	Milwaukee
STATE	Wisconsin
COUNTRY	United States
POSTAL/ZIP CODE	53202
PHONE	414 277 5000
FAX	414 271 3552
EMAIL	tm-dept@quarles.com
AUTHORIZED TO COMMUNICATE VIA E-MAIL	YES
OTHER APPOINTED ATTORNEY	Robert L. Titley, Carl R. Schwartz, and Hillary J. Wucherer

SIGNATURE SECTION

SIGNATORY FILE	
ORIGINAL PDF FILE	hw_12145185163-094938802_._sigPOA_SmartBrandTrademarksEtAl.pdf
CONVERTED PDF FILE(S) (1 page)	\\TICRS\EXPORT11\IMAGEOUT11\778\642\77864268\xml2\RAA0002.JPG
SIGNATORY NAME	Norman J. Matar

SIGNATORY POSITION	Executive Vice President & General Counsel
FILING INFORMATION SECTION	
SUBMIT DATE	Mon Feb 07 09:50:45 EST 2011
TEAS STAMP	USPTO/RAA-12.145.185.163-20110207095045718999-7715 4180-480b9ed21bfde18ebaf9 4965d5d3c287f42-N/A-N/A-2 0110207094938802480

PTO Form 2196 (Rev 9/2005)
OMB No. 0651-0056 (Exp 09/30/2011)

Revocation of Attorney/Domestic Representative and/or Appointment of Attorney/Domestic Representative

To the Commissioner for Trademarks:
MARK: SMART BALANCE
SERIAL NUMBER: 77864268

The original attorney
MARTA S LEVINE
QUARLES & BRADY LLP
33616.96460
411 E WISCONSIN AVE SUITE 2040
MILWAUKEE, WI 53202-6613
414-225-7563
414-278-3763
pbergin@dkattorneys.com

Original Correspondence Address :
MARTA S LEVINE
QUARLES & BRADY LLP
411 E WISCONSIN AVE SUITE 2040
MILWAUKEE, WI 53202-6613
414-225-7563
414-278-3763
pbergin@dkattorneys.com

By submission of this request, the undersigned REVOKES the power of attorney currently of record, as listed above, and hereby APPOINTS the following new attorney: In addition, any additional previously-appointed attorneys that are currently listed in the application are replaced with the new "Other Appointed Attorneys" listed below.

Newly Appointed Attorney:
Marta S. Levine
Quarles & Brady LLP
411 East Wisconsin Avenue
Milwaukee, Wisconsin 53202
United States
414 277 5000
414 271 3552
tm-dept@quarles.com

Other Appointed Attorneys:

Robert L. Titley, Carl R. Schwartz, and Hillary J. Wucherer

The following is to be used as the correspondence address:
Marta S. Levine
Quarles & Brady LLP
411 East Wisconsin Avenue
Milwaukee, Wisconsin 53202
United States

414 277 5000
414 271 3552
tm-dept@quarles.com

Original PDF file:
hw_12145185163-094938802_.sigPOA_SmartBrandTrademarksEtAl.pdf
Converted PDF file(s) (1 page)
Signature File1
Signatory's Name: Norman J. Matar
Signatory's Position: Executive Vice President & General Counsel

Serial Number: 77864268
Internet Transmission Date: Mon Feb 07 09:50:45 EST 2011
TEAS Stamp: USPTO/RAA-12.145.185.163-201102070950457
18999-77154180-480b9ed21bfde18ebaf94965d
5d3c287f42-N/A-N/A-20110207094938802480

Revocation of Attorney/Domestic Representative and/or Appointment of Attorney/Domestic Representative

Handwritten Signature

Signature Section:
Signature: Norman J. Matar
Date: February 4, 2011
Signatory's Name: Norman J. Matar
Signatory's Position: Executive Vice President & General Counsel

NOTE TO APPLICANT: When filed as part of the electronic form (i.e., scanned and attached as an image file), include only the signature page (no declaration is required, nor should any other information from the actual revocation be included).

QB\139986.00002\12445918.1

From: TMOfficialNotices@USPTO.GOV
Sent: Tuesday, August 10, 2010 00:24 AM
To: pbergin@dkattorneys.com
Subject: Official USPTO Notice of Publication: Serial Number 77864268

NOTICE OF PUBLICATION

Serial Number: 77-864,268
Mark: SMART BALANCE(STANDARD CHARACTER MARK)
International Class(es): 029, 030
Applicant: GFA Brands, Inc.
Attorney Reference Number: 33616.96460

The mark identified above has been published in the *Trademark Official Gazette* (OG) on Aug 10, 2010. Any party who believes it will be damaged by the registration of the mark may file a notice of opposition (or extension of time therefor) with the Trademark Trial and Appeal Board. If no party files an opposition or extension request within thirty (30) days after the publication date, then within twelve (12) weeks of the publication date a notice of allowance (NOA) should issue. (Note: The applicant must file a Statement of Use or Extension Request within six (6) months after the NOA issues.)

On the publication date or shortly thereafter, the applicant should carefully review the information that appears in the OG for accuracy (see steps, *below*). If any information is incorrect, the applicant should immediately email the requested correction to **TMPostPubQuery@uspto.gov**. For general information about this notice, please contact the Trademark Assistance Center at 1-800-786-9199.

1. Click on the following link or paste the URL into an internet browser:
http://www.uspto.gov/web/trademarks/tmog/20100810_OG.pdf#page=1
2. Wait for the total OG to download completely (as indicated on bottom of OG page).
3. At the top/side of the displayed page, click wherever the "binoculars" icon appears.
4. Enter in the "search" box the name of the applicant (for individual: last name, first name) or the serial number in this exact format (with hyphen and comma): 77-864,268, e.g.
5. View the retrieved result(s). If multiple results appear in the "results" box, click directly on each "search term" shown in the box to access all separate appearances in the OG.

Trademark Snap Shot Publication & Issue Review Stylesheet

(Table presents the data on Publication & Issue Review Complete)

OVERVIEW

SERIAL NUMBER	77864268	FILING DATE	11/03/2009
REG NUMBER	0000000	REG DATE	N/A
REGISTER	PRINCIPAL	MARK TYPE	TRADEMARK
INTL REG #	N/A	INTL REG DATE	N/A
TM ATTORNEY	MACIOL, GENE V J	L.O. ASSIGNED	103

PUB INFORMATION

RUN DATE	07/06/2010
PUB DATE	08/10/2010
STATUS	681-PUBLICATION/ISSUE REVIEW COMPLETE
STATUS DATE	07/02/2010
LITERAL MARK ELEMENT	SMART BALANCE

DATE ABANDONED	N/A	DATE CANCELLED	N/A
SECTION 2F	NO	SECTION 2F IN PART	NO
SECTION 8	NO	SECTION 8 IN PART	NO
SECTION 15	NO	REPUB 12C	N/A
RENEWAL FILED	NO	RENEWAL DATE	N/A
DATE AMEND REG	N/A		

FILING BASIS

FILED BASIS		CURRENT BASIS		AMENDED BASIS	
1 (a)	NO	1 (a)	NO	1 (a)	NO
1 (b)	YES	1 (b)	YES	1 (b)	NO
44D	NO	44D	NO	44D	NO
44E	NO	44E	NO	44E	NO
66A	NO	66A	NO		
NO BASIS	NO	NO BASIS	NO		

MARK DATA

STANDARD CHARACTER MARK	YES
LITERAL MARK ELEMENT	SMART BALANCE

MARK DRAWING CODE	4-STANDARD CHARACTER MARK
COLOR DRAWING FLAG	NO

CURRENT OWNER INFORMATION

PARTY TYPE	10-ORIGINAL APPLICANT
NAME	GFA Brands, Inc.
ADDRESS	115 W. Century Rd. Suite 260 Paramus, NJ 07652
ENTITY	03-CORPORATION
CITIZENSHIP	Delaware

GOODS AND SERVICES

INTERNATIONAL CLASS	029
DESCRIPTION TEXT	soy chips and yucca chips; snack mixes consisting primarily of processed fruits, processed nuts, raisins and/or seeds; nut and seed-based snack bars
INTERNATIONAL CLASS	030
DESCRIPTION TEXT	cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, corn chips, snack mixes consisting primarily of crackers, pretzels, nuts and/or popped popcorn, spices, granola-based snack bars; pita chips

GOODS AND SERVICES CLASSIFICATION

INTERNATIONAL CLASS	029	FIRST USE DATE	NONE	FIRST USE IN COMMERCE DATE	NONE	CLASS STATUS	6-ACTIVE
INTERNATIONAL CLASS	030	FIRST USE DATE	NONE	FIRST USE IN COMMERCE DATE	NONE	CLASS STATUS	6-ACTIVE

MISCELLANEOUS INFORMATION/STATEMENTS

CHANGE IN REGISTRATION	NO
OWNER OF US REG NOS	2952127

PROSECUTION HISTORY

DATE	ENT CD	ENT TYPE	DESCRIPTION	ENT NUM
07/02/2010	PREV	O	LAW OFFICE PUBLICATION REVIEW COMPLETED	022

07/02/2010	CNSA	P	APPROVED FOR PUB - PRINCIPAL REGISTER	021
06/05/2010	XAEC	I	EXAMINER'S AMENDMENT ENTERED	020
06/02/2010	GNEN	O	NOTIFICATION OF EXAMINERS AMENDMENT E-MAILED	019
06/02/2010	GNEA	O	EXAMINERS AMENDMENT E-MAILED	018
06/02/2010	CNEA	R	EXAMINERS AMENDMENT -WRITTEN	017
06/01/2010	ZZZX	Z	PREVIOUS ALLOWANCE COUNT WITHDRAWN	016
05/28/2010	PBCR	Z	WITHDRAWN FROM PUB - OG REVIEW QUERY	015
05/18/2010	PREV	O	LAW OFFICE PUBLICATION REVIEW COMPLETED	014
05/18/2010	ALIE	A	ASSIGNED TO LIE	013
05/10/2010	CNSA	P	APPROVED FOR PUB - PRINCIPAL REGISTER	012
04/16/2010	TEME	I	TEAS/EMAIL CORRESPONDENCE ENTERED	011
04/16/2010	CRFA	I	CORRESPONDENCE RECEIVED IN LAW OFFICE	010
04/16/2010	TROA	I	TEAS RESPONSE TO OFFICE ACTION RECEIVED	009
02/17/2010	CEPE	I	COMBINED EXAMINER'S AMENDMENT/PRIORITY ACTION ENTERED	008
02/16/2010	ALIE	A	ASSIGNED TO LIE	007
02/16/2010	GEAN	O	NOTIFICATION OF EXAMINER'S AMENDMENT/PRIORITY ACTION E-MAILED	006
02/16/2010	GEAP	F	EXAMINER'S AMENDMENT/PRIORITY ACTION E-MAILED	005
02/16/2010	CPEA	R	EXAMINERS AMENDMENT AND/OR PRIORITY ACTION - COMPLETED	004
02/08/2010	DOCK	D	ASSIGNED TO EXAMINER	003
11/10/2009	NWOS	I	NEW APPLICATION OFFICE SUPPLIED DATA ENTERED IN TRAM	002
11/06/2009	NWAP	I	NEW APPLICATION ENTERED IN TRAM	001

CURRENT CORRESPONDENCE INFORMATION

ATTORNEY	Patrick M. Bergin
CORRESPONDENCE ADDRESS	PATRICK M. BERGIN DAVIS & KUELTHAU, S.C. 111 E KILBOURN AVE STE 1400 MILWAUKEE, WI 53202-6613
DOMESTIC REPRESENTATIVE	NONE

SMART BALANCE

Trademark Snap Shot Publication Stylesheet
(Table presents the data on Publication Approval)

OVERVIEW

SERIAL NUMBER	77864268	FILING DATE	11/03/2009
REG NUMBER	0000000	REG DATE	N/A
REGISTER	PRINCIPAL	MARK TYPE	TRADEMARK
INTL REG #	N/A	INTL REG DATE	N/A
TM ATTORNEY	MACIOL, GENE V J	L.O. ASSIGNED	103

PUB INFORMATION

RUN DATE	07/06/2010
PUB DATE	08/10/2010
STATUS	681-PUBLICATION/ISSUE REVIEW COMPLETE
STATUS DATE	07/02/2010
LITERAL MARK ELEMENT	SMART BALANCE

DATE ABANDONED	N/A	DATE CANCELLED	N/A
SECTION 2F	NO	SECTION 2F IN PART	NO
SECTION 8	NO	SECTION 8 IN PART	NO
SECTION 15	NO	REPUB 12C	N/A
RENEWAL FILED	NO	RENEWAL DATE	N/A
DATE AMEND REG	N/A		

FILING BASIS

FILED BASIS		CURRENT BASIS		AMENDED BASIS	
1 (a)	NO	1 (a)	NO	1 (a)	NO
1 (b)	YES	1 (b)	YES	1 (b)	NO
44D	NO	44D	NO	44D	NO
44E	NO	44E	NO	44E	NO
66A	NO	66A	NO		
NO BASIS	NO	NO BASIS	NO		

MARK DATA

STANDARD CHARACTER MARK	YES
LITERAL MARK ELEMENT	SMART BALANCE

MARK DRAWING CODE	4-STANDARD CHARACTER MARK
COLOR DRAWING FLAG	NO

CURRENT OWNER INFORMATION

PARTY TYPE	10-ORIGINAL APPLICANT
NAME	GFA Brands, Inc.
ADDRESS	115 W. Century Rd. Suite 260 Paramus, NJ 07652
ENTITY	03-CORPORATION
CITIZENSHIP	Delaware

GOODS AND SERVICES

INTERNATIONAL CLASS	029
DESCRIPTION TEXT	soy chips and yucca chips; snack mixes consisting primarily of processed fruits, processed nuts, raisins and/or seeds; nut and seed-based snack bars
INTERNATIONAL CLASS	030
DESCRIPTION TEXT	cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, corn chips, snack mixes consisting primarily of crackers, pretzels, nuts and/or popped popcorn, spices, granola-based snack bars; pita chips

GOODS AND SERVICES CLASSIFICATION

INTERNATIONAL CLASS	029	FIRST USE DATE	NONE	FIRST USE IN COMMERCE DATE	NONE	CLASS STATUS	6-ACTIVE
INTERNATIONAL CLASS	030	FIRST USE DATE	NONE	FIRST USE IN COMMERCE DATE	NONE	CLASS STATUS	6-ACTIVE

MISCELLANEOUS INFORMATION/STATEMENTS

CHANGE IN REGISTRATION	NO
OWNER OF US REG NOS	2952127

PROSECUTION HISTORY

DATE	ENT CD	ENT TYPE	DESCRIPTION	ENT NUM
07/02/2010	PREV	O	LAW OFFICE PUBLICATION REVIEW COMPLETED	022

07/02/2010	CNSA	P	APPROVED FOR PUB - PRINCIPAL REGISTER	021
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06/02/2010	GNEA	O	EXAMINERS AMENDMENT E-MAILED	018
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06/01/2010	ZZZX	Z	PREVIOUS ALLOWANCE COUNT WITHDRAWN	016
05/28/2010	PBCR	Z	WITHDRAWN FROM PUB - OG REVIEW QUERY	015
05/18/2010	PREV	O	LAW OFFICE PUBLICATION REVIEW COMPLETED	014
05/18/2010	ALIE	A	ASSIGNED TO LIE	013
05/10/2010	CNSA	P	APPROVED FOR PUB - PRINCIPAL REGISTER	012
04/16/2010	TEME	I	TEAS/EMAIL CORRESPONDENCE ENTERED	011
04/16/2010	CRFA	I	CORRESPONDENCE RECEIVED IN LAW OFFICE	010
04/16/2010	TROA	I	TEAS RESPONSE TO OFFICE ACTION RECEIVED	009
02/17/2010	CEPE	I	COMBINED EXAMINER'S AMENDMENT/PRIORITY ACTION ENTERED	008
02/16/2010	ALIE	A	ASSIGNED TO LIE	007
02/16/2010	GEAN	O	NOTIFICATION OF EXAMINER'S AMENDMENT/PRIORITY ACTION E-MAILED	006
02/16/2010	GEAP	F	EXAMINER'S AMENDMENT/PRIORITY ACTION E-MAILED	005
02/16/2010	CPEA	R	EXAMINERS AMENDMENT AND/OR PRIORITY ACTION - COMPLETED	004
02/08/2010	DOCK	D	ASSIGNED TO EXAMINER	003
11/10/2009	NWOS	I	NEW APPLICATION OFFICE SUPPLIED DATA ENTERED IN TRAM	002
11/06/2009	NWAP	I	NEW APPLICATION ENTERED IN TRAM	001

CURRENT CORRESPONDENCE INFORMATION

ATTORNEY	Patrick M. Bergin
CORRESPONDENCE ADDRESS	PATRICK M. BERGIN DAVIS & KUELTHAU, S.C. 111 E KILBOURN AVE STE 1400 MILWAUKEE, WI 53202-6613
DOMESTIC REPRESENTATIVE	NONE

SMART BALANCE

Trademark Snap Shot Amendment & Mail Processing Stylesheet

(Table presents the data on Amendment & Mail Processing Complete)

OVERVIEW

SERIAL NUMBER	77864268	FILING DATE	11/03/2009
REG NUMBER	0000000	REG DATE	N/A
REGISTER	PRINCIPAL	MARK TYPE	TRADEMARK
INTL REG #	N/A	INTL REG DATE	N/A
TM ATTORNEY	MACIOL, GENE V J	L.O. ASSIGNED	103

PUB INFORMATION

RUN DATE	06/08/2010
PUB DATE	N/A
STATUS	647-EXAMINERS AMENDMENT - MAILED
STATUS DATE	06/02/2010
LITERAL MARK ELEMENT	SMART BALANCE

DATE ABANDONED	N/A	DATE CANCELLED	N/A
SECTION 2F	NO	SECTION 2F IN PART	NO
SECTION 8	NO	SECTION 8 IN PART	NO
SECTION 15	NO	REPUB 12C	N/A
RENEWAL FILED	NO	RENEWAL DATE	N/A
DATE AMEND REG	N/A		

FILING BASIS

FILED BASIS		CURRENT BASIS		AMENDED BASIS	
1 (a)	NO	1 (a)	NO	1 (a)	NO
1 (b)	YES	1 (b)	YES	1 (b)	NO
44D	NO	44D	NO	44D	NO
44E	NO	44E	NO	44E	NO
66A	NO	66A	NO		
NO BASIS	NO	NO BASIS	NO		

MARK DATA

STANDARD CHARACTER MARK	YES
LITERAL MARK ELEMENT	SMART BALANCE

MARK DRAWING CODE	4-STANDARD CHARACTER MARK
COLOR DRAWING FLAG	NO

CURRENT OWNER INFORMATION

PARTY TYPE	10-ORIGINAL APPLICANT
NAME	GFA Brands, Inc.
ADDRESS	115 W. Century Rd. Suite 260 Paramus, NJ 07652
ENTITY	03-CORPORATION
CITIZENSHIP	Delaware

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DESCRIPTION TEXT	cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, corn chips, snack mixes consisting primarily of crackers, pretzels, nuts and/or popped popcorn, spices, granola-based snack bars; pita chips

GOODS AND SERVICES CLASSIFICATION

INTERNATIONAL CLASS	029	FIRST USE DATE	NONE	FIRST USE IN COMMERCE DATE	NONE	CLASS STATUS	6-ACTIVE
INTERNATIONAL CLASS	030	FIRST USE DATE	NONE	FIRST USE IN COMMERCE DATE	NONE	CLASS STATUS	6-ACTIVE

MISCELLANEOUS INFORMATION/STATEMENTS

CHANGE IN REGISTRATION	NO
OWNER OF US REG NOS	2952127

PROSECUTION HISTORY

DATE	ENT CD	ENT TYPE	DESCRIPTION	ENT NUM
06/05/2010	XAEC	I	EXAMINER'S AMENDMENT ENTERED	020

06/02/2010	GNEN	O	NOTIFICATION OF EXAMINERS AMENDMENT E-MAILED	019
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05/18/2010	PREV	O	LAW OFFICE PUBLICATION REVIEW COMPLETED	014
05/18/2010	ALIE	A	ASSIGNED TO LIE	013
05/10/2010	CNSA	P	APPROVED FOR PUB - PRINCIPAL REGISTER	012
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02/16/2010	GEAP	F	EXAMINER'S AMENDMENT/PRIORITY ACTION E-MAILED	005
02/16/2010	CPEA	R	EXAMINERS AMENDMENT AND/OR PRIORITY ACTION - COMPLETED	004
02/08/2010	DOCK	D	ASSIGNED TO EXAMINER	003
11/10/2009	NWOS	I	NEW APPLICATION OFFICE SUPPLIED DATA ENTERED IN TRAM	002
11/06/2009	NWAP	I	NEW APPLICATION ENTERED IN TRAM	001

CURRENT CORRESPONDENCE INFORMATION

ATTORNEY	Patrick M. Bergin
CORRESPONDENCE ADDRESS	PATRICK M. BERGIN DAVIS & KUELTHAU, S.C. 111 E KILBOURN AVE STE 1400 MILWAUKEE, WI 53202-6613
DOMESTIC REPRESENTATIVE	NONE

SMART BALANCE

To: GFA Brands, Inc. (pbergin@dkattorneys.com)

Subject: U.S. TRADEMARK APPLICATION NO. 77864268 - SMART BALANCE - 33616.96460

Sent: 6/2/2010 10:53:57 AM

Sent As: ECOM103@USPTO.GOV

Attachments:

UNITED STATES PATENT AND TRADEMARK OFFICE

SERIAL NO: 77864268

MARK: SMART BALANCE

77864268

CORRESPONDENT ADDRESS:
PATRICK M. BERGIN
DAVIS & KUELTHAU, S.C.
111 E KILBOURN AVE STE 1400
MILWAUKEE, WI 53202-6613

GENERAL TRADEMARK INFORMATION:
http://www.uspto.gov/main/trademarks.htm

APPLICANT: GFA Brands, Inc.

CORRESPONDENT'S REFERENCE/DOCKET NO: 33616.96460

CORRESPONDENT E-MAIL ADDRESS:
pbergin@dkattorneys.com

EXAMINER'S AMENDMENT

ISSUE/MAILING DATE: 6/2/2010

AMENDMENT: In accordance with the authorization granted by *In re Teeâ€'Pak, Inc.*164 USPQ 88 (TTAB 1969), *Groening v. Missouri Botanical Garden*, 59 USPQ2d 1601 (ComrPats 1999) and TMEP §707.02, the application has been AMENDED as indicated below.

CLASSIFICATION OF GOODS

International class 29 - soy chips and yucca chips; snack mixes consisting primarily of processed fruits, processed nuts, raisins and/or seeds; nut and seed-based snack bars.

International class 30 - cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, corn chips, snack mixes consisting primarily of crackers, pretzels, nuts and/or

popped popcorn, spices, granola-based snack bars; **pita chips**.

NOTE: The above amendment moves "pita chips" from international class 29, to international class 30. No other changes have been made.

With this Examiner's Amendment all refusals and/or requirements have been satisfied and/or withdrawn. If the applicant has any questions, please telephone the assigned examining attorney.

/V.J./
Gene V.J. Maciol, II
Trademark Attorney Advisor
Law Office 103
571 272 9280
571 273 9280 fax

STATUS CHECK: Check the status of the application at least once every six months from the initial filing date using the USPTO Trademark Applications and Registrations Retrieval (TARR) online system at http://tarr.uspto.gov. When conducting an online status check, print and maintain a copy of the complete TARR screen. If the status of your application has not changed for more than six months, please contact the assigned examining attorney.

To:	GFA Brands, Inc. (pbergin@dkattorneys.com)
Subject:	U.S. TRADEMARK APPLICATION NO. 77864268 - SMART BALANCE - 33616.96460
Sent:	6/2/2010 10:54:03 AM
Sent As:	ECOM103@USPTO.GOV
Attachments:	

IMPORTANT NOTICE REGARDING YOUR TRADEMARK APPLICATION

Your trademark application (Serial No. 77864268) has been reviewed. The examining attorney assigned by the United States Patent and Trademark Office ("USPTO") has written a letter (an "Office action") on 6/2/2010 to which you must respond (*unless the Office letter specifically states that no response is required*). Please follow these steps:

1. Read the Office letter by clicking on this **link** **http://tmportal.uspto.gov/external/portal/tow?DDA=Y&serial_number=77864268&doc_type=EXA&1** **OR** go to **http://tmportal.uspto.gov/external/portal/tow** and enter your serial number to access the Office letter. If you have difficulty accessing the Office letter, contact **TDR@uspto.gov**.

PLEASE NOTE: The Office letter may not be immediately available but will be viewable within 24 hours of this e-mail notification.

2. Contact the examining attorney who reviewed your application if you have any questions about the content of the Office letter (contact information appears at the end thereof).

3. Respond within 6 months, calculated from **6/2/2010** (*or sooner if specified in the Office letter*), using the Trademark Electronic Application System (TEAS) **Response to Office Action form**. If you have difficulty using TEAS, contact **TEAS@uspto.gov**.

ALERT:

Failure to file any required response by the applicable deadline will result in the ABANDONMENT (loss) of your application.

Do NOT hit "Reply" to this e-mail notification, or otherwise attempt to e-mail your response, as the USPTO does NOT accept e-mailed responses.

Trademark Snap Shot Publication & Issue Review Stylesheet

(Table presents the data on Publication & Issue Review Complete)

OVERVIEW

SERIAL NUMBER	77864268	FILING DATE	11/03/2009
REG NUMBER	0000000	REG DATE	N/A
REGISTER	PRINCIPAL	MARK TYPE	TRADEMARK
INTL REG #	N/A	INTL REG DATE	N/A
TM ATTORNEY	MACIOL, GENE V J	L.O. ASSIGNED	103

PUB INFORMATION

RUN DATE	05/19/2010
PUB DATE	06/22/2010
STATUS	681-PUBLICATION/ISSUE REVIEW COMPLETE
STATUS DATE	05/18/2010
LITERAL MARK ELEMENT	SMART BALANCE

DATE ABANDONED	N/A	DATE CANCELLED	N/A
SECTION 2F	NO	SECTION 2F IN PART	NO
SECTION 8	NO	SECTION 8 IN PART	NO
SECTION 15	NO	REPUB 12C	N/A
RENEWAL FILED	NO	RENEWAL DATE	N/A
DATE AMEND REG	N/A		

FILING BASIS

FILED BASIS		CURRENT BASIS		AMENDED BASIS	
1 (a)	NO	1 (a)	NO	1 (a)	NO
1 (b)	YES	1 (b)	YES	1 (b)	NO
44D	NO	44D	NO	44D	NO
44E	NO	44E	NO	44E	NO
66A	NO	66A	NO		
NO BASIS	NO	NO BASIS	NO		

MARK DATA

STANDARD CHARACTER MARK	YES
LITERAL MARK ELEMENT	SMART BALANCE

MARK DRAWING CODE	4-STANDARD CHARACTER MARK
COLOR DRAWING FLAG	NO

CURRENT OWNER INFORMATION

PARTY TYPE	10-ORIGINAL APPLICANT
NAME	GFA Brands, Inc.
ADDRESS	115 W. Century Rd. Suite 260 Paramus, NJ 07652
ENTITY	03-CORPORATION
CITIZENSHIP	Delaware

GOODS AND SERVICES

INTERNATIONAL CLASS	029
DESCRIPTION TEXT	pita chips, soy chips and yucca chips; snack mixes consisting primarily of processed fruits, processed nuts, raisins and/or seeds; nut and seed-based snack bars
INTERNATIONAL CLASS	030
DESCRIPTION TEXT	cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, corn chips, snack mixes consisting primarily of crackers, pretzels, nuts and/or popped popcorn, spices, granola-based snack bars

GOODS AND SERVICES CLASSIFICATION

INTERNATIONAL CLASS	029	FIRST USE DATE	NONE	FIRST USE IN COMMERCE DATE	NONE	CLASS STATUS	6-ACTIVE
INTERNATIONAL CLASS	030	FIRST USE DATE	NONE	FIRST USE IN COMMERCE DATE	NONE	CLASS STATUS	6-ACTIVE

MISCELLANEOUS INFORMATION/STATEMENTS

CHANGE IN REGISTRATION	NO
OWNER OF US REG NOS	2952127

PROSECUTION HISTORY

DATE	ENT CD	ENT TYPE	DESCRIPTION	ENT NUM
05/18/2010	PREV	O	LAW OFFICE PUBLICATION REVIEW COMPLETED	014

05/18/2010	ALIE	A	ASSIGNED TO LIE	013
05/10/2010	CNSA	P	APPROVED FOR PUB - PRINCIPAL REGISTER	012
04/16/2010	TEME	I	TEAS/EMAIL CORRESPONDENCE ENTERED	011
04/16/2010	CRFA	I	CORRESPONDENCE RECEIVED IN LAW OFFICE	010
04/16/2010	TROA	I	TEAS RESPONSE TO OFFICE ACTION RECEIVED	009
02/17/2010	CEPE	I	COMBINED EXAMINER'S AMENDMENT/PRIORITY ACTION ENTERED	008
02/16/2010	ALIE	A	ASSIGNED TO LIE	007
02/16/2010	GEAN	O	NOTIFICATION OF EXAMINER'S AMENDMENT/PRIORITY ACTION E-MAILED	006
02/16/2010	GEAP	F	EXAMINER'S AMENDMENT/PRIORITY ACTION E-MAILED	005
02/16/2010	CPEA	R	EXAMINERS AMENDMENT AND/OR PRIORITY ACTION - COMPLETED	004
02/08/2010	DOCK	D	ASSIGNED TO EXAMINER	003
11/10/2009	NWOS	I	NEW APPLICATION OFFICE SUPPLIED DATA ENTERED IN TRAM	002
11/06/2009	NWAP	I	NEW APPLICATION ENTERED IN TRAM	001

CURRENT CORRESPONDENCE INFORMATION

ATTORNEY	Patrick M. Bergin
CORRESPONDENCE ADDRESS	PATRICK M. BERGIN DAVIS & KUELTHAU, S.C. 111 E KILBOURN AVE STE 1400 MILWAUKEE, WI 53202-6613
DOMESTIC REPRESENTATIVE	NONE

SMART BALANCE

Trademark Snap Shot Publication Stylesheet
(Table presents the data on Publication Approval)

OVERVIEW

SERIAL NUMBER	77864268	FILING DATE	11/03/2009
REG NUMBER	0000000	REG DATE	N/A
REGISTER	PRINCIPAL	MARK TYPE	TRADEMARK
INTL REG #	N/A	INTL REG DATE	N/A
TM ATTORNEY	MACIOL, GENE V J	L.O. ASSIGNED	103

PUB INFORMATION

RUN DATE	05/11/2010
PUB DATE	N/A
STATUS	680-APPROVED FOR PUBLICATON
STATUS DATE	05/10/2010
LITERAL MARK ELEMENT	SMART BALANCE

DATE ABANDONED	N/A	DATE CANCELLED	N/A
SECTION 2F	NO	SECTION 2F IN PART	NO
SECTION 8	NO	SECTION 8 IN PART	NO
SECTION 15	NO	REPUB 12C	N/A
RENEWAL FILED	NO	RENEWAL DATE	N/A
DATE AMEND REG	N/A		

FILING BASIS

FILED BASIS		CURRENT BASIS		AMENDED BASIS	
1 (a)	NO	1 (a)	NO	1 (a)	NO
1 (b)	YES	1 (b)	YES	1 (b)	NO
44D	NO	44D	NO	44D	NO
44E	NO	44E	NO	44E	NO
66A	NO	66A	NO		
NO BASIS	NO	NO BASIS	NO		

MARK DATA

STANDARD CHARACTER MARK	YES
LITERAL MARK ELEMENT	SMART BALANCE

MARK DRAWING CODE	4-STANDARD CHARACTER MARK
COLOR DRAWING FLAG	NO

CURRENT OWNER INFORMATION

PARTY TYPE	10-ORIGINAL APPLICANT
NAME	GFA Brands, Inc.
ADDRESS	Suite 260 115 W. Century Rd. Paramus, NJ 07652
ENTITY	03-CORPORATION
CITIZENSHIP	Delaware

GOODS AND SERVICES

INTERNATIONAL CLASS	029
DESCRIPTION TEXT	pita chips, soy chips and yucca chips; snack mixes consisting primarily of processed fruits, processed nuts, raisins and/or seeds; nut and seed-based snack bars
INTERNATIONAL CLASS	030
DESCRIPTION TEXT	cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, corn chips, snack mixes consisting primarily of crackers, pretzels, nuts and/or popped popcorn, spices, granola-based snack bars

GOODS AND SERVICES CLASSIFICATION

INTERNATIONAL CLASS	029	FIRST USE DATE	NONE	FIRST USE IN COMMERCE DATE	NONE	CLASS STATUS	6-ACTIVE
INTERNATIONAL CLASS	030	FIRST USE DATE	NONE	FIRST USE IN COMMERCE DATE	NONE	CLASS STATUS	6-ACTIVE

MISCELLANEOUS INFORMATION/STATEMENTS

CHANGE IN REGISTRATION	NO
OWNER OF US REG NOS	2952127

PROSECUTION HISTORY

DATE	ENT CD	ENT TYPE	DESCRIPTION	ENT NUM
05/10/2010	CNSA	P	APPROVED FOR PUB - PRINCIPAL REGISTER	012

04/16/2010	TEME	I	TEAS/EMAIL CORRESPONDENCE ENTERED	011
04/16/2010	CRFA	I	CORRESPONDENCE RECEIVED IN LAW OFFICE	010
04/16/2010	TROA	I	TEAS RESPONSE TO OFFICE ACTION RECEIVED	009
02/17/2010	CEPE	I	COMBINED EXAMINER'S AMENDMENT/PRIORITY ACTION ENTERED	008
02/16/2010	ALIE	A	ASSIGNED TO LIE	007
02/16/2010	GEAN	O	NOTIFICATION OF EXAMINER'S AMENDMENT/PRIORITY ACTION E-MAILED	006
02/16/2010	GEAP	F	EXAMINER'S AMENDMENT/PRIORITY ACTION E-MAILED	005
02/16/2010	CPEA	R	EXAMINERS AMENDMENT AND/OR PRIORITY ACTION - COMPLETED	004
02/08/2010	DOCK	D	ASSIGNED TO EXAMINER	003
11/10/2009	NWOS	I	NEW APPLICATION OFFICE SUPPLIED DATA ENTERED IN TRAM	002
11/06/2009	NWAP	I	NEW APPLICATION ENTERED IN TRAM	001

CURRENT CORRESPONDENCE INFORMATION

ATTORNEY	Patrick M. Bergin
CORRESPONDENCE ADDRESS	PATRICK M. BERGIN DAVIS & KUELTHAU, S.C. 111 E KILBOURN AVE STE 1400 MILWAUKEE, WI 53202-6613
DOMESTIC REPRESENTATIVE	NONE

SMART BALANCE

Trademark Snap Shot Amendment & Mail Processing Stylesheet

(Table presents the data on Amendment & Mail Processing Complete)

OVERVIEW

SERIAL NUMBER	77864268	FILING DATE	11/03/2009
REG NUMBER	0000000	REG DATE	N/A
REGISTER	PRINCIPAL	MARK TYPE	TRADEMARK
INTL REG #	N/A	INTL REG DATE	N/A
TM ATTORNEY	MACIOL, GENE V J	L.O. ASSIGNED	103

PUB INFORMATION

RUN DATE	04/17/2010
PUB DATE	N/A
STATUS	661-RESPONSE AFTER NON-FINAL-ACTION-ENTERED
STATUS DATE	04/16/2010
LITERAL MARK ELEMENT	SMART BALANCE

DATE ABANDONED	N/A	DATE CANCELLED	N/A
SECTION 2F	NO	SECTION 2F IN PART	NO
SECTION 8	NO	SECTION 8 IN PART	NO
SECTION 15	NO	REPUB 12C	N/A
RENEWAL FILED	NO	RENEWAL DATE	N/A
DATE AMEND REG	N/A		

FILING BASIS

FILED BASIS		CURRENT BASIS		AMENDED BASIS	
1 (a)	NO	1 (a)	NO	1 (a)	NO
1 (b)	YES	1 (b)	YES	1 (b)	NO
44D	NO	44D	NO	44D	NO
44E	NO	44E	NO	44E	NO
66A	NO	66A	NO		
NO BASIS	NO	NO BASIS	NO		

MARK DATA

STANDARD CHARACTER MARK	YES
LITERAL MARK ELEMENT	SMART BALANCE

MARK DRAWING CODE	4-STANDARD CHARACTER MARK
COLOR DRAWING FLAG	NO

CURRENT OWNER INFORMATION

PARTY TYPE	10-ORIGINAL APPLICANT
NAME	GFA Brands, Inc.
ADDRESS	Suite 260 115 W. Century Rd. Paramus, NJ 07652
ENTITY	03-CORPORATION
CITIZENSHIP	Delaware

GOODS AND SERVICES

INTERNATIONAL CLASS	029
DESCRIPTION TEXT	pita chips, soy chips and yucca chips; snack mixes consisting primarily of processed fruits, processed nuts, raisins and/or seeds; nut and seed-based snack bars
INTERNATIONAL CLASS	030
DESCRIPTION TEXT	cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, corn chips, snack mixes consisting primarily of crackers, pretzels, nuts and/or popped popcorn, spices, granola-based snack bars

GOODS AND SERVICES CLASSIFICATION

INTERNATIONAL CLASS	029	FIRST USE DATE	NONE	FIRST USE IN COMMERCE DATE	NONE	CLASS STATUS	6-ACTIVE
INTERNATIONAL CLASS	030	FIRST USE DATE	NONE	FIRST USE IN COMMERCE DATE	NONE	CLASS STATUS	6-ACTIVE

MISCELLANEOUS INFORMATION/STATEMENTS

CHANGE IN REGISTRATION	NO
OWNER OF US REG NOS	2952127

PROSECUTION HISTORY

DATE	ENT CD	ENT TYPE	DESCRIPTION	ENT NUM
04/16/2010	TEME	I	TEAS/EMAIL CORRESPONDENCE ENTERED	011

04/16/2010	CRFA	I	CORRESPONDENCE RECEIVED IN LAW OFFICE	010
04/16/2010	TROA	I	TEAS RESPONSE TO OFFICE ACTION RECEIVED	009
02/17/2010	CEPE	I	COMBINED EXAMINER'S AMENDMENT/PRIORITY ACTION ENTERED	008
02/16/2010	ALIE	A	ASSIGNED TO LIE	007
02/16/2010	GEAN	O	NOTIFICATION OF EXAMINER'S AMENDMENT/PRIORITY ACTION E-MAILED	006
02/16/2010	GEAP	F	EXAMINER'S AMENDMENT/PRIORITY ACTION E-MAILED	005
02/16/2010	CPEA	R	EXAMINERS AMENDMENT AND/OR PRIORITY ACTION - COMPLETED	004
02/08/2010	DOCK	D	ASSIGNED TO EXAMINER	003
11/10/2009	NWOS	I	NEW APPLICATION OFFICE SUPPLIED DATA ENTERED IN TRAM	002
11/06/2009	NWAP	I	NEW APPLICATION ENTERED IN TRAM	001

CURRENT CORRESPONDENCE INFORMATION

ATTORNEY	Patrick M. Bergin
CORRESPONDENCE ADDRESS	PATRICK M. BERGIN DAVIS & KUELTHAU, S.C. 111 E KILBOURN AVE STE 1400 MILWAUKEE, WI 53202-6613
DOMESTIC REPRESENTATIVE	NONE

SMART BALANCE

PTO Form 1957 (Rev 9/2005)
OMB No. 0651-0050 (Exp. 04/30/2011)

Response to Office Action

The table below presents the data as entered.

Input Field	Entered
SERIAL NUMBER	77864268
LAW OFFICE ASSIGNED	LAW OFFICE 103
MARK SECTION (no change)	
GOODS AND/OR SERVICES SECTION (030)(current)	
INTERNATIONAL CLASS	030
DESCRIPTION	
cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, chips, snack mixes, spices, snack bars	
FILING BASIS	Section 1(b)
GOODS AND/OR SERVICES SECTION (030)(proposed)	
INTERNATIONAL CLASS	030
TRACKED TEXT DESCRIPTION	
~~cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, chips, snack mixes, spices, snack bars~~; cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, corn chips, snack mixes consisting primarily of crackers, pretzels, nuts and/or popped popcorn, spices, granola-based snack bars	
FINAL DESCRIPTION	
cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, corn chips, snack mixes consisting primarily of crackers, pretzels, nuts and/or popped popcorn, spices, granola-based snack bars	
FILING BASIS	Section 1(b)
GOODS AND/OR SERVICES SECTION (029)(class added)	
INTERNATIONAL CLASS	029
DESCRIPTION	
pita chips, soy chips and yucca chips; snack mixes consisting primarily of processed fruits, processed nuts, raisins and/or seeds; nut and seed-based snack bars	
FILING BASIS	Section 1(b)

PAYMENT SECTION	
NUMBER OF CLASSES	1
FEE PER CLASS	325
TOTAL FEES DUE	325
SIGNATURE SECTION	
DECLARATION SIGNATURE	/Patrick M. Bergin/
SIGNATORY'S NAME	Patrick M. Bergin
SIGNATORY'S POSITION	Attorney of record, Wisconsin bar member
DATE SIGNED	04/16/2010
RESPONSE SIGNATURE	/Patrick M. Bergin/
SIGNATORY'S NAME	Patrick M. Bergin
SIGNATORY'S POSITION	Attorney of record, Wisconsin bar member
DATE SIGNED	04/16/2010
AUTHORIZED SIGNATORY	YES
FILING INFORMATION SECTION	
SUBMIT DATE	Fri Apr 16 14:54:50 EDT 2010
TEAS STAMP	USPTO/ROA-64.132.66.164-20100416145450232504-77864268-46048342c56db229e886f2484b719d3f85-DA-1120-20100416145009817751

PTO Form 1957 (Rev 9/2005)
OMB No. 0651-0050 (Exp. 04/30/2011)

Response to Office Action

To the Commissioner for Trademarks:

Application serial no. **77864268** has been amended as follows:

CLASSIFICATION AND LISTING OF GOODS/SERVICES
Applicant proposes to amend the following class of goods/services in the application:
Current: Class 030 for cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, chips, snack mixes, spices, snack bars
Original Filing Basis:

Filing Basis: Section 1(b), Intent to Use: The applicant has a bona fide intention to use or use through the applicant's related company or licensee the mark in commerce on or in connection with the identified goods and/or services as of the filing date of the application. (15 U.S.C. Section 1051(b)).

Proposed:
Tracked Text Description: ~~cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, chips, snack mixes, spices, snack bars~~; cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, corn chips, snack mixes consisting primarily of crackers, pretzels, nuts and/or popped popcorn, spices, granola-based snack bars

Class 030 for cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, corn chips, snack mixes consisting primarily of crackers, pretzels, nuts and/or popped popcorn, spices, granola-based snack bars
Filing Basis: Section 1(b), Intent to Use: The applicant has a bona fide intention to use or use through the applicant's related company or licensee the mark in commerce on or in connection with the identified goods and/or services as of the filing date of the application. (15 U.S.C. Section 1051(b)).

Applicant hereby adds the following class of goods/services to the application:
New: Class 029 for pita chips, soy chips and yucca chips; snack mixes consisting primarily of processed fruits, processed nuts, raisins and/or seeds; nut and seed-based snack bars
Filing Basis: Section 1(b), Intent to Use: The applicant has a bona fide intention to use or use through the applicant's related company or licensee the mark in commerce on or in connection with the identified goods and/or services as of the filing date of the application. (15 U.S.C. Section 1051(b)).

FEE(S)
Fee(s) in the amount of $325 is being submitted.

SIGNATURE(S)
Declaration Signature
If the applicant is seeking registration under Section 1(b) and/or Section 44 of the Trademark Act, the applicant has had a bona fide intention to use or use through the applicant's related company or licensee the mark in commerce on or in connection with the identified goods and/or services as of the filing date of the application. 37 C.F.R. Secs. 2.34(a)(2)(i); 2.34 (a)(3)(i); and 2.34(a)(4)(ii); and/or the applicant has had a bona fide intention to exercise legitimate control over the use of the mark in commerce by its members. 37 C.F. R. Sec. 2.44. If the applicant is seeking registration under Section 1(a) of the Trademark Act, the mark was in use in commerce on or in connection with the goods and/or services listed in the application as of the application filing date or as of the date of any submitted allegation of use. 37 C.F.R. Secs. 2.34(a)(1)(i); and/or the applicant has exercised legitimate control over the use of the mark in commerce by its members. 37 C.F.R. Sec. 244. The undersigned, being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. Section1001, and that such willful false statements may jeopardize the validity of the application or any resulting registration, declares that he/she is properly authorized to execute this application on behalf of the applicant; he/she believes the applicant to be the owner of the trademark/service mark sought to be registered, or, if the application is being filed under 15 U.S.C. Section1051(b), he/she believes applicant to be entitled to use such mark in commerce; to the best of his/her knowledge and belief no other person, firm, corporation, or association has the right to use the mark in commerce, either in the identical form thereof or in such near resemblance thereto as to be likely, when used on or in connection with the goods/services of such other person, to cause confusion, or to cause mistake, or to deceive; that if the original application was submitted unsigned, that all statements in the original application and this

submission made of the declaration signer's knowledge are true; and all statements in the original application and this submission made on information and belief are believed to be true.

Signature: /Patrick M. Bergin/ Date: 04/16/2010
Signatory's Name: Patrick M. Bergin
Signatory's Position: Attorney of record, Wisconsin bar member

Response Signature
Signature: /Patrick M. Bergin/ Date: 04/16/2010
Signatory's Name: Patrick M. Bergin
Signatory's Position: Attorney of record, Wisconsin bar member

The signatory has confirmed that he/she is an attorney who is a member in good standing of the bar of the highest court of a U.S. state, which includes the District of Columbia, Puerto Rico, and other federal territories and possessions; and he/she is currently the applicant's attorney or an associate thereof; and to the best of his/her knowledge, if prior to his/her appointment another U.S. attorney or a Canadian attorney/agent not currently associated with his/her company/firm previously represented the applicant in this matter: (1) the applicant has filed or is concurrently filing a signed revocation of or substitute power of attorney with the USPTO; (2) the USPTO has granted the request of the prior representative to withdraw; (3) the applicant has filed a power of attorney appointing him/her in this matter; or (4) the applicant's appointed U.S. attorney or Canadian attorney/agent has filed a power of attorney appointing him/her as an associate attorney in this matter.

RAM Sale Number: 1120
RAM Accounting Date: 04/19/2010

Serial Number: 77864268
Internet Transmission Date: Fri Apr 16 14:54:50 EDT 2010
TEAS Stamp: USPTO/ROA-64.132.66.164-2010041614545023
2504-77864268-46048342c56db229e886f2484b
719d3f85-DA-1120-20100416145009817751

RAM SALE NUMBER: 1120
RAM ACCOUNTING DATE: 20100419

INTERNET TRANSMISSION DATE:
2010/04/16

SERIAL NUMBER:
77/864268

Description	Fee Code	Transaction Date	Fee	Number Of Classes	Total Fees Paid
New App	7001	2010/04/16	325	1	325

Trademark Snap Shot Amendment & Mail Processing Stylesheet

(Table presents the data on Amendment & Mail Processing Complete)

OVERVIEW

SERIAL NUMBER	77864268	FILING DATE	11/03/2009
REG NUMBER	0000000	REG DATE	N/A
REGISTER	PRINCIPAL	MARK TYPE	TRADEMARK
INTL REG #	N/A	INTL REG DATE	N/A
TM ATTORNEY	MACIOL, GENE V J	L.O. ASSIGNED	103

PUB INFORMATION

RUN DATE	02/18/2010
PUB DATE	N/A
STATUS	656-EXAMINER'S AMENDMENT/PRIORITY ACTION MAILED
STATUS DATE	02/16/2010
LITERAL MARK ELEMENT	SMART BALANCE

DATE ABANDONED	N/A	DATE CANCELLED	N/A
SECTION 2F	NO	SECTION 2F IN PART	NO
SECTION 8	NO	SECTION 8 IN PART	NO
SECTION 15	NO	REPUB 12C	N/A
RENEWAL FILED	NO	RENEWAL DATE	N/A
DATE AMEND REG	N/A		

FILING BASIS

FILED BASIS		CURRENT BASIS		AMENDED BASIS	
1 (a)	NO	1 (a)	NO	1 (a)	NO
1 (b)	YES	1 (b)	YES	1 (b)	NO
44D	NO	44D	NO	44D	NO
44E	NO	44E	NO	44E	NO
66A	NO	66A	NO		
NO BASIS	NO	NO BASIS	NO		

MARK DATA

STANDARD CHARACTER MARK	YES
LITERAL MARK ELEMENT	SMART BALANCE

MARK DRAWING CODE	4-STANDARD CHARACTER MARK
COLOR DRAWING FLAG	NO

CURRENT OWNER INFORMATION

PARTY TYPE	10-ORIGINAL APPLICANT
NAME	GFA Brands, Inc.
ADDRESS	Suite 260 115 W. Century Rd. Paramus, NJ 07652
ENTITY	03-CORPORATION
CITIZENSHIP	Delaware

GOODS AND SERVICES

INTERNATIONAL CLASS	030
DESCRIPTION TEXT	cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, chips, snack mixes, spices, snack bars

GOODS AND SERVICES CLASSIFICATION

INTERNATIONAL CLASS	030	FIRST USE DATE	NONE	FIRST USE IN COMMERCE DATE	NONE	CLASS STATUS	6-ACTIVE

MISCELLANEOUS INFORMATION/STATEMENTS

CHANGE IN REGISTRATION	NO
OWNER OF US REG NOS	2952127

PROSECUTION HISTORY

DATE	ENT CD	ENT TYPE	DESCRIPTION	ENT NUM
02/17/2010	CEPE	I	COMBINED EXAMINER'S AMENDMENT/PRIORITY ACTION ENTERED	008
02/16/2010	ALIE	A	ASSIGNED TO LIE	007
02/16/2010	GEAN	O	NOTIFICATION OF EXAMINER'S AMENDMENT/PRIORITY ACTION E-MAILED	006
02/16/2010	GEAP	F	EXAMINER'S AMENDMENT/PRIORITY ACTION E-MAILED	005
02/16/2010	CPEA	R	EXAMINERS AMENDMENT AND/OR PRIORITY ACTION - COMPLETED	004
02/08/2010	DOCK	D	ASSIGNED TO EXAMINER	003
11/10/2009	NWOS	I	NEW APPLICATION OFFICE SUPPLIED DATA ENTERED	002

			IN TRAM	
11/06/2009	NWAP	I	NEW APPLICATION ENTERED IN TRAM	001

CURRENT CORRESPONDENCE INFORMATION

ATTORNEY	Patrick M. Bergin
CORRESPONDENCE ADDRESS	PATRICK M. BERGIN DAVIS & KUELTHAU, S.C. 111 E KILBOURN AVE STE 1400 MILWAUKEE, WI 53202-6613
DOMESTIC REPRESENTATIVE	NONE

SMART BALANCE

To: GFA Brands, Inc. (pbergin@dkattorneys.com)

Subject: U.S. TRADEMARK APPLICATION NO. 77864268 - SMART BALANCE - 33616.96460

Sent: 2/16/2010 3:38:24 PM

Sent As: ECOM103@USPTO.GOV

Attachments:

UNITED STATES PATENT AND TRADEMARK OFFICE

SERIAL NO: 77/864268

MARK: SMART BALANCE

77864268

CORRESPONDENT ADDRESS:
PATRICK M. BERGIN
DAVIS & KUELTHAU, S.C.
111 E KILBOURN AVE STE 1400
MILWAUKEE, WI 53202-6613

RESPOND TO THIS ACTION:
http://www.uspto.gov/teas/eTEASpageD.htm

GENERAL TRADEMARK INFORMATION:
http://www.uspto.gov/main/trademarks.htm

APPLICANT: GFA Brands, Inc.

CORRESPONDENT'S REFERENCE/DOCKET NO:
33616.96460
CORRESPONDENT E-MAIL ADDRESS:
pbergin@dkattorneys.com

EXAMINER'S AMENDMENT/PRIORITY ACTION

TO AVOID ABANDONMENT, THE OFFICE MUST RECEIVE A PROPER RESPONSE TO THIS OFFICE ACTION WITHIN 6 MONTHS OF THE ISSUE/MAILING DATE.

ISSUE/MAILING DATE: 2/16/2010

EXAMINER'S AMENDMENT

OFFICE SEARCH: The examining attorney has searched the Office records and has found no similar registered or pending mark which would bar registration under Trademark Act Section 2(d), 15 U.S.C. Section 1052(d). TMEP section 704.02.

AMENDMENT: In accordance with the authorization granted by Patrick Bergin on February 16, 2010,

the application has been AMENDED as indicated below. Please advise the undersigned immediately if there is an objection to the amendment. Otherwise, no response is necessary. TMEP §707.

If the identification of goods or services has been amended, please note that any future amendments must be in accordance with 37 C.F.R. 2.71(a); TMEP section 1402.07(c).

CLAIM OF PRIOR OWNERSHIP – CORRECTION

Applicant is owner of U.S. Registration No. 2952127 and others.

Note: Applicant's claim of unrelated U.S. Registration Nos. 2200663 and 2276285 shall remain a part of the application record.

PRIORITY ACTION

The following issues were discussed with the person listed above.

IDENTIFICATION OF GOODS

The identification of goods is unacceptable because it is indefinite. *See* TMEP §1402.01.

In particular, Applicant must identify the type of "chips", and primary ingredients in the "snack mixes" and "snack bars." As stated, more than one international class may be implicated.

For Applicant's convenience, all indefinite terms and phrases, including suggestions by the examining attorney, have been highlighted.

For assistance with identifying and classifying goods and/or services in trademark applications, please see the online searchable *Manual of Acceptable Identifications of Goods and Services* at http://tess2.uspto.gov/netahtml/tidm.html. *See* TMEP §1402.04.

Applicant may adopt one of the following identification of goods, if accurate:
International class 29 – **pita chips, soy chips and yucca chips; snack mixes consisting primarily of [indicate principal ingredients, e.g. processed fruits, processed nuts and/or raisons]; snack mixes consisting primarily of [indicate principal ingredients, e.g. dehydrated fruit and processed nuts]; nut and seed-based snack bars.**
Or
International class 30 - cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, **corn chips, snack mixes consisting primarily of [indicate principal ingredients, e.g. crackers, pretzels, candied nuts and/or popped popcorn]**, spices, **granola-based snack bars.**

Although identifications of goods may be amended to clarify or limit the goods, adding to or broadening the scope of the goods is not permitted. 37 C.F.R. §2.71(a); *see* TMEP §§1402.06 *et seq.*, 1402.07. Therefore, applicant may not amend the identification to include goods that are not within the scope of the goods set forth in the present identification.

MULTIPLE CLASS APPLICATION

Applicant may choose to adopt more than one identification listed above and proceed as a multi-class application.

If applicant prosecutes this application as a combined, or multiple-class application, then applicant must comply with each of the following for those goods based on an intent to use the mark under Trademark Act Section 1(b):

(1) Applicant must list the goods and/or services by international class; and

(2) Applicant must submit a filing fee for each international class of goods and/or services not covered by the fee already paid (current fee information should be confirmed at http://www.uspto.gov).

See 15 U.S.C. §§1051(b), 1112, 1126(e); 37 C.F.R. §§2.34(a)(2)-(3), 2.86(a); TMEP §§1403.01, 1403.02(c).

FEE INFORMATION

The filing fee for adding classes to an application is as follows:

(1) $325 per class, when the fees are submitted with a response filed online via the Trademark Electronic Application System (TEAS) at http://www.uspto.gov/teas/index.html; or

(2) $375 per class, when the fees are submitted with a paper response.

37 C.F.R. §2.6(a)(1)(i)-(a)(1)(ii); TMEP §§810, 1403.02(c).

RESPONSE GUIDELINES

There is no required format or form for responding to an Office action; however, applicant must explicitly address each refusal and/or requirement raised in this Office action. If a refusal has issued, applicant may wish to argue against the refusal, i.e., submit arguments and/or evidence as to why the refusal should be withdrawn and the mark should register. To respond to requirements, applicant should set forth in writing the required changes or statements and request that the Office enter them into the application record.

The response must be signed by the individual applicant or someone with legal authority to bind a juristic applicant (e.g., a corporate officer or general partner). *See* 37 C.F.R. §§2.62(b), 2.193(e)(2)(ii); TMEP §§611.03(b), 611.06 *et seq.*, 712.01. In the case of joint applicants, all must sign. 37 C.F.R. §2.193(e)(2)(ii); TMEP §611.06(a). In addition, the proper signatory must personally sign or personally enter his/her electronic signature. *See* 37 C.F.R. §2.193(a), (e)(2)(ii); TMEP §§611.01(b), 611.02.

The Office recommends applicants use the Trademark Electronic Application System (TEAS) to respond to Office actions online at http://www.uspto.gov/teas/index.html. If applicant responds on paper via regular mail, the response should include the title "Response to Office Action" and the following information: (1) the name and law office number of the examining attorney, (2) the serial number and filing date of the application, (3) the date of issuance of this Office action, (4) applicant's name, address, telephone number and e-mail address (if applicable), and (5) the mark. 37 C.F.R. §2.194(b)(1); TMEP §302.03(a).

If the applicant has any questions or needs assistance in responding to this Office action, please telephone the assigned examining attorney.

/V.J./
Gene V.J. Maciol, II
Trademark Attorney Advisor
Law Office 103
571 272 9280
571 273 9280 fax

RESPOND TO THIS ACTION: Applicant should file a response to this Office action online using the form at http://www.uspto.gov/teas/eTEASpageD.htm, waiting 48-72 hours if applicant received notification of the Office action via e-mail. For *technical* assistance with the form, please e-mail TEAS@uspto.gov. For questions about the Office action itself, please contact the assigned examining attorney. **Do not respond to this Office action by e-mail; the USPTO does not accept e-mailed responses.**

If responding by paper mail, please include the following information: the application serial number, the mark, the filing date and the name, title/position, telephone number and e-mail address of the person signing the response. Please use the following address: Commissioner for Trademarks, P.O. Box 1451, Alexandria, VA 22313-1451.

STATUS CHECK: Check the status of the application at least once every six months from the initial filing date using the USPTO Trademark Applications and Registrations Retrieval (TARR) online system at http://tarr.uspto.gov. When conducting an online status check, print and maintain a copy of the complete TARR screen. If the status of your application has not changed for more than six months, please contact the assigned examining attorney.

To:	GFA Brands, Inc. (pbergin@dkattorneys.com)
Subject:	U.S. TRADEMARK APPLICATION NO. 77864268 - SMART BALANCE - 33616.96460
Sent:	2/16/2010 3:38:27 PM
Sent As:	ECOM103@USPTO.GOV
Attachments:	

IMPORTANT NOTICE REGARDING YOUR TRADEMARK APPLICATION

Your trademark application (Serial No. 77864268) has been reviewed. The examining attorney assigned by the United States Patent and Trademark Office ("USPTO") has written a letter (an "Office action") on 2/16/2010 to which you must respond (*unless the Office letter specifically states that no response is required*). Please follow these steps:

1. Read the Office letter by clicking on this **link** **http://tmportal.uspto.gov/external/portal/tow?DDA=Y&serial_number=77864268&doc_type=EAP&r** **OR** go to **http://tmportal.uspto.gov/external/portal/tow** and enter your serial number to access the Office letter. If you have difficulty accessing the Office letter, contact **TDR@uspto.gov**.

PLEASE NOTE: The Office letter may not be immediately available but will be viewable within 24 hours of this e-mail notification.

2. Contact the examining attorney who reviewed your application if you have any questions about the content of the Office letter (contact information appears at the end thereof).

3. Respond within 6 months, calculated from **2/16/2010** (*or sooner if specified in the Office letter*), using the Trademark Electronic Application System (TEAS) **Response to Office Action form**. If you have difficulty using TEAS, contact **TEAS@uspto.gov**.

ALERT:

Failure to file any required response by the applicable deadline will result in the ABANDONMENT (loss) of your application.

Do NOT hit "Reply" to this e-mail notification, or otherwise attempt to e-mail your response, as the USPTO does NOT accept e-mailed responses.

*** User:GMACIOL ***

#	Total Marks	Dead Marks	Live Viewed Docs	Live Viewed Images	Status/ Search Duration	Search
01	23994	N/A	0	0	0:01	*smart*[bi,ti]
02	33	N/A	0	0	0:01	*smrt*[bi,ti]
03	36193	N/A	0	0	0:01	*bal*[bi,ti]
04	20799	N/A	0	0	0:04	*l{v}n{"cxsz"}*[bi,ti]
05	3917	N/A	0	0	0:02	*bal${v}n{'cxsz"}*[bi,ti]
06	33	8	25	20	0:01	(1 2) and ((3 and 4) 5)

Session started 2/9/2010 10:47:09 AM

Session finished 2/9/2010 10:51:13 AM

Total search duration 0 minutes 10 seconds

Session duration 4 minutes 4 seconds

Defaut NEAR limit=1ADJ limit=1

Sent to TICRS as Serial Number: 77864268

PTO Form 1478 (Rev 9/2006)
OMB No. 0651-0009 (Exp 12/31/2011)

Trademark/Service Mark Application, Principal Register

Serial Number: 77864268
Filing Date: 11/03/2009

The table below presents the data as entered.

Input Field	Entered
SERIAL NUMBER	77864268
MARK INFORMATION	
***MARK**	SMART BALANCE
STANDARD CHARACTERS	YES
USPTO-GENERATED IMAGE	YES
LITERAL ELEMENT	SMART BALANCE
MARK STATEMENT	The mark consists of standard characters, without claim to any particular font, style, size, or color.
REGISTER	Principal
APPLICANT INFORMATION	
***OWNER OF MARK**	GFA Brands, Inc.
INTERNAL ADDRESS	Suite 260
***STREET**	115 W. Century Rd.
***CITY**	Paramus
***STATE (Required for U.S. applicants)**	New Jersey
***COUNTRY**	United States
***ZIP/POSTAL CODE (Required for U.S. applicants only)**	07652
LEGAL ENTITY INFORMATION	
TYPE	corporation
STATE/COUNTRY OF INCORPORATION	Delaware
GOODS AND/OR SERVICES AND BASIS INFORMATION	
INTERNATIONAL CLASS	030

*IDENTIFICATION	cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, chips, snack mixes, spices, snack bars
FILING BASIS	SECTION 1(b)
ADDITIONAL STATEMENTS SECTION	
PRIOR REGISTRATION(S)	The applicant claims ownership of U.S. Registration Number(s) 2200663, 2276285, 2952127, and others.
ATTORNEY INFORMATION	
NAME	Patrick M. Bergin
ATTORNEY DOCKET NUMBER	33616.96460
FIRM NAME	Davis & Kuelthau, s.c.
INTERNAL ADDRESS	Suite 1400
STREET	111 E. Kilbourn Ave.
CITY	Milwaukee
STATE	Wisconsin
COUNTRY	United States
ZIP/POSTAL CODE	53202
PHONE	414-225-7563
FAX	414-278-3763
EMAIL ADDRESS	pbergin@dkattorneys.com
AUTHORIZED TO COMMUNICATE VIA EMAIL	Yes
OTHER APPOINTED ATTORNEY	Joseph S. Heino
CORRESPONDENCE INFORMATION	
NAME	Patrick M. Bergin
FIRM NAME	Davis & Kuelthau, s.c.
INTERNAL ADDRESS	Suite 1400
STREET	111 E. Kilbourn Ave.
CITY	Milwaukee
STATE	Wisconsin
COUNTRY	United States

ZIP/POSTAL CODE	53202
PHONE	414-225-7563
FAX	414-278-3763
EMAIL ADDRESS	pbergin@dkattorneys.com
AUTHORIZED TO COMMUNICATE VIA EMAIL	Yes
FEE INFORMATION	
NUMBER OF CLASSES	1
FEE PER CLASS	325
*TOTAL FEE DUE	325
*TOTAL FEE PAID	325
SIGNATURE INFORMATION	
SIGNATURE	/Patrick M. Bergin/
SIGNATORY'S NAME	Patrick M. Bergin
SIGNATORY'S POSITION	Attorney of record, Wisconsin bar member
DATE SIGNED	11/03/2009

PTO Form 1478 (Rev 9/2006)
OMB No. 0651-0009 (Exp 12/31/2011)

Trademark/Service Mark Application, Principal Register

Serial Number: 77864268
Filing Date: 11/03/2009

To the Commissioner for Trademarks:

MARK: SMART BALANCE (Standard Characters, see mark)
The literal element of the mark consists of SMART BALANCE.
The mark consists of standard characters, without claim to any particular font, style, size, or color.

The applicant, GFA Brands, Inc., a corporation of Delaware, having an address of
Suite 260,
115 W. Century Rd.
Paramus, New Jersey 07652
United States
requests registration of the trademark/service mark identified above in the United States Patent and Trademark Office on the Principal Register established by the Act of July 5, 1946 (15 U.S.C. Section 1051 et seq.), as amended, for the following:

International Class 030: cake mix, frosting, cakes, frozen cakes, cookies, coffee, tea, hot chocolate, bread, rolls, crackers, pretzels, chips, snack mixes, spices, snack bars
Intent to Use: The applicant has a bona fide intention to use or use through the applicant's related company or licensee the mark in commerce on or in connection with the identified goods and/or services. (15 U.S.C. Section 1051(b)).

The applicant claims ownership of U.S. Registration Number(s) 2200663, 2276285, 2952127, and others.

The applicant's current Attorney Information:
Patrick M. Bergin and Joseph S. Heino of Davis & Kuelthau, s.c.

Suite 1400
111 E. Kilbourn Ave.
Milwaukee, Wisconsin 53202
United States
The attorney docket/reference number is 33616.96460.

The applicant's current Correspondence Information:
Patrick M. Bergin
Davis & Kuelthau, s.c.
Suite 1400
111 E. Kilbourn Ave.
Milwaukee, Wisconsin 53202

414-225-7563(phone)
414-278-3763(fax)
pbergin@dkattorneys.com (authorized)

A fee payment in the amount of $325 has been submitted with the application, representing payment for 1 class(es).

Declaration

The undersigned, being hereby warned that willful false statements and the like so made 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 the application or any resulting registration, declares that he/she is properly authorized to execute this application on behalf of the applicant; he/she believes the applicant to be the owner of the trademark/service mark sought to be registered, or, if the application is being filed under 15 U.S.C. Section 1051(b), he/she believes applicant to be entitled to use such mark in commerce; to the best of his/her knowledge and belief no other person, firm, corporation, or association has the right to use the mark in commerce, either in the identical form thereof or in such near resemblance thereto as to be likely, when used on or in connection with the goods/services of such other person, to cause confusion, or to cause mistake, or to deceive; and that 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: /Patrick M. Bergin/ Date Signed: 11/03/2009
Signatory's Name: Patrick M. Bergin
Signatory's Position: Attorney of record, Wisconsin bar member

RAM Sale Number: 4732
RAM Accounting Date: 11/04/2009

Serial Number: 77864268
Internet Transmission Date: Tue Nov 03 18:41:17 EST 2009
TEAS Stamp: USPTO/BAS-64.132.66.164-2009110318411708
3450-77864268-4604226d44f0ddee14d99777c8
b65fbec-DA-4732-20091103183049093932

SMART BALANCE

SMART BALANCE

Int. Cl.: 29

Prior U.S. Cl.: 46

Reg. No. 2,200,663

United States Patent and Trademark Office

Registered Oct. 27, 1998

TRADEMARK
PRINCIPAL REGISTER

SMART BALANCE

GFA BRANDS, INC. (OHIO CORPORATION)
211 KNICKERBOCKER ROAD
P.O. BOX 397
CRESSKILL, NJ 076260397

FOR: BUTTER SUBSTITUTES, CHEESE, LOWFAT AND NONFAT CHEESE SUBSTITUTES, MARGARINE, LOWFAT AND NONFAT MARGARINE SUBSTITUTES, SHORTENING, LOWFAT AND NONFAT SHORTENING, SNACK FOOD DIPS AND VEGETABLE OILS, IN CLASS 29 (U.S. CL. 46).

FIRST USE 10-0-1996; IN COMMERCE 10-0-1996.

SN 75-977,525, FILED 7-1-1996.

MONTIA O. GIVENS, EXAMINING ATTORNEY

Generated on: This page was generated by TSDR on 2014-07-11 16:00:02 EDT

Mark: SMART BALANCE

US Serial Number: 75977525

Application Filing Date: Jul. 01, 1996

US Registration Number: 2200663

Registration Date: Oct. 27, 1998

Register: Principal

Mark Type: Trademark

Status: The registration has been renewed.

Status Date: May 09, 2009

Publication Date: Sep. 16, 1997

Notice of Allowance Date: Dec. 09, 1997

Mark Information

Mark Literal Elements: SMART BALANCE

Standard Character Claim: No

Mark Drawing Type: 1 - TYPESET WORD(S) /LETTER(S) /NUMBER(S)

Related Properties Information

International Registration Number: 1176826

International Application(s) /Registration(s) Based on this Property: A0037907/1176826

Claimed Ownership of US Registrations: 75127811

Child Of: 75127811

Goods and Services

Note: The following symbols indicate that the registrant/owner has amended the goods/services:

- Brackets [..] indicate deleted goods/services;
- Double parenthesis ((..)) identify any goods/services not claimed in a Section 15 affidavit of incontestability; and
- Asterisks *..* identify additional (new) wording in the goods/services.

For: butter substitutes, cheese, lowfat [and nonfat] cheese [substitutes,] margarine, [lowfat and nonfat margarine substitutes,] shortening, lowfat and nonfat shortening, [snack food dips] and vegetable oils

International Class(es): 029 - Primary Class

U.S Class(es): 046

Class Status: ACTIVE

Basis: 1(a)

First Use: Oct. 1996

Use in Commerce: Oct. 1996

Basis Information (Case Level)

Filed Use:	No	**Currently Use:**	Yes	**Amended Use:**	No
Filed ITU:	Yes	**Currently ITU:**	No	**Amended ITU:**	No
Filed 44D:	No	**Currently 44D:**	No	**Amended 44D:**	No
Filed 44E:	No	**Currently 44E:**	No	**Amended 44E:**	No
Filed 66A:	No	**Currently 66A:**	No		
Filed No Basis:	No	**Currently No Basis:**	No		

Current Owner(s) Information

Owner Name: GFA BRANDS, INC.

Owner Address: 115 West Century Road
Suite 260
Paramus, NEW JERSEY 07652
UNITED STATES

Legal Entity Type: CORPORATION

State or Country Where Organized: DELAWARE

Attorney/Correspondence Information

Attorney of Record

Attorney Name: Larry H. Tronco

Attorney Primary Email Address: docket@hollandhart.com

Attorney Email Authorized: Yes

Correspondent

Correspondent Name/Address: Larry H. Tronco
Holland & Hart LLP
P.O. Box 8749
Attn: Trademark Docketing
Denver, COLORADO 80201
UNITED STATES

Phone: (303) 473-2873

Fax: (303) 473-2720

Correspondent e-mail: docket@hollandhart.com

Correspondent e-mail Authorized: Yes

Domestic Representative - Not Found

Prosecution History

Date	Description	Proceeding Number
May 21, 2014	ATTORNEY REVOKED AND/OR APPOINTED	
May 21, 2014	TEAS REVOKE/APPOINT ATTORNEY RECEIVED	
Nov. 15, 2013	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	88888
Nov. 15, 2013	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Jul. 17, 2013	ASSIGNMENT OF OWNERSHIP NOT UPDATED AUTOMATICALLY	
Jun. 19, 2013	TEAS CHANGE OF CORRESPONDENCE RECEIVED	
Mar. 15, 2012	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	88888
Mar. 15, 2012	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Nov. 18, 2009	ASSIGNMENT OF OWNERSHIP NOT UPDATED AUTOMATICALLY	
Nov. 11, 2009	ASSIGNMENT OF OWNERSHIP NOT UPDATED AUTOMATICALLY	
May 09, 2009	REGISTERED AND RENEWED (FIRST RENEWAL - 10 YRS)	69471
May 09, 2009	REGISTERED - SEC. 8 (10-YR) ACCEPTED/SEC. 9 GRANTED	
Apr. 27, 2009	ASSIGNED TO PARALEGAL	69471
Apr. 24, 2009	TEAS SECTION 8 & 9 RECEIVED	
Nov. 07, 2007	ASSIGNMENT OF OWNERSHIP NOT UPDATED AUTOMATICALLY	
Aug. 02, 2007	CASE FILE IN TICRS	
Jun. 06, 2007	ASSIGNMENT OF OWNERSHIP NOT UPDATED AUTOMATICALLY	
Jun. 06, 2007	ASSIGNMENT OF OWNERSHIP NOT UPDATED AUTOMATICALLY	
Jun. 06, 2007	ASSIGNMENT OF OWNERSHIP NOT UPDATED AUTOMATICALLY	
May 23, 2007	AUTOMATIC UPDATE OF ASSIGNMENT OF OWNERSHIP	
Jan. 07, 2004	REGISTERED - SEC. 8 (6-YR) ACCEPTED & SEC. 15 ACK.	
Oct. 29, 2003	REGISTERED - SEC. 8 (6-YR) & SEC. 15 FILED	
Oct. 29, 2003	TEAS SECTION 8 & 15 RECEIVED	
Oct. 27, 1998	REGISTERED-PRINCIPAL REGISTER	
Aug. 27, 1998	ALLOWED PRINCIPAL REGISTER - SOU ACCEPTED	
Jul. 29, 1998	STATEMENT OF USE PROCESSING COMPLETE	
Jun. 26, 1998	EXTENSION 1 GRANTED	

May 07, 1998	USE AMENDMENT FILED	
May 07, 1998	EXTENSION 1 FILED	
Jun. 27, 1998	DIVISIONAL PROCESSING COMPLETE	
Dec. 09, 1997	NOA MAILED - SOU REQUIRED FROM APPLICANT	
Sep. 16, 1997	PUBLISHED FOR OPPOSITION	
Aug. 15, 1997	NOTICE OF PUBLICATION	
Jul. 16, 1997	APPROVED FOR PUB - PRINCIPAL REGISTER	
Jun. 18, 1997	CORRESPONDENCE RECEIVED IN LAW OFFICE	
Jan. 21, 1997	NON-FINAL ACTION MAILED	
Jan. 15, 1997	ASSIGNED TO EXAMINER	73343
Jan. 13, 1997	ASSIGNED TO EXAMINER	70722

Maintenance Filings or Post Registration Information

Affidavit of Continued Use: Section 8 - Accepted

Affidavit of Incontestability: Section 15 - Accepted

Renewal Date: Oct. 27, 2008

TM Staff and Location Information

TM Staff Information - None

File Location

Current Location: POST REGISTRATION **Date in Location:** May 09, 2009

Assignment Abstract Of Title Information

Summary

Total Assignments: 13 **Registrant:** GFA Brands, Inc.

Assignment 1 of 13

Conveyance: ASSIGNS THE ENTIRE INTEREST

Reel/Frame: 2825/0874 **Pages:** 6

Date Recorded: Apr. 02, 2004

Supporting Documents: assignment-tm-2825-0874.pdf

Assignor

Name: GFA BRANDS, INC. **Execution Date:** Mar. 31, 2004

Legal Entity Type: CORPORATION **State or Country Where Organized:** OHIO

Assignee

Name: GFA BRANDS, INC.

Legal Entity Type: CORPORATION **State or Country Where Organized:** DELAWARE

Address: 600 MONTGOMERY STREET
C/O TSG4 L.P., SUITE 2900
SAN FRANCISCO, CALIFORNIA 94111

Correspondent

Correspondent Name: ROPES & GRAY LLP

Correspondent Address: ERIN A.DUGAN, IP PARALEGAL
ONE INTERNATIONAL PLACE
BOSTON, MA 02110

Domestic Representative - Not Found

Assignment 2 of 13

Conveyance: SECURITY AGREEMENT

Reel/Frame: 2952/0167 **Pages:** 35

Date Recorded: Apr. 08, 2004

Supporting Documents: assignment-tm-2952-0167.pdf

Assignor

Name: GFA BRANDS, INC. **Execution Date:** Mar. 31, 2004

Legal Entity Type: CORPORATION **State or Country Where Organized:** DELAWARE

Assignee

Name: UNION BANK OF CALIFORNIA, N.A., AS ADMINISTRATIVE AGENT FOR THE LENDERS

Legal Entity Type: NATIONAL BANKING ASSOCIATION **State or Country Where Organized:** No Place Where Organized Found

Address: 445 SOUTH FIGUEROA STREET, 13TH STREET
ATTN: GARY KIRSHNER
LOS ANGELES, CALIFORNIA 90071

Correspondent

Correspondent Name: PILLSBURY WINTHROP LLP

Correspondent Address: REX D. FRAZIER, ESQ.
725 SOUTH FIGUEROA STREET, SUITE 2800
LOS ANGELES, CALIFORNIA 90017-5406

Domestic Representative - Not Found

Assignment 3 of 13

Conveyance: CHANGE OF ADDRESS

Reel/Frame: 2926/0149 **Pages:** 3

Date Recorded: Aug. 10, 2004

Supporting Documents: assignment-tm-2926-0149.pdf

Assignor

Name: GFA BRANDS, INC. **Execution Date:** Aug. 10, 2004

Legal Entity Type: CORPORATION **State or Country Where Organized:** DELAWARE

Assignee

Name: GFA BRANDS, INC.

Legal Entity Type: CORPORATION **State or Country Where Organized:** DELAWARE

Address: 211 KNICKERBOCKER ROAD
CRESSKILL, NEW JERSEY 07626

Correspondent

Correspondent Name: ROPES & GRAY LLP

Correspondent Address: JACOB E. COMER, ESQ.
ONE INTERNATIONAL PLACE
BOSTON, MA 02110

Domestic Representative - Not Found

Assignment 4 of 13

Conveyance: RELEASE BY SECURED PARTY

Reel/Frame: 3544/0352 **Pages:** 5

Date Recorded: May 15, 2007

Supporting Documents: assignment-tm-3544-0352.pdf

Assignor

Name: UNION BANK OF CALIFORNIA N.A. **Execution Date:** May 14, 2007

Legal Entity Type: NATIONAL BANKING ASSOCIATION **State or Country Where Organized:** No Place Where Organized Found

Assignee

Name: GFA BRANDS, INC.

Legal Entity Type: CORPORATION **State or Country Where Organized:** DELAWARE

Address: P.O. BOX 397 211 KNICKERBOCKER ROAD
CRESSKILL, NEW JERSEY 07626

Correspondent

Correspondent Name: PATRICK M. BERGIN

Correspondent Address: 111 EAST KILBOURN AVENUE
SUITE 1400
MILWAUKEE, WI 53202

Domestic Representative - Not Found

Assignment 5 of 13

Conveyance: FIRST LIEN INTELLECTUAL PROPERTY SECURITY AGREEMENT

Reel/Frame: 3652/0879 **Pages:** 12

Date Recorded: Nov. 01, 2007

Supporting Documents: assignment-tm-3652-0879.pdf

Assignor

Name: BSB ACQUISITION CO., INC.
Execution Date: May 21, 2007
Legal Entity Type: CORPORATION
State or Country Where Organized: No Place Where Organized Found

Name: BOULDER SPECIALTY BRANDS, INC.
Execution Date: May 21, 2007
Legal Entity Type: CORPORATION
State or Country Where Organized: No Place Where Organized Found

Assignee

Name: BANK OF AMERICA, N.A.
Legal Entity Type: NATIONAL ASSOCIATION
State or Country Where Organized: No Place Where Organized Found
Address: 1455 MARKET ST.
5TH FLOOR
SAN FRANCISCO, CALIFORNIA 94103

Correspondent

Correspondent Name: SUSAN REISS
Correspondent Address: 599 LEXINGTON AVENUE
SHEARMAN & STERLING LLP
NEW YORK, NY 10022

Domestic Representative - Not Found

Assignment 6 of 13

Conveyance: SECOND LIEN INTELLECTUAL PROPERTY SECURITY AGREEMENT
Reel/Frame: 3652/0891
Pages: 12
Date Recorded: Nov. 01, 2007
Supporting Documents: assignment-tm-3652-0891.pdf

Assignor

Name: BSB ACQUISITION CO., INC.
Execution Date: May 21, 2007
Legal Entity Type: CORPORATION
State or Country Where Organized: No Place Where Organized Found

Name: BOULDER SPECIALTY BRANDS, INC.
Execution Date: May 21, 2007
Legal Entity Type: CORPORATION
State or Country Where Organized: No Place Where Organized Found

Assignee

Name: BANK OF AMERICA, N.A.
Legal Entity Type: NATIONAL ASSOCIATION
State or Country Where Organized: No Place Where Organized Found
Address: 1455 MARKET ST.
5TH FLOOR
SAN FRANCISCO, CALIFORNIA 94103

Correspondent

Correspondent Name: SUSAN REISS
Correspondent Address: 599 LEXINGTON AVENUE
SHEARMAN & STERLING LLP
NEW YORK, NY 10022

Domestic Representative - Not Found

Assignment 7 of 13

Conveyance: RELEASE OF FIRST LIEN INTELLECTUAL PROPERTY SECURITY AGREEMENT
Reel/Frame: 4090/0972
Pages: 11
Date Recorded: Nov. 04, 2009
Supporting Documents: assignment-tm-4090-0972.pdf

Assignor

Name: BANK OF AMERICA, N.A.
Execution Date: Nov. 04, 2009
Legal Entity Type: CORPORATION
State or Country Where Organized: No Place Where Organized Found

Assignee

Name: BSB ACQUISITION CO., INC.
Legal Entity Type: CORPORATION
State or Country Where Organized: DELAWARE
Address: 115 W. CENTURY RD.
SUITE 260

PARAMUS, NEW JERSEY 07652

Name: BOULDER SPECIALTY BRANDS, INC.

Legal Entity Type: CORPORATION

State or Country Where Organized: DELAWARE

Address: 115 WEST CENTURY RD.
SUITE 260
PARAMUS, NEW JERSEY 07652

Correspondent

Correspondent Name: PATRICK M. BERGIN

Correspondent Address: 111 E. KILBOURN AVE.
SUITE 1400
MILWAUKEE, WI 53202

Domestic Representative - Not Found

Assignment 8 of 13

Conveyance: RELEASE OF SECOND LIEN SECURITY INTEREST

Reel/Frame: 4090/0983

Pages: 11

Date Recorded: Nov. 04, 2009

Supporting Documents: assignment-tm-4090-0983.pdf

Assignor

Name: BANK OF AMERICA, N.A.

Execution Date: Nov. 04, 2009

Legal Entity Type: CORPORATION

State or Country Where Organized: No Place Where Organized Found

Assignee

Name: BSB ACQUISITION CO., INC.

Legal Entity Type: CORPORATION

State or Country Where Organized: DELAWARE

Address: 115 W. CENTURY RD.
SUITE 260
PARAMUS, NEW JERSEY 07652

Name: BOULDER SPECIALTY BRANDS, INC.

Legal Entity Type: CORPORATION

State or Country Where Organized: DELAWARE

Address: 115 W. CENTURY RD.
SUITE 260
PARAMUS, NEW JERSEY 07652

Correspondent

Correspondent Name: PATRICK M. BERGIN

Correspondent Address: 111 E. KILBOURN AVE.
SUITE 1400
MILWAUKEE, WI 53202

Domestic Representative - Not Found

Assignment 9 of 13

Conveyance: SECURITY INTEREST

Reel/Frame: 4091/0319

Pages: 10

Date Recorded: Nov. 05, 2009

Supporting Documents: assignment-tm-4091-0319.pdf

Assignor

Name: GFA BRANDS, INC.

Execution Date: Nov. 04, 2009

Legal Entity Type: CORPORATION

State or Country Where Organized: DELAWARE

Assignee

Name: BANK OF MONTREAL, AS AGENT

Legal Entity Type: CHARTERED BANK

State or Country Where Organized: CANADA

Address: 115 SOUTH LASALLE STREET
CHICAGO, ILLINOIS 60603

Correspondent

Correspondent Name: RICHARD KALWA

Correspondent Address: 111 WEST MONROE STREET
CHAPMAN AND CUTLER LLP
CHICAGO, IL 60603

Domestic Representative - Not Found

Assignment 10 of 13

Conveyance: RELEASE BY SECURED PARTY

Reel/Frame: 4812/0734 **Pages:** 7

Date Recorded: Jul. 02, 2012

Supporting Documents: assignment-tm-4812-0734.pdf

Assignor

Name: BANK OF MONTREAL **Execution Date:** Jul. 02, 2012

Legal Entity Type: CANADIAN CHARTERED BANK **State or Country Where Organized:** CANADA

Assignee

Name: GFA BRANDS, INC.

Legal Entity Type: CORPORATION **State or Country Where Organized:** DELAWARE

Address: 115 WEST CENTURY ROAD
SUITE 260
PARAMUS, NEW JERSEY 07652

Correspondent

Correspondent Name: JASON L. GREENBERG

Correspondent Address: ONE NEW YORK PLAZA
FRIED FRANK LLP
NEW YORK, NY 10004-1980

Domestic Representative - Not Found

Assignment 11 of 13

Conveyance: SECURITY INTEREST

Reel/Frame: 4813/0493 **Pages:** 9

Date Recorded: Jul. 02, 2012

Supporting Documents: assignment-tm-4813-0493.pdf

Assignor

Name: GFA BRANDS, INC. **Execution Date:** Jul. 02, 2012

Legal Entity Type: CORPORATION **State or Country Where Organized:** DELAWARE

Assignee

Name: BANK OF MONTREAL, AS AGENT

Legal Entity Type: CHARTERED BANK **State or Country Where Organized:** CANADA

Address: 115 SOUTH LASALLE STREET
CHICAGO, ILLINOIS 60603

Correspondent

Correspondent Name: RICHARD KALWA

Correspondent Address: 111 WEST MONROE STREET
CHAPMAN AND CUTLER LLP
CHICAGO, IL 60603

Domestic Representative - Not Found

Assignment 12 of 13

Conveyance: RELEASE BY SECURED PARTY

Reel/Frame: 5065/0914 **Pages:** 8

Date Recorded: Jul. 09, 2013

Supporting Documents: assignment-tm-5065-0914.pdf

Assignor

Name: BANK OF MONTREAL, AS ADMINISTRATIVE AGENT **Execution Date:** Jul. 09, 2013

Legal Entity Type: CANADIAN CHARTERED BANK **State or Country Where Organized:** CANADA

Assignee

Name: GFA BRANDS, INC.

Legal Entity Type: CORPORATION **State or Country Where Organized:** DELAWARE

Address: 115 WEST CENTURY ROAD
SUITE 260
PARAMUS, NEW JERSEY 07652

Correspondent

Correspondent Name: HENRY LEBOWITZ

Correspondent Address: ONE NEW YORK PLAZA
FRIED FRANK LLP
NEW YORK, NY 10004

Domestic Representative - Not Found

Assignment 13 of 13

Conveyance: TRADEMARK COLLATERAL AGREEMENT

Reel/Frame: 5068/0393 **Pages:** 9

Date Recorded: Jul. 11, 2013

Supporting Documents: assignment-tm-5068-0393.pdf

Assignor

Name: GFA BRANDS, INC. **Execution Date:** Jul. 09, 2013

Legal Entity Type: CORPORATION **State or Country Where Organized:** DELAWARE

Assignee

Name: CITIBANK, N.A., AS ADMINISTRATIVE AGENT

Legal Entity Type: NATIONAL ASSOCIATION **State or Country Where Organized:** UNITED STATES

Address: 390 GREENWICH STREET
NEW YORK, NEW YORK 10013

Correspondent

Correspondent Name: LATHAM & WATKINS LLP

Correspondent Address: 650 TOWN CENTER DRIVE, SUITE 2000
COSTA MESA, CA 92626

Domestic Representative - Not Found

Proceedings

Summary

Number of Proceedings: 4

Type of Proceeding: Opposition

Proceeding Number: 91193265 **Filing Date:** Dec 31, 2009

Status: Terminated **Status Date:** Apr 16, 2010

Interlocutory Attorney: MARY CATHERINE FAINT

Defendant

Name: Isaren AB; c/o Brejans

Correspondent Address: MARK LEBOW
YOUNG & THOMPSON
209 MADISON STREET, SUITE 500
ALEXANDRIA VA , 22314
UNITED STATES

Correspondent e-mail: trademarks@young-thompson.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMART BALANCE GOLF	Abandoned - After Inter-Partes Decision	79065432	

Plaintiff(s)

Name: GFA Brands, Inc.

Correspondent Address: PATRICK M. BERGIN
DAVIS & KUELTHAU, S.C.
111 E. KILBOURN AVE., SUITE 1400
MILWAUKEE WI , 53202
UNITED STATES

Correspondent e-mail: pbergin@dkattorneys.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMART BALANCE	Renewed	75977525	2200663
SMART BALANCE	Renewed	75127811	2276285
SMART BALANCE	Section 8 and 15 - Accepted and Acknowledged	76252358	2952127
SMART BALANCE			

SMART BALANCE	Registered	77512724	3649833
SMART BALANCE OMEGA	Section 8 and 15 - Accepted and Acknowledged	78272133	2958216
SMART BALANCE	Abandoned - No Statement Of Use Filed	77200582	
SMART BALANCE	Registered	77566103	3747526

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Dec 31, 2009	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Jan 05, 2010	Feb 14, 2010
3	PENDING, INSTITUTED	Jan 05, 2010	
4	NOTICE OF DEFAULT	Mar 02, 2010	
5	BOARD'S DECISION: SUSTAINED	Apr 16, 2010	
6	TERMINATED	Apr 16, 2010	

Type of Proceeding: Opposition

Proceeding Number: 91193087 **Filing Date:** Dec 21, 2009

Status: Terminated **Status Date:** Dec 01, 2010

Interlocutory Attorney: JENNIFER KRISP

Defendant

Name: Radlo Foods LLC

Correspondent Address: BASSAM N IBRAHIM
BUCHANAN INGERSOLL & ROONEY PC
1737 KING STREET, SUITE 500
ALEXANDRIA VA , 22314-1404
UNITED STATES

Correspondent e-mail: bassam.ibrahim@bipc.com , lloyd.smith@bipc.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMART GOODNESS	Abandoned - After Inter-Partes Decision	77620901	

Plaintiff(s)

Name: GFA Brands, Inc.

Correspondent Address: PATRICK M BERGIN
DAVIS & KUELTHAU SC
111 EAST KILBOURN AVENUE, SUITE 1400
MILWAUKEE WI , 53202
UNITED STATES

Correspondent e-mail: jheino@dkattorneys.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMART BALANCE	Section 8 and 15 - Accepted and Acknowledged	76252358	2952127
SMART BALANCE	Renewed	75127811	2276285
SMART BALANCE	Renewed	75977525	2200663
SMART BALANCE	Registered	77512724	3649833
SMART BALANCE OMEGA	Section 8 and 15 - Accepted and Acknowledged	78272133	2958216
SMART BALANCE	Abandoned - No Statement Of Use Filed	77200582	
SMART BALANCE	Registered	77566103	3747526

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Dec 21, 2009	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Dec 21, 2009	Jan 30, 2010
3	PENDING, INSTITUTED	Dec 21, 2009	
4	ANSWER	Jan 25, 2010	

5	D'S MOT FOR EXTEN. OF TIME W/ CONSENT	Mar 30, 2010
6	EXTENSION OF TIME GRANTED	Apr 05, 2010
7	D'S MOT FOR EXTEN. OF TIME W/ CONSENT	Mar 31, 2010
8	EXTENSION OF TIME GRANTED	Apr 12, 2010
9	D'S MOT FOR EXTEN. OF TIME W/ CONSENT	Apr 30, 2010
10	EXTENSION OF TIME GRANTED	May 10, 2010
11	CHANGE OF CORRESPONDENCE ADDRESS	May 13, 2010
12	D'S CHANGE OF CORRESPONDENCE ADDRESS	May 13, 2010
13	D'S MOT FOR EXTEN. OF TIME W/ CONSENT	Jun 29, 2010
14	EXTENSION OF TIME GRANTED	Jul 08, 2010
15	D'S MOT FOR EXTEN. OF TIME W/ CONSENT	Aug 30, 2010
16	EXTENSION OF TIME GRANTED	Sep 11, 2010
17	STIPULATION FOR AN EXTENSION OF TIME	Oct 26, 2010
18	EXTENSION OF TIME GRANTED	Oct 26, 2010
19	WITHDRAWAL OF APPLICATION	Nov 23, 2010
20	BOARD'S DECISION: SUSTAINED	Dec 01, 2010
21	TERMINATED	Dec 01, 2010

Type of Proceeding: Opposition

Proceeding Number: 91162269 **Filing Date:** Sep 24, 2004

Status: Terminated **Status Date:** Apr 24, 2005

Interlocutory Attorney: ANGELA LYKOS

Defendant

Name: Ripon Foods, Inc.

Correspondent Address: Mark A. Paskar
Bryan Cave LLP
211 North Broadway Suite 3600
St. Louis MO U SA , 63102-2750

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMART BAKE	Abandoned - After Inter-Partes Decision	78198463	

Plaintiff(s)

Name: GFA Brands, Inc.

Correspondent Address: John L. Ambrogi
Welsh & Katz, Ltd.
120 South Riverside Plaza 22nd Floor
Chicago IL , 60606
UNITED STATES

Correspondent e-mail: jladocket@welshkatz.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMART BALANCE	Renewed	75977525	2200663

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Sep 24, 2004	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Sep 25, 2004	Nov 04, 2004
3	PENDING, INSTITUTED	Sep 25, 2004	
4	NOTICE OF DEFAULT	Mar 12, 2005	
5	BOARD'S DECISION: SUSTAINED	Apr 24, 2005	
6	TERMINATED	Apr 24, 2005	

Type of Proceeding: Extension of Time

Proceeding Number: 78198463 **Filing Date:** Apr 12, 2004

Status: Terminated **Status Date:** Oct 27, 2004

Interlocutory Attorney:

Defendant

Name: Ripon Foods, Inc.

Correspondent Address: Mark A. Paskar
Bryan Cave LLP
211 North Broadway Suite 3600
St. Louis MO , 63102-2750
UNITED STATES

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMART BAKE	Abandoned - After Inter-Partes Decision	78198463	

Potential Opposer(s)

Name: GFA Brands, Inc.

Correspondent Address: John L. Ambrogi
Welsh & Katz, Ltd.
120 South Riverside Plaza 22nd Floor
Chicago IL , 60606
UNITED STATES

Correspondent e-mail: jladocket@welshkatz.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMART BALANCE	Renewed	75977525	2200663

Prosecution History

Entry Number	History Text	Date	Due Date
1	INCOMING - EXT TIME TO OPPOSE FILED	Apr 12, 2004	
2	EXTENSION OF TIME GRANTED	Apr 12, 2004	
3	INCOMING - EXT TIME TO OPPOSE FILED	May 26, 2004	
4	EXTENSION OF TIME GRANTED	May 26, 2004	
5	INCOMING - EXT TIME TO OPPOSE FILED	Jul 23, 2004	
6	EXTENSION OF TIME GRANTED	Jul 23, 2004	

Opposition Nos. 91196954 and 91197748
BALANCE BAR COMPANY v. GFA BRANDS, INC.
Offered by Applicant GFA Brands, Inc.

SC EXHIBIT
Applicant's
7
Balance Bar Co.
vs. GFA Brands
PENGAD 800-631-6989

GFASB018090

Int. Cl.: 29

Prior U.S. Cl.: 46

Reg. No. 3,649,833

United States Patent and Trademark Office **Registered July 7, 2009**

TRADEMARK
PRINCIPAL REGISTER

SMART BALANCE

GFA BRANDS, INC. (DELAWARE CORPORATION)
115 WEST CENTURY ROAD
SUITE 260
PARAMUS, NJ 07652

FOR: PEANUT BUTTER, IN CLASS 29 (U.S. CL. 46).

FIRST USE 10-0-2005; IN COMMERCE 10-0-2005.

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

SER. NO. 77-512,724, FILED 7-1-2008.

ALEX KEAM, EXAMINING ATTORNEY

Generated on: This page was generated by TSDR on 2014-07-11 16:00:59 EDT

Mark: SMART BALANCE

SMART BALANCE

US Serial Number: 77512724

Application Filing Date: Jul. 01, 2008

US Registration Number: 3649833

Registration Date: Jul. 07, 2009

Filed as TEAS Plus: Yes

Currently TEAS Plus: Yes

Register: Principal

Mark Type: Trademark

Status: Registered. The registration date is used to determine when post-registration maintenance documents are due.

Status Date: Jul. 07, 2009

Publication Date: Apr. 21, 2009

Mark Information

Mark Literal Elements: SMART BALANCE

Standard Character Claim: Yes. The mark consists of standard characters without claim to any particular font style, size, or color.

Mark Drawing Type: 4 - STANDARD CHARACTER MARK

Related Properties Information

International Registration Number: 1176826

International Application(s) /Registration(s) Based on this Property: A0037907/1176826

Goods and Services

Note: The following symbols indicate that the registrant/owner has amended the goods/services:

- Brackets [..] indicate deleted goods/services;
- Double parenthesis ((..)) identify any goods/services not claimed in a Section 15 affidavit of incontestability; and
- Asterisks "..* identify additional (new) wording in the goods/services.

For: Peanut butter

International Class(es): 029 - Primary Class

U.S Class(es): 046

Class Status: ACTIVE

Basis: 1(a)

First Use: Oct. 2005

Use in Commerce: Oct. 2005

Basis Information (Case Level)

Filed Use:	Yes	**Currently Use:**	Yes	**Amended Use:**	No
Filed ITU:	No	**Currently ITU:**	No	**Amended ITU:**	No
Filed 44D:	No	**Currently 44D:**	No	**Amended 44D:**	No
Filed 44E:	No	**Currently 44E:**	No	**Amended 44E:**	No
Filed 66A:	No	**Currently 66A:**	No		
Filed No Basis:	No	**Currently No Basis:**	No		

Current Owner(s) Information

Owner Name: GFA BRANDS, INC.

Owner Address: 115 West Century Road
Suite 260
Paramus, NEW JERSEY 07652
UNITED STATES

Legal Entity Type: CORPORATION

State or Country Where Organized: DELAWARE

Attorney/Correspondence Information

Attorney of Record

Attorney Name: Larry H. Tronco

Attorney Primary Email Address: docket@hollandhart.com

Attorney Email Authorized: Yes

Correspondent

Correspondent Name/Address: Larry H. Tronco
Holland & Hart LLP
P.O. Box 8749
Attn: Trademark Docketing
Denver, COLORADO 80201
UNITED STATES

Phone: (303) 473-2873

Fax: (303) 473-2720

Correspondent e-mail: docket@hollandhart.com

Correspondent e-mail Authorized: Yes

Domestic Representative - Not Found

Prosecution History

Date	Description	Proceeding Number
May 21, 2014	ATTORNEY REVOKED AND/OR APPOINTED	
May 21, 2014	TEAS REVOKE/APPOINT ATTORNEY RECEIVED	
Nov. 15, 2013	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	88888
Nov. 15, 2013	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Jul. 17, 2013	ASSIGNMENT OF OWNERSHIP NOT UPDATED AUTOMATICALLY	
Mar. 15, 2012	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	88888
Mar. 15, 2012	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Jul. 07, 2009	REGISTERED-PRINCIPAL REGISTER	
Apr. 21, 2009	PUBLISHED FOR OPPOSITION	
Apr. 01, 2009	NOTICE OF PUBLICATION	
Mar. 16, 2009	LAW OFFICE PUBLICATION REVIEW COMPLETED	70884
Mar. 16, 2009	ASSIGNED TO LIE	70884
Mar. 16, 2009	APPROVED FOR PUB - PRINCIPAL REGISTER	
Mar. 06, 2009	TEAS/EMAIL CORRESPONDENCE ENTERED	88889
Mar. 05, 2009	CORRESPONDENCE RECEIVED IN LAW OFFICE	88889
Mar. 05, 2009	TEAS RESPONSE TO OFFICE ACTION RECEIVED	
Nov. 05, 2008	AUTOMATIC UPDATE OF ASSIGNMENT OF OWNERSHIP	
Oct. 09, 2008	NOTIFICATION OF NON-FINAL ACTION E-MAILED	6325
Oct. 09, 2008	NON-FINAL ACTION E-MAILED	6325
Oct. 09, 2008	NON-FINAL ACTION WRITTEN	75571
Oct. 06, 2008	ASSIGNED TO EXAMINER	75571
Jul. 07, 2008	NEW APPLICATION ENTERED IN TRAM	

TM Staff and Location Information

TM Staff Information - None

File Location

Current Location: PUBLICATION AND ISSUE SECTION

Date in Location: Jul. 07, 2009

Assignment Abstract Of Title Information

Summary

Total Assignments: 6

Registrant: GFA BRANDS, INC.

Assignment 1 of 6

Conveyance: ASSIGNS THE ENTIRE INTEREST

Reel/Frame: 3882/0123

Pages: 3

Date Recorded: Nov. 03, 2008

Supporting Documents: assignment-tm-3882-0123.pdf

Assignor

Name: SMART BALANCE, INC.

Execution Date: Oct. 31, 2008

Legal Entity Type: CORPORATION

State or Country Where Organized: DELAWARE

Assignee

Name: GFA BRANDS, INC.

Legal Entity Type: CORPORATION

State or Country Where Organized: DELAWARE

Address: 115 WEST CENTURY ROAD
SUITE 260
PARAMUS, NEW JERSEY 07652

Correspondent

Correspondent Name: PATRICK M. BERGIN

Correspondent Address: 111 E. KILBOURN AVE.
SUITE 1400
MILWAUKEE, WI 53202

Domestic Representative - Not Found

Assignment 2 of 6

Conveyance: SECURITY INTEREST

Reel/Frame: 4091/0319

Pages: 10

Date Recorded: Nov. 05, 2009

Supporting Documents: assignment-tm-4091-0319.pdf

Assignor

Name: GFA BRANDS, INC.

Execution Date: Nov. 04, 2009

Legal Entity Type: CORPORATION

State or Country Where Organized: DELAWARE

Assignee

Name: BANK OF MONTREAL, AS AGENT

Legal Entity Type: CHARTERED BANK

State or Country Where Organized: CANADA

Address: 115 SOUTH LASALLE STREET
CHICAGO, ILLINOIS 60603

Correspondent

Correspondent Name: RICHARD KALWA

Correspondent Address: 111 WEST MONROE STREET
CHAPMAN AND CUTLER LLP
CHICAGO, IL 60603

Domestic Representative - Not Found

Assignment 3 of 6

Conveyance: RELEASE BY SECURED PARTY

Reel/Frame: 4812/0734

Pages: 7

Date Recorded: Jul. 02, 2012

Supporting Documents: assignment-tm-4812-0734.pdf

Assignor

Name: BANK OF MONTREAL

Execution Date: Jul. 02, 2012

Legal Entity Type: CANADIAN CHARTERED BANK

State or Country Where Organized: CANADA

Assignee

Name: GFA BRANDS, INC.

Legal Entity Type: CORPORATION

State or Country Where Organized: DELAWARE

Address: 115 WEST CENTURY ROAD
SUITE 260
PARAMUS, NEW JERSEY 07652

Correspondent

Correspondent Name: JASON L. GREENBERG

Correspondent Address: ONE NEW YORK PLAZA
FRIED FRANK LLP
NEW YORK, NY 10004-1980

Domestic Representative - Not Found

Assignment 4 of 6

Conveyance: SECURITY INTEREST

Reel/Frame: 4813/0493 **Pages:** 9

Date Recorded: Jul. 02, 2012

Supporting Documents: assignment-tm-4813-0493.pdf

Assignor

Name: GFA BRANDS, INC. **Execution Date:** Jul. 02, 2012

Legal Entity Type: CORPORATION **State or Country Where Organized:** DELAWARE

Assignee

Name: BANK OF MONTREAL, AS AGENT

Legal Entity Type: CHARTERED BANK **State or Country Where Organized:** CANADA

Address: 115 SOUTH LASALLE STREET
CHICAGO, ILLINOIS 60603

Correspondent

Correspondent Name: RICHARD KALWA

Correspondent Address: 111 WEST MONROE STREET
CHAPMAN AND CUTLER LLP
CHICAGO, IL 60603

Domestic Representative - Not Found

Assignment 5 of 6

Conveyance: RELEASE BY SECURED PARTY

Reel/Frame: 5065/0914 **Pages:** 8

Date Recorded: Jul. 09, 2013

Supporting Documents: assignment-tm-5065-0914.pdf

Assignor

Name: BANK OF MONTREAL, AS ADMINISTRATIVE AGENT **Execution Date:** Jul. 09, 2013

Legal Entity Type: CANADIAN CHARTERED BANK **State or Country Where Organized:** CANADA

Assignee

Name: GFA BRANDS, INC.

Legal Entity Type: CORPORATION **State or Country Where Organized:** DELAWARE

Address: 115 WEST CENTURY ROAD
SUITE 260
PARAMUS, NEW JERSEY 07652

Correspondent

Correspondent Name: HENRY LEBOWITZ

Correspondent Address: ONE NEW YORK PLAZA
FRIED FRANK LLP
NEW YORK, NY 10004

Domestic Representative - Not Found

Assignment 6 of 6

Conveyance: TRADEMARK COLLATERAL AGREEMENT

Reel/Frame: 5068/0393 **Pages:** 9

Date Recorded: Jul. 11, 2013

Supporting Documents: assignment-tm-5068-0393.pdf

Assignor

Name: GFA BRANDS, INC. **Execution Date:** Jul. 09, 2013

Legal Entity Type: CORPORATION **State or Country Where Organized:** DELAWARE

Assignee

Name: CITIBANK, N.A., AS ADMINISTRATIVE AGENT

Legal Entity Type: NATIONAL ASSOCIATION **State or Country Where Organized:** UNITED STATES

Address: 390 GREENWICH STREET
NEW YORK, NEW YORK 10013

Correspondent

Correspondent Name: LATHAM & WATKINS LLP

Correspondent Address: 650 TOWN CENTER DRIVE, SUITE 2000
COSTA MESA, CA 92626

Domestic Representative - Not Found

Proceedings

Summary

Number of Proceedings: 2

Type of Proceeding: Opposition

Proceeding Number: 91193265 **Filing Date:** Dec 31, 2009

Status: Terminated **Status Date:** Apr 16, 2010

Interlocutory Attorney: MARY CATHERINE FAINT

Defendant

Name: Isaren AB; c/o Brejans

Correspondent Address: MARK LEBOW
YOUNG & THOMPSON
209 MADISON STREET, SUITE 500
ALEXANDRIA VA , 22314
UNITED STATES

Correspondent e-mail: trademarks@young-thompson.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMART BALANCE GOLF	Abandoned - After Inter-Partes Decision	79065432	

Plaintiff(s)

Name: GFA Brands, Inc.

Correspondent Address: PATRICK M. BERGIN
DAVIS & KUELTHAU, S.C.
111 E. KILBOURN AVE., SUITE 1400
MILWAUKEE WI , 53202
UNITED STATES

Correspondent e-mail: pbergin@dkattorneys.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMART BALANCE	Renewed	75977525	2200663
SMART BALANCE	Renewed	75127811	2276285
SMART BALANCE	Section 8 and 15 - Accepted and Acknowledged	76252358	2952127
SMART BALANCE	Registered	77512724	3649833
SMART BALANCE OMEGA	Section 8 and 15 - Accepted and Acknowledged	78272133	2958216
SMART BALANCE	Abandoned - No Statement Of Use Filed	77200582	
SMART BALANCE	Registered	77566103	3747526

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Dec 31, 2009	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Jan 05, 2010	Feb 14, 2010
3	PENDING, INSTITUTED	Jan 05, 2010	
4	NOTICE OF DEFAULT	Mar 02, 2010	
5	BOARD'S DECISION: SUSTAINED	Apr 16, 2010	
6	TERMINATED	Apr 16, 2010	

Type of Proceeding: Opposition

Proceeding Number: 91193087 **Filing Date:** Dec 21, 2009

Status: Terminated **Status Date:** Dec 01, 2010

Interlocutory Attorney: JENNIFER KRISP

Defendant

Name: Radlo Foods LLC

Correspondent Address: BASSAM N IBRAHIM
BUCHANAN INGERSOLL & ROONEY PC
1737 KING STREET, SUITE 500
ALEXANDRIA VA , 22314-1404
UNITED STATES

Correspondent e-mail: bassam.ibrahim@bipc.com , lloyd.smith@bipc.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMART GOODNESS	Abandoned - After Inter-Partes Decision	77620901	

Plaintiff(s)

Name: GFA Brands, Inc.

Correspondent Address: PATRICK M BERGIN
DAVIS & KUELTHAU SC
111 EAST KILBOURN AVENUE, SUITE 1400
MILWAUKEE WI , 53202
UNITED STATES

Correspondent e-mail: jheino@dkattorneys.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMART BALANCE	Section 8 and 15 - Accepted and Acknowledged	76252358	2952127
SMART BALANCE	Renewed	75127811	2276285
SMART BALANCE	Renewed	75977525	2200663
SMART BALANCE	Registered	77512724	3649833
SMART BALANCE OMEGA	Section 8 and 15 - Accepted and Acknowledged	78272133	2958216
SMART BALANCE	Abandoned - No Statement Of Use Filed	77200582	
SMART BALANCE	Registered	77566103	3747526

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Dec 21, 2009	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Dec 21, 2009	Jan 30, 2010
3	PENDING, INSTITUTED	Dec 21, 2009	
4	ANSWER	Jan 25, 2010	
5	D'S MOT FOR EXTEN. OF TIME W/ CONSENT	Mar 30, 2010	
6	EXTENSION OF TIME GRANTED	Apr 05, 2010	
7	D'S MOT FOR EXTEN. OF TIME W/ CONSENT	Mar 31, 2010	
8	EXTENSION OF TIME GRANTED	Apr 12, 2010	
9	D'S MOT FOR EXTEN. OF TIME W/ CONSENT	Apr 30, 2010	
10	EXTENSION OF TIME GRANTED	May 10, 2010	
11	CHANGE OF CORRESPONDENCE ADDRESS	May 13, 2010	
12	D'S CHANGE OF CORRESPONDENCE ADDRESS	May 13, 2010	
13	D'S MOT FOR EXTEN. OF TIME W/ CONSENT	Jun 29, 2010	
14	EXTENSION OF TIME GRANTED	Jul 08, 2010	
15	D'S MOT FOR EXTEN. OF TIME W/ CONSENT	Aug 30, 2010	
16	EXTENSION OF TIME GRANTED	Sep 11, 2010	
17	STIPULATION FOR AN EXTENSION OF TIME	Oct 26, 2010	
18	EXTENSION OF TIME GRANTED	Oct 26, 2010	
19	WITHDRAWAL OF APPLICATION	Nov 23, 2010	
20	BOARD'S DECISION: SUSTAINED	Dec 01, 2010	
21	TERMINATED	Dec 01, 2010	

Opposition Nos. 91196954 and 91197748
BALANCE BAR COMPANY v. GFA BRANDS, INC.
Offered by Applicant GFA Brands, Inc.

USE ACTUAL COLOR CHIPS FOR COLOR MATCH

GFA BRANDS, INC.	SMART ♥ BALANCE INC.		
	115 WEST CENTURY ROAD · SUITE 260 · PARAMUS · NEW JERSEY · 07652 USA		
	p 201.421.3922 / 201.568.9300 | f 201.568.6374 | w www.smartbalance.com		
file name:	10045_SmBal_PB_RRChky_26oz-v8a.ai	size:	11.25"x 3.54"
product:	Peanut Butter	sku:	033776 10045
version:	ill CS4	print:	100%
notes:			
designer:	jng	date:	7.7.2010

COLORS

PROCESS COLORS

Cyan Magenta Yellow Black

SPOT COLORS

PMS 3435C

Callouts DNP DieLine DNP

FONTS

Century Bold
Century BlackItalic
Helvetica Bold
Helvetica Condensed
Helvetica Condensed Bold
Helvetica Light
HelveticaNeue BoldCond
HelveticaNeue Condensed
HelveticaNeue LightCond
Impact
Myriad Roman

PENGAD 800-631-6989

SC EXHIBIT
Applicant's
Balance Bar Co.
vs. GFA Brands

GFASB018237

Int. Cl.: 30

Prior U.S. Cl.: 46

Reg. No. 2,952,127

United States Patent and Trademark Office **Registered May 17, 2005**

TRADEMARK
PRINCIPAL REGISTER

SMART BALANCE

GFA BRANDS, INC. (OHIO CORPORATION)
211 KNICKERBOCKER ROAD
CRESSKILL, NJ 07626

FOR: POPPED AND PROCESSED POPCORN, IN CLASS 30 (U.S. CL. 46).

FIRST USE 9-0-2002; IN COMMERCE 9-0-2002.

OWNER OF U.S. REG. NOS. 2,200,663 AND 2,276,285.

SN 76-252,358, FILED 5-4-2001.

SAMUEL E. SHARPER JR., EXAMINING ATTORNEY

Generated on: This page was generated by TSDR on 2014-07-11 15:24:05 EDT

Mark: SMART BALANCE

US Serial Number: 76252358 **Application Filing Date:** May 04, 2001

US Registration Number: 2952127 **Registration Date:** May 17, 2005

Register: Principal

Mark Type: Trademark

Status: A Sections 8 and 15 combined declaration has been accepted and acknowledged.

Status Date: Jul. 13, 2010

Publication Date: Oct. 26, 2004 **Notice of Allowance Date:** Jan. 18, 2005

Mark Information

Mark Literal Elements: SMART BALANCE

Standard Character Claim: No

Mark Drawing Type: 1 - TYPESET WORD(S) /LETTER(S) /NUMBER(S)

Related Properties Information

International Registration Number: 1176826

International Application(s) /Registration(s) Based on this Property: A0037907/1176826

Claimed Ownership of US Registrations: 2200663, 2276285

Goods and Services

Note: The following symbols indicate that the registrant/owner has amended the goods/services:

- Brackets [..] indicate deleted goods/services;
- Double parenthesis ((..)) identify any goods/services not claimed in a Section 15 affidavit of incontestability; and
- Asterisks "..." identify additional (new) wording in the goods/services.

For: Popped and Processed Popcorn

International Class(es): 030 - Primary Class **U.S Class(es):** 046

Class Status: ACTIVE

Basis: 1(a)

First Use: Sep. 2002 **Use in Commerce:** Sep. 2002

Basis Information (Case Level)

Filed Use:	No	**Currently Use:**	Yes	**Amended Use:**	No
Filed ITU:	Yes	**Currently ITU:**	No	**Amended ITU:**	No
Filed 44D:	No	**Currently 44D:**	No	**Amended 44D:**	No
Filed 44E:	No	**Currently 44E:**	No	**Amended 44E:**	No
Filed 66A:	No	**Currently 66A:**	No		
Filed No Basis:	No	**Currently No Basis:**	No		

Current Owner(s) Information

Owner Name: GFA BRANDS, INC.

Owner Address: 115 West Century Road
Suite 260
Paramus, NEW JERSEY 07652
UNITED STATES

Legal Entity Type: CORPORATION

State or Country Where Organized: DELAWARE

Attorney/Correspondence Information

Attorney of Record

Attorney Name: Larry H. Tronco

Attorney Primary Email Address: docket@hollandhart.com

Attorney Email Authorized: Yes

Correspondent

Correspondent Name/Address: Larry H. Tronco
Holland & Hart LLP
P.O. Box 8749
Attn: Trademark Docketing
Denver, COLORADO 80201
UNITED STATES

Phone: (303) 473-2873

Fax: (303) 473-2720

Correspondent e-mail: docket@hollandhart.com

Correspondent e-mail Authorized: Yes

Domestic Representative - Not Found

Prosecution History

Date	Description	Proceeding Number
May 21, 2014	ATTORNEY REVOKED AND/OR APPOINTED	
May 21, 2014	TEAS REVOKE/APPOINT ATTORNEY RECEIVED	
Nov. 15, 2013	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	88888
Nov. 15, 2013	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Jul. 17, 2013	ASSIGNMENT OF OWNERSHIP NOT UPDATED AUTOMATICALLY	
Mar. 15, 2012	APPLICANT/CORRESPONDENCE CHANGES (NON-RESPONSIVE) ENTERED	88888
Mar. 15, 2012	TEAS CHANGE OF OWNER ADDRESS RECEIVED	
Jul. 13, 2010	REGISTERED - SEC. 8 (6-YR) ACCEPTED & SEC. 15 ACK.	67723
Jul. 13, 2010	CASE ASSIGNED TO POST REGISTRATION PARALEGAL	67723
Jun. 24, 2010	TEAS SECTION 8 & 15 RECEIVED	
Nov. 18, 2009	ASSIGNMENT OF OWNERSHIP NOT UPDATED AUTOMATICALLY	
Nov. 11, 2009	ASSIGNMENT OF OWNERSHIP NOT UPDATED AUTOMATICALLY	
Nov. 07, 2007	ASSIGNMENT OF OWNERSHIP NOT UPDATED AUTOMATICALLY	
Jun. 06, 2007	ASSIGNMENT OF OWNERSHIP NOT UPDATED AUTOMATICALLY	
Jun. 06, 2007	ASSIGNMENT OF OWNERSHIP NOT UPDATED AUTOMATICALLY	
Jun. 06, 2007	ASSIGNMENT OF OWNERSHIP NOT UPDATED AUTOMATICALLY	
May 23, 2007	AUTOMATIC UPDATE OF ASSIGNMENT OF OWNERSHIP	
May 17, 2005	REGISTERED-PRINCIPAL REGISTER	
Mar. 17, 2005	LAW OFFICE REGISTRATION REVIEW COMPLETED	78288
Feb. 25, 2005	ALLOWED PRINCIPAL REGISTER - SOU ACCEPTED	
Feb. 24, 2005	STATEMENT OF USE PROCESSING COMPLETE	76874
Feb. 24, 2005	EXTENSION 1 GRANTED	76874
Feb. 09, 2005	USE AMENDMENT FILED	76874
Feb. 09, 2005	EXTENSION 1 FILED	76874
Feb. 09, 2005	TEAS STATEMENT OF USE RECEIVED	
Feb. 09, 2005	TEAS EXTENSION RECEIVED	
Jan. 18, 2005	NOA MAILED - SOU REQUIRED FROM APPLICANT	
Oct. 26, 2004	PUBLISHED FOR OPPOSITION	
Oct. 06, 2004	NOTICE OF PUBLICATION	

Aug. 27, 2004	ASSIGNED TO LIE	78288
Aug. 20, 2004	LAW OFFICE PUBLICATION REVIEW COMPLETED	66230
Aug. 18, 2004	ASSIGNED TO LIE	66230
Aug. 12, 2004	UNRESPONSIVE/DUPLICATE PAPER RECEIVED	
Aug. 12, 2004	PAPER RECEIVED	
Aug. 11, 2004	APPROVED FOR PUB - PRINCIPAL REGISTER	
Mar. 22, 2004	CASE FILE IN TICRS	
Feb. 27, 2003	ASSIGNED TO EXAMINER	68625
Mar. 26, 2002	LETTER OF SUSPENSION MAILED	
Jan. 08, 2002	CORRESPONDENCE RECEIVED IN LAW OFFICE	
Jul. 25, 2001	NON-FINAL ACTION MAILED	
Jul. 10, 2001	ASSIGNED TO EXAMINER	78447

Maintenance Filings or Post Registration Information

Affidavit of Continued Use: Section 8 - Accepted

Affidavit of Incontestability: Section 15 - Accepted

TM Staff and Location Information

TM Staff Information - None

File Location

Current Location: TMEG LAW OFFICE 108 **Date in Location:** Jul. 13, 2010

Assignment Abstract Of Title Information

Summary

Total Assignments: 12 **Registrant:** GFA Brands, Inc.

Assignment 1 of 12

Conveyance: SECURITY AGREEMENT

Reel/Frame: 2952/0167 **Pages:** 35

Date Recorded: Apr. 08, 2004

Supporting Documents: assignment-tm-2952-0167.pdf

Assignor

Name: GFA BRANDS, INC. **Execution Date:** Mar. 31, 2004

Legal Entity Type: CORPORATION **State or Country Where Organized:** DELAWARE

Assignee

Name: UNION BANK OF CALIFORNIA, N.A., AS ADMINISTRATIVE AGENT FOR THE LENDERS

Legal Entity Type: NATIONAL BANKING ASSOCIATION **State or Country Where Organized:** No Place Where Organized Found

Address: 445 SOUTH FIGUEROA STREET, 13TH STREET
ATTN: GARY KIRSHNER
LOS ANGELES, CALIFORNIA 90071

Correspondent

Correspondent Name: PILLSBURY WINTHROP LLP

Correspondent Address: REX D. FRAZIER, ESQ.
725 SOUTH FIGUEROA STREET, SUITE 2800
LOS ANGELES, CALIFORNIA 90017-5406

Domestic Representative - Not Found

Assignment 2 of 12

Conveyance: CHANGE OF ADDRESS

Reel/Frame: 2941/0281 **Pages:** 2

Date Recorded: Sep. 21, 2004

Supporting Documents: assignment-tm-2941-0281.pdf

Assignor

Name: GFA BRANDS, INC. **Execution Date:** Aug. 10, 2004

Legal Entity Type: CORPORATION

State or Country Where Organized: DELAWARE

Assignee

Name: GFA BRANDS, INC.

Legal Entity Type: CORPORATION

State or Country Where Organized: DELAWARE

Address: 211 KNICKERBOCKER ROAD
CRESKILL, NEW JERSEY 07626

Correspondent

Correspondent Name: ROPES & GRAY, LLP

Correspondent Address: JACOB E. COMER , ESQ.
ONE INTERNATIONAL PLACE
BOSTON, MA 02110

Domestic Representative - Not Found

Assignment 3 of 12

Conveyance: RELEASE BY SECURED PARTY

Reel/Frame: 3544/0352

Pages: 5

Date Recorded: May 15, 2007

Supporting Documents: assignment-tm-3544-0352.pdf

Assignor

Name: UNION BANK OF CALIFORNIA N.A.

Execution Date: May 14, 2007

Legal Entity Type: NATIONAL BANKING ASSOCIATION

State or Country Where Organized: No Place Where Organized Found

Assignee

Name: GFA BRANDS, INC.

Legal Entity Type: CORPORATION

State or Country Where Organized: DELAWARE

Address: P.O. BOX 397 211 KNICKERBOCKER ROAD
CRESSKILL, NEW JERSEY 07626

Correspondent

Correspondent Name: PATRICK M. BERGIN

Correspondent Address: 111 EAST KILBOURN AVENUE
SUITE 1400
MILWAUKEE, WI 53202

Domestic Representative - Not Found

Assignment 4 of 12

Conveyance: FIRST LIEN INTELLECTUAL PROPERTY SECURITY AGREEMENT

Reel/Frame: 3652/0879

Pages: 12

Date Recorded: Nov. 01, 2007

Supporting Documents: assignment-tm-3652-0879.pdf

Assignor

Name: BSB ACQUISITION CO., INC.

Execution Date: May 21, 2007

Legal Entity Type: CORPORATION

State or Country Where Organized: No Place Where Organized Found

Name: BOULDER SPECIALTY BRANDS, INC.

Execution Date: May 21, 2007

Legal Entity Type: CORPORATION

State or Country Where Organized: No Place Where Organized Found

Assignee

Name: BANK OF AMERICA, N.A.

Legal Entity Type: NATIONAL ASSOCIATION

State or Country Where Organized: No Place Where Organized Found

Address: 1455 MARKET ST.
5TH FLOOR
SAN FRANCISCO, CALIFORNIA 94103

Correspondent

Correspondent Name: SUSAN REISS

Correspondent Address: 599 LEXINGTON AVENUE
SHEARMAN & STERLING LLP
NEW YORK, NY 10022

Domestic Representative - Not Found

Assignment 5 of 12

Conveyance: SECOND LIEN INTELLECTUAL PROPERTY SECURITY AGREEMENT

Reel/Frame: 3652/0891 **Pages:** 12

Date Recorded: Nov. 01, 2007

Supporting Documents: assignment-tm-3652-0891.pdf

Assignor

Name: BSB ACQUISITION CO., INC. **Execution Date:** May 21, 2007

Legal Entity Type: CORPORATION **State or Country Where Organized:** No Place Where Organized Found

Name: BOULDER SPECIALTY BRANDS, INC. **Execution Date:** May 21, 2007

Legal Entity Type: CORPORATION **State or Country Where Organized:** No Place Where Organized Found

Assignee

Name: BANK OF AMERICA, N.A.

Legal Entity Type: NATIONAL ASSOCIATION **State or Country Where Organized:** No Place Where Organized Found

Address: 1455 MARKET ST.
5TH FLOOR
SAN FRANCISCO, CALIFORNIA 94103

Correspondent

Correspondent Name: SUSAN REISS

Correspondent Address: 599 LEXINGTON AVENUE
SHEARMAN & STERLING LLP
NEW YORK, NY 10022

Domestic Representative - Not Found

Assignment 6 of 12

Conveyance: RELEASE OF FIRST LIEN INTELLECTUAL PROPERTY SECURITY AGREEMENT

Reel/Frame: 4090/0972 **Pages:** 11

Date Recorded: Nov. 04, 2009

Supporting Documents: assignment-tm-4090-0972.pdf

Assignor

Name: BANK OF AMERICA, N.A. **Execution Date:** Nov. 04, 2009

Legal Entity Type: CORPORATION **State or Country Where Organized:** No Place Where Organized Found

Assignee

Name: BSB ACQUISITION CO., INC.

Legal Entity Type: CORPORATION **State or Country Where Organized:** DELAWARE

Address: 115 W. CENTURY RD.
SUITE 260
PARAMUS, NEW JERSEY 07652

Name: BOULDER SPECIALTY BRANDS, INC.

Legal Entity Type: CORPORATION **State or Country Where Organized:** DELAWARE

Address: 115 WEST CENTURY RD.
SUITE 260
PARAMUS, NEW JERSEY 07652

Correspondent

Correspondent Name: PATRICK M. BERGIN

Correspondent Address: 111 E. KILBOURN AVE.
SUITE 1400
MILWAUKEE, WI 53202

Domestic Representative - Not Found

Assignment 7 of 12

Conveyance: RELEASE OF SECOND LIEN SECURITY INTEREST

Reel/Frame: 4090/0983 **Pages:** 11

Date Recorded: Nov. 04, 2009

Supporting Documents: assignment-tm-4090-0983.pdf

Assignor

Name: BANK OF AMERICA, N.A. **Execution Date:** Nov. 04, 2009

Legal Entity Type: CORPORATION **State or Country Where Organized:** No Place Where Organized Found

Assignee

Name: BSB ACQUISITION CO., INC.

Legal Entity Type: CORPORATION

State or Country Where Organized: DELAWARE

Address: 115 W. CENTURY RD.
SUITE 260
PARAMUS, NEW JERSEY 07652

Name: BOULDER SPECIALTY BRANDS, INC.

Legal Entity Type: CORPORATION

State or Country Where Organized: DELAWARE

Address: 115 W. CENTURY RD.
SUITE 260
PARAMUS, NEW JERSEY 07652

Correspondent

Correspondent Name: PATRICK M. BERGIN

Correspondent Address: 111 E. KILBOURN AVE.
SUITE 1400
MILWAUKEE, WI 53202

Domestic Representative - Not Found

Assignment 8 of 12

Conveyance: SECURITY INTEREST

Reel/Frame: 4091/0319

Pages: 10

Date Recorded: Nov. 05, 2009

Supporting Documents: assignment-tm-4091-0319.pdf

Assignor

Name: GFA BRANDS, INC.

Execution Date: Nov. 04, 2009

Legal Entity Type: CORPORATION

State or Country Where Organized: DELAWARE

Assignee

Name: BANK OF MONTREAL, AS AGENT

Legal Entity Type: CHARTERED BANK

State or Country Where Organized: CANADA

Address: 115 SOUTH LASALLE STREET
CHICAGO, ILLINOIS 60603

Correspondent

Correspondent Name: RICHARD KALWA

Correspondent Address: 111 WEST MONROE STREET
CHAPMAN AND CUTLER LLP
CHICAGO, IL 60603

Domestic Representative - Not Found

Assignment 9 of 12

Conveyance: RELEASE BY SECURED PARTY

Reel/Frame: 4812/0734

Pages: 7

Date Recorded: Jul. 02, 2012

Supporting Documents: assignment-tm-4812-0734.pdf

Assignor

Name: BANK OF MONTREAL

Execution Date: Jul. 02, 2012

Legal Entity Type: CANADIAN CHARTERED BANK

State or Country Where Organized: CANADA

Assignee

Name: GFA BRANDS, INC.

Legal Entity Type: CORPORATION

State or Country Where Organized: DELAWARE

Address: 115 WEST CENTURY ROAD
SUITE 260
PARAMUS, NEW JERSEY 07652

Correspondent

Correspondent Name: JASON L. GREENBERG

Correspondent Address: ONE NEW YORK PLAZA
FRIED FRANK LLP
NEW YORK, NY 10004-1980

Domestic Representative - Not Found

Assignment 10 of 12

Conveyance: SECURITY INTEREST

Reel/Frame: 4813/0493 **Pages:** 9

Date Recorded: Jul. 02, 2012

Supporting Documents: assignment-tm-4813-0493.pdf

Assignor

Name: GFA BRANDS, INC. **Execution Date:** Jul. 02, 2012

Legal Entity Type: CORPORATION **State or Country Where Organized:** DELAWARE

Assignee

Name: BANK OF MONTREAL, AS AGENT

Legal Entity Type: CHARTERED BANK **State or Country Where Organized:** CANADA

Address: 115 SOUTH LASALLE STREET
CHICAGO, ILLINOIS 60603

Correspondent

Correspondent Name: RICHARD KALWA

Correspondent Address: 111 WEST MONROE STREET
CHAPMAN AND CUTLER LLP
CHICAGO, IL 60603

Domestic Representative - Not Found

Assignment 11 of 12

Conveyance: RELEASE BY SECURED PARTY

Reel/Frame: 5065/0914 **Pages:** 8

Date Recorded: Jul. 09, 2013

Supporting Documents: assignment-tm-5065-0914.pdf

Assignor

Name: BANK OF MONTREAL, AS ADMINISTRATIVE AGENT **Execution Date:** Jul. 09, 2013

Legal Entity Type: CANADIAN CHARTERED BANK **State or Country Where Organized:** CANADA

Assignee

Name: GFA BRANDS, INC.

Legal Entity Type: CORPORATION **State or Country Where Organized:** DELAWARE

Address: 115 WEST CENTURY ROAD
SUITE 260
PARAMUS, NEW JERSEY 07652

Correspondent

Correspondent Name: HENRY LEBOWITZ

Correspondent Address: ONE NEW YORK PLAZA
FRIED FRANK LLP
NEW YORK, NY 10004

Domestic Representative - Not Found

Assignment 12 of 12

Conveyance: TRADEMARK COLLATERAL AGREEMENT

Reel/Frame: 5068/0393 **Pages:** 9

Date Recorded: Jul. 11, 2013

Supporting Documents: assignment-tm-5068-0393.pdf

Assignor

Name: GFA BRANDS, INC. **Execution Date:** Jul. 09, 2013

Legal Entity Type: CORPORATION **State or Country Where Organized:** DELAWARE

Assignee

Name: CITIBANK, N.A., AS ADMINISTRATIVE AGENT

Legal Entity Type: NATIONAL ASSOCIATION **State or Country Where Organized:** UNITED STATES

Address: 390 GREENWICH STREET
NEW YORK, NEW YORK 10013

Correspondent

Correspondent Name: LATHAM & WATKINS LLP

Correspondent Address: 650 TOWN CENTER DRIVE, SUITE 2000
COSTA MESA, CA 92626

Domestic Representative - Not Found

Proceedings

Summary

Number of Proceedings: 5

Type of Proceeding: Opposition

Proceeding Number: 91193265 **Filing Date:** Dec 31, 2009

Status: Terminated **Status Date:** Apr 16, 2010

Interlocutory Attorney: MARY CATHERINE FAINT

Defendant

Name: Isaren AB; c/o Brejans

Correspondent Address: MARK LEBOW
YOUNG & THOMPSON
209 MADISON STREET, SUITE 500
ALEXANDRIA VA , 22314
UNITED STATES

Correspondent e-mail: trademarks@young-thompson.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMART BALANCE GOLF	Abandoned - After Inter-Partes Decision	79065432	

Plaintiff(s)

Name: GFA Brands, Inc.

Correspondent Address: PATRICK M. BERGIN
DAVIS & KUELTHAU, S.C.
111 E. KILBOURN AVE., SUITE 1400
MILWAUKEE WI , 53202
UNITED STATES

Correspondent e-mail: pbergin@dkattorneys.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMART BALANCE	Renewed	75977525	2200663
SMART BALANCE	Renewed	75127811	2276285
SMART BALANCE	Section 8 and 15 - Accepted and Acknowledged	76252358	2952127
SMART BALANCE	Registered	77512724	3649833
SMART BALANCE OMEGA	Section 8 and 15 - Accepted and Acknowledged	78272133	2958216
SMART BALANCE	Abandoned - No Statement Of Use Filed	77200582	
SMART BALANCE	Registered	77566103	3747526

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Dec 31, 2009	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Jan 05, 2010	Feb 14, 2010
3	PENDING, INSTITUTED	Jan 05, 2010	
4	NOTICE OF DEFAULT	Mar 02, 2010	
5	BOARD'S DECISION: SUSTAINED	Apr 16, 2010	
6	TERMINATED	Apr 16, 2010	

Type of Proceeding: Opposition

Proceeding Number: 91193087 **Filing Date:** Dec 21, 2009

Status: Terminated **Status Date:** Dec 01, 2010

Interlocutory Attorney: JENNIFER KRISP

Defendant

Name: Radlo Foods LLC

Proceeding Number: 91183204 **Filing Date:** Mar 26, 2008

Status: Terminated **Status Date:** Sep 21, 2008

Interlocutory Attorney: ELIZABETH WINTER

Defendant

Name: Conagra Foods RDM, Inc.

Correspondent Address: CHRISTOPHER M. BIKUS
MCGRATH, NORTH, MULLIN & KRATZ, PC LLO
FIRST NATIONAL TOWER, 1601 DODGE STREET, SUITE 3700
OMAHA NE , 68102
UNITED STATES

Correspondent e-mail: cbikus@mcgrathnorth.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMARTCAKES!	Registered	77096048	3651641

Plaintiff(s)

Name: GFA Brands, Inc.

Correspondent Address: John L. Ambrogi
Welsh & Katz, Ltd.
120 S. Riverside Plaza, 22nd Floor
Chicago IL , 60606
UNITED STATES

Correspondent e-mail: jladocket@welshkatz.com

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMART BALANCE	Section 8 and 15 - Accepted and Acknowledged	76252358	2952127

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Mar 26, 2008	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Mar 26, 2008	May 05, 2008
3	PENDING, INSTITUTED	Mar 26, 2008	
4	ANSWER	May 05, 2008	
5	MOTION TO AMEND APPLICATION	Jul 10, 2008	
6	AMDT APPROVED; PL'S RESPONSE DUE 9/12/08	Aug 13, 2008	
7	WITHDRAWAL OF OPPOSITION	Sep 10, 2008	
8	P'S CERTIFICATE OF SERVICE FOR WITHDRAWAL OF OPPOSITION	Sep 11, 2008	
9	BD'S DECISION: DISMISSED W/ PREJUDICE	Sep 21, 2008	
10	TERMINATED	Sep 21, 2008	

Type of Proceeding: Opposition

Proceeding Number: 91166719 **Filing Date:** Sep 23, 2005

Status: Terminated **Status Date:** Mar 07, 2006

Interlocutory Attorney: GEORGE POLOGEORGIS

Defendant

Name: ConAgra Brands, Inc.

Correspondent Address: PATRICK C. STEPHENSON
MCGRATH NORTH MULLIN & KRATZ, PC LLO
SUITE 3700 FIRST NATIONAL TOWER 1601 DODGE STREET
OMAHA NE , 68102
UNITED STATES

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMART CHILI	Section 8 and 15 - Accepted and Acknowledged	76595938	3187765

Plaintiff(s)

Name: GFA Brands, Inc.

Correspondent Address: JOHN L. AMBROGI,

WELSH & KATZ, LTD.,
120 S RIVERSIDE PLZ FL 22
CHICAGO IL , 60606-3913
UNITED STATES

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMART BALANCE	Section 8 and 15 - Accepted and Acknowledged	76252358	2952127

Prosecution History

Entry Number	History Text	Date	Due Date
1	FILED AND FEE	Sep 23, 2005	
2	NOTICE AND TRIAL DATES SENT; ANSWER DUE:	Sep 29, 2005	Nov 08, 2005
3	PENDING, INSTITUTED	Sep 29, 2005	
4	ANSWER	Nov 04, 2005	
5	WITHDRAWAL OF OPPOSITION	Feb 09, 2006	
6	BD'S DECISION: DISMISSED W/ PREJUDICE	Mar 07, 2006	
7	TERMINATED	Mar 07, 2006	

Type of Proceeding: Extension of Time

Proceeding Number: 76595938 **Filing Date:** May 19, 2005

Status: Terminated **Status Date:** Oct 15, 2005

Interlocutory Attorney:

Defendant

Name: ConAgra Brands, Inc.

Correspondent Address: PATRICK C. STEPHENSON
MCGRATH NORTH MULLIN & KRATZ, PC LLO
SUITE 3700 FIRST NATIONAL TOWER 1601 DODGE STREET
OMAHA NE , 68102
UNITED STATES

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMART CHILI	Section 8 and 15 - Accepted and Acknowledged	76595938	3187765

Potential Opposer(s)

Name: ProMark Brands Inc.

Correspondent Address: Gianfranco G. Mitrione/ Bert A. Collison (Of Counsel)
Lathrop & Gage L.C.
230 Park Avenue, Suite 1847
New York NY , 10169
UNITED STATES

Correspondent e-mail: gmitrione@lathropgage.com

Name: GFA Brands, Inc.

Correspondent Address: John L. Ambrogi
Welsh & Katz, Ltd.
120 S. Riverside Plaza22nd Floor
Chicago IL , 60606
UNITED STATES

Correspondent e-mail: jladocket@welshkatz.com

Name: GFA Brands, Inc.

Correspondent Address: JOHN L. AMBROGI,
WELSH & KATZ, LTD.,
120 S RIVERSIDE PLZ FL 22
CHICAGO IL , 60606-3913
UNITED STATES

Associated marks

Mark	Application Status	Serial Number	Registration Number
SMART BALANCE	Section 8 and 15 - Accepted and Acknowledged	76252358	2952127

Prosecution History

Entry	History Text	Date	Due Date

Number		
1	INCOMING - EXT TIME TO OPPOSE FILED	May 19, 2005
2	EXTENSION OF TIME GRANTED	May 19, 2005
3	INCOMING - EXT TIME TO OPPOSE FILED	Jun 08, 2005
4	EXTENSION OF TIME GRANTED	Jun 08, 2005

GFASB018101

GFASB018099

EXECUTION VERSION (2)

LICENSEAGREEMENT

REDACTED

Parties to initial here

14847966

REDACTED

Parties to initial here

REDACTED

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REDACTED

[Signatures contained on following page]

Parties to initial here

IN WITNESS WHEREOF, the Parties hereto have caused this Agreement to be executed on the dates set forth below.

REDACTED

Parties to initial here

APPENDIX A

REDACTED

Parties to initial here

REDACTED

Parties to initial here

REDACTED

Parties to initial here

REDACTED

Parties to initial here

APPENDIX B

REDACTED

Parties to initial here

REDACTED

Parties to initial here

APPENDIX C

REDACTED

Parties to initial here

APPENDIX D

REDACTED

Parties to initial here

APPENDIX E

REDACTED

[redacted]

Parties to initial here

APPENDIX E

REDACTED

APPENDIX F

REDACTED

Parties to initial here

MUTUAL CONFIDENTIALITY AGREEMENT

REDACTED

REDACTED

REDACTED

REDACTED

Opposition Nos. 91196954 and 91197748
BALANCE BAR COMPANY v. GFA BRANDS, INC.
Offered by Applicant GFA Brands, Inc.

	A	B	C
1	SMART BALANCE 2010 CUSTOMER LIST	SMART BALANCE 2011 CUSTOMER LIST	SMART BALANCE 2012 CUSTOMER LIST
2	REDACTED	REDACTED	REDACTED
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
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41			
42			
43			
44			
45			

PENGAD 800-631-6989
SC EXHIBIT
Applicant's
13
Balance Bar Co.
vs. GFA Brands

	A	B	C
1	SMART BALANCE 2010 CUSTOMER LIST	SMART BALANCE 2011 CUSTOMER LIST	SMART BALANCE 2012 CUSTOMER LIST
2	REDACTED	REDACTED	REDACTED

	A	B	C
1	SMART BALANCE 2010 CUSTOMER LIST	SMART BALANCE 2011 CUSTOMER LIST	SMART BALANCE 2012 CUSTOMER LIST
2	REDACTED	REDACTED	REDACTED

	A	B	C
1	SMART BALANCE 2010 CUSTOMER LIST	SMART BALANCE 2011 CUSTOMER LIST	SMART BALANCE 2012 CUSTOMER LIST
2			
132		REDACTED	

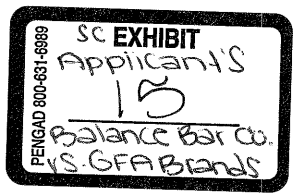
Total Smart Balance Brand (Gross Sales)		
FY2010	FY2011	FY2012
REDACTED		

Smart Balance Spreads (Gross Sales)		
FY2010	FY2011	FY2012
REDACTED		

**Millions of Dollars*

EXHIBIT
Applicant's
14
Balance Bar Co.
vs. GFA Brands
PENGAD 800-631-6989

	A	B	C	D	E	F	G
1							
2		Total Media Spend: REDAC	2007 Smart Balance Deliveries				
3		**Media/Market**	**Reach %**	**Reach 3+%**	**Frequency**	**IMPS (000)**	**GRPs**
4		National Television	REDACTED				
5		Local Spreads Markets (Nationalized)					
6		North West Markets (Nationalized)					
7		Florida Markets (Nationalized)					
8		National Radio					
9		Combined Heavy Up Markets, National Cable					
10							
11							
12		Total Media Spend: REDACT	2008 Smart Balance Deliveries				
13		**Media/Market**	**Reach %**	**Reach 3+%**	**Frequency**	**IMPS (000)**	**GRPs**
14		National Television	REDACTED				
15		Local Spreads Markets (Nationalized)					
16		Florida Markets (Nationalized)					
17		Combined Heavy Up Markets, National Cable & DR Print					
18							
19							
20		Total Media Spend: REDACT	2009 Smart Balance Deliveries				
21		**Media/Market**	**Reach %**	**Reach 3+%**	**Frequency**	**IMPS (000)**	**GRPs**
22		National Cable	REDACTED				
23		Heavy Up Markets Nationalized					
24		DR Print					
25		Combined Heavy Up Markets, National Cable & DR Print					
26							
27							
28		Total Media Spend: REDACT	2010 Smart Balance Deliveries				
29		**Media/Market**	**Reach %**	**Reach 3+%**	**Frequency**	**IMPS (000)**	**GRPs**
30		Combined TV - Local & National	REDACTED				
31		DR Print					
32		Combined Heavy Up Markets, National Cable & DR Print					



	A	B	C	D	E	F	G
33							
34							
35		Total Media Spend: REDAC	2011 Smart Balance Deliveries				
36		**Media/Market**	**Reach %**	**Reach 3+%**	**Frequency**	**IMPS (000)**	**GRPs**
37		National Cable	REDACTED				
38		Heavy Up Markets Nationalized					
39		Combined Heavy Up Markets, National Cable					
40							
41							
42		All reach, frequency and impression numbers are reported against the A35+ demo					

	Total Marketing	
	SMART BALANCE	SB Spreads
FY 2007	REDACTED	
FY 2008		
FY 2009		
FY2010		
FY2011		
FY2012		

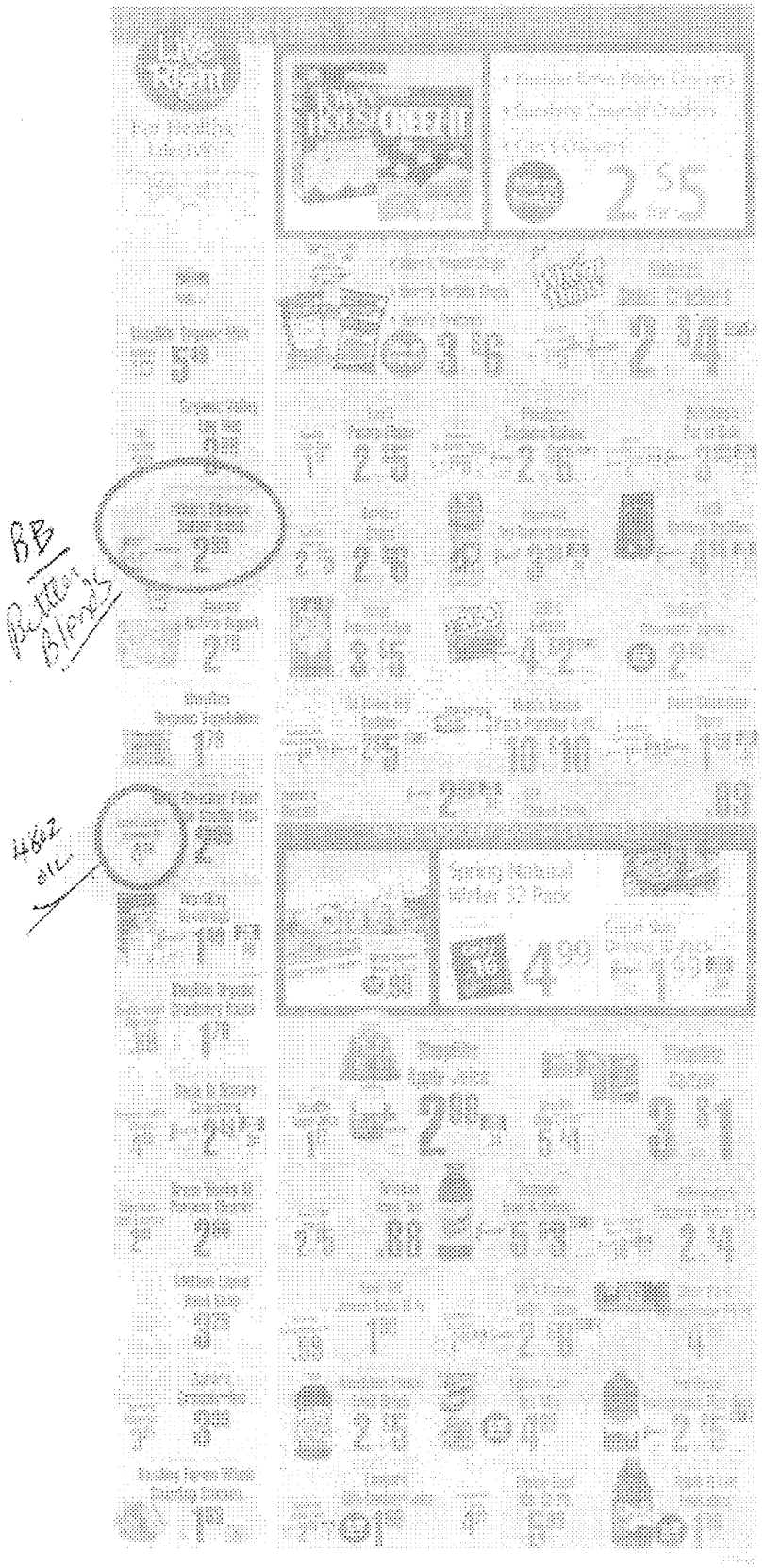
	Total Trade Spend	
	SMART BALANCE	SB Spreads
FY 2007	REDACTED	
FY 2008		
FY 2009		
FY2010		
FY2011		
FY2012		

REDACTED

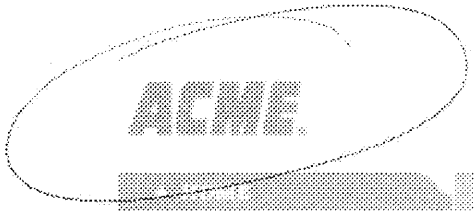
ShopRite 11/21

EXHIBIT
Applicant's 17
Balance Bar Co. vs. GFA Brands
PENGAD 800-631-6989

Shoprite - 11/16/08



Acme 11/21/08



Zip Code: 07012

November 21, 2008

contact us | store locator | subscribe

Home > Find Savings > weekly ads online > Dairy >

Ad Categories

— Choose One —

Browse Brands

— Choose One —

Available Ads

— Choose One —

Ad Shopping List

You have 0 items on your Shopping List

Location:

Specials valid at the ACME located at:
467 Allwood Street
Clifton, NJ 07012
Tel: 973-594-0590
(change area)

Driving Directions

View all Weekly Ad Items

Survey

Holiday Planning Survey

Now Showing 37-45 of 92 Items << prev Items 37-45

Show map — Click Here for Sub-Categories —

Sort by: Pri

CARD PRICE: 2 for $5 thru Dec 4

Mission Tortillas Wraps
15 oz. Pkg.
Add to Printable List

CARD PRICE: 2 for $5 thru Nov 22

Penn Maid Cottage Cheese
32 oz. Pkg., Select Varieties
Add to Printable List

CAR PRI for thru

Penn Maid or Aurora Cheese
16 oz. Pkg., Select V
Add to Printable List

CARD PRICE: 2 for $5 thru Dec 4

Smart Balance Buttery Spread
8-15 oz., Select Varieties
Add to Printable List

CARD PRICE: 2 for $5 thru Dec 4

Smart Balance Margarine Sticks or Spread
8-15 oz., Select Varieties
Add to Printable List

CAR PRI for thru

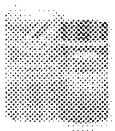
wild harvest Sour Cr
16 oz
Add to Printable List

CARD PRICE: 2 for $5 thru Dec 4

VitaRich Cheese Spread Cups
7-8 oz., Found in Dairy Department
Add to Printable List

CARD PRICE: 3.79 thru Dec 4

Friendship Cottage Cheese
16 oz., Select Varieties
Add to Printable List



CAR PRI thru

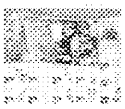
ACME Grated Parme Cheese
6 oz., Select Varieti
Add to Printable List

Now showing 37-45 of 92 Items << prev Items 37-45

Browse Mode: Flash | HTML | Text Only

No items in your list

Bakery (31)
Beer/Wine/Spirits (1)
Dairy (43)
Deli (42)
Floral (5)
Frozen (38)
Grocery (154)
Health & Beauty (69)
Home (70)
Meat (59)
Pet Products (4)
Produce (31)
Seafood (22)


AP Health and Beauty Specials


AP In-Store Fresh Tab

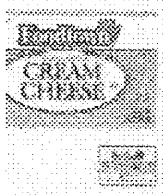

AP Live Better Wellness Savings

Cream Cheese 1/2 price

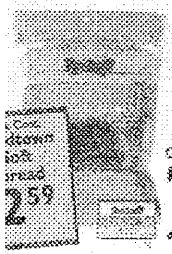
Foodtown thanksgiving AD 11/23

Fresh Dairy

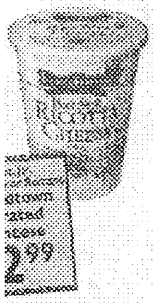
NATIONAL BRAND QUALITY at lower prices!



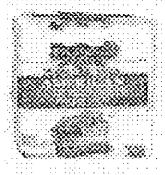
8 oz. Pkg., Regular or Neufchatel
Foodtown Cream Cheese
CLUB CARD PRICE
99¢



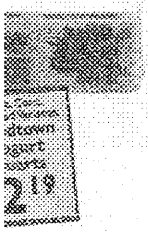
8 oz. Pkg., Assorted Varieties
Foodtown Shredded Cheese
CLUB CARD PRICE
2 For $4



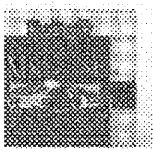
2 Lb. Cont., Whole Milk or Part Skim
Foodtown Ricotta Cheese
$3.99



16 oz. Pkg., Yellow or White
Foodtown American Singles
$3.69

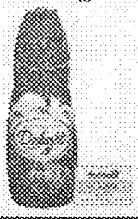


8 oz. Pkg., Assorted Varieties, Monterey Jack or
Foodtown Cheddar Cheese Sticks
2 For $5



1 Lb. Pkg.
Foodtown Margarine Quarters
3 For $3

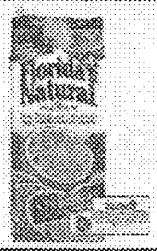
1 Lb. Pkg., Whole Milk or Part Skim
Polly-O Mozzarella Cheese
CLUB CARD PRICE
$3.49



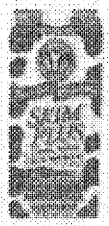
16 oz. Cont., Assorted Varieties
International Delight Creamers
CLUB CARD PRICE
5 For $5

SAVE UP TO $1.94
8-12.5 oz. Pkg., Assorted Varieties, Cinnamon Rolls or
Pillsbury Crescent Rolls
CLUB CARD PRICE
BUY 1 GET 1 FREE

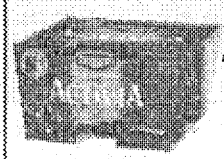
3 Lb. Cont., Whole Milk or Part Skim
Polly-O Ricotta Cheese
$5.99



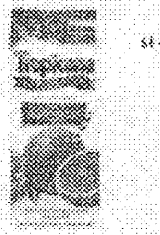
64 oz. Carton, Assorted Varieties, Grapefruit or
Florida's Natural Orange Juice
CLUB CARD PRICE
2 For $6



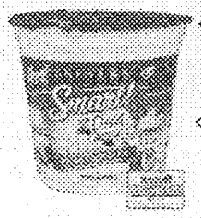
64 oz. Carton, Assorted Varieties, Featuring Special Request With Omega 3
Farmland Skim Plus Milk
$3.69



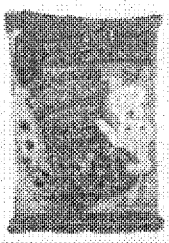
16 oz. Pkg., Assorted Varieties, Light or Original
Dannon Activia Yogurt 4 Pack
$2.79



64 oz. Carton, Assorted Varieties, Grapefruit or
Tropicana Pure Premium Orange Juice
2 For $7



8 oz. Cont., Assorted Varieties
Breyers Smart! Yogurt
CLUB CARD PRICE
10 For $5

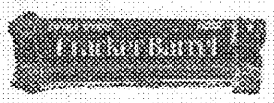


(6-18.5 oz. Pkg., Assorted Varieties, (Excludes Holiday Varieties) Brownies or
Pillsbury Ready To Bake! Cookies
2 For $6

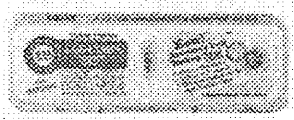
22 oz. Cont., Assorted Varieties
Kozy Shack Pudding
$2.99

59 oz. Carton, Grapefruit, Apple or
Simply Premium Orange Juice
2 For $7

64 oz. Carton, Assorted Varieties
Tropicana Fruit Beverage
3 For $5



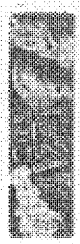
8-13 oz. Pkg., Assorted Varieties, Slices, Cuts or
Cracker Barrel Cheese Chunks
2 For $7



Dozen Carton
Eggland's Best Extra Large Eggs
$2.99

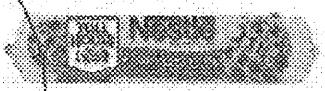
32 oz. Carton, Assorted Varieties
Land O Lakes Half & Half
2 For $6

32 oz. Cont., Assorted Varieties
Coffee-mate Unflavored Creamer
$2.99



15 oz. Pkg.
Pillsbury Pie Crusts
$2.99

7 oz. Cont.
Smart Balance Cream Cheese Spread
CLUB CARD PRICE
$1.99



48 oz. Pkg., Finger or
Nestle Chocolate Chip Cookie Dough
$4.99

7 oz. Can, Assorted Varieties
Cool Whip Dessert Topping
2 For $5

Nature's Basket — Organic or All Natural Products for a Healthier Lifestyle
(Available Exclusive Promotions)

Bear Naked Granola
12 oz.
2 FOR $8
Save up to $1.98 on 2 with your

Cascadian Farm Organic Cereal or Granola Bars
6.2 to 17 oz.
3 FOR 9.99
Save up to $4.08 on 3 with your

Fuze
18.5 oz.
10 FOR $10
Save up to $6.90 on 10 with your

Frito Lays Natural Snacks
8 to 9 oz., selected varieties
3.49 ea.
Save up to 50¢ ea. with your

Glaceau Vitamin Water
12 oz. 4 pk.
2 FOR $7
Save up to 98¢ on 2 with your

Kim & Scott's All Natural Gourmet Pretzels
14 or 16 oz.
5.49 ea.
Save up to 60¢ ea. with your

Helen's Kitchen Organic Frozen Meals 9 or 11.5 oz.
2 FOR $6
Save up to $1.98 on 2 with your

Nature's Basket Organic Milk
Gallon, 2% or Fat Free
5.49 ea.
Save up to 20¢ ea. with your

Nature's Basket Organic Apple Sauce
6 pk. or 25 oz. Jar
2.19 ea.

Nature's Basket Organic Baby Food
2.5 or 4 oz., selected varieties
20 FOR $11
Save up to 40¢ on 20 with your

Dairy

Yoplait Cups Original or Whips Yogurt
4 or 6 oz., selected varieties
20 FOR $10
Save up to $3.33 on 20

Kraft Philadelphia Brick Cream Cheese
8 oz., selected varieties
8 FOR $10
Save up to $9.12 on 8 with your

Coffee-Mate Flavored Creamers
32 oz., selected varieties
2 FOR $6
Save up to $1.18 on 2 with your

Sargento Shredded Cheese
7 or 8 oz.
4 FOR $10
Save up to $5.16 on 4 with your

Pillsbury Refrigerated Pie Crusts
15 oz.
2 FOR $5
Save up to 98¢ on 2 with your

Dannon Activia Yogurt or DanActive Drinkable Yogurt
4 Packs Regular or Light
2 FOR $4
Save up to $1.58 on 2 with your

Parkay Spread or Fleischmann's Quarters
13 to 16 oz., selected varieties
4 FOR $7
Save up to 56¢ on 4 with your

Heluva Good Chunk Cheese
8 oz.
4 FOR $10
Save up to $1.16 on 4 with your

Frigo Cheeseheads String Cheese
24 oz.
6.49 ea.
Save up to 70¢ ea. with your

Smart Balance Spread or Butter Blend
13 to 16 oz., selected varieties
2 FOR $5
Save up to $2.58 on 2 with your

Frozen

Stouffer's Family Size or Easy Express Entrees
28 to 40 oz., selected varieties
6.29 ea.
Save up to $2.00 ea. with your

Lean Cuisine Entrees
5.25 to 11.5 oz., selected varieties
5 FOR $10
Save up to $8.95 on 5 with your

Aunt Jemima Pancakes or French Toast
12.5 to 14.5 oz.
5 FOR $10
Save up to $4.95 on 5 with your

Hot or Lean Pockets
8.5 to 10 oz.
5 FOR $10
Save up to $2.50 on 5 with your

Giant Eagle Steam in Bag Vegetables
12 oz., selected varieties
8 FOR $10
Save up to $1.12 on 8 with your

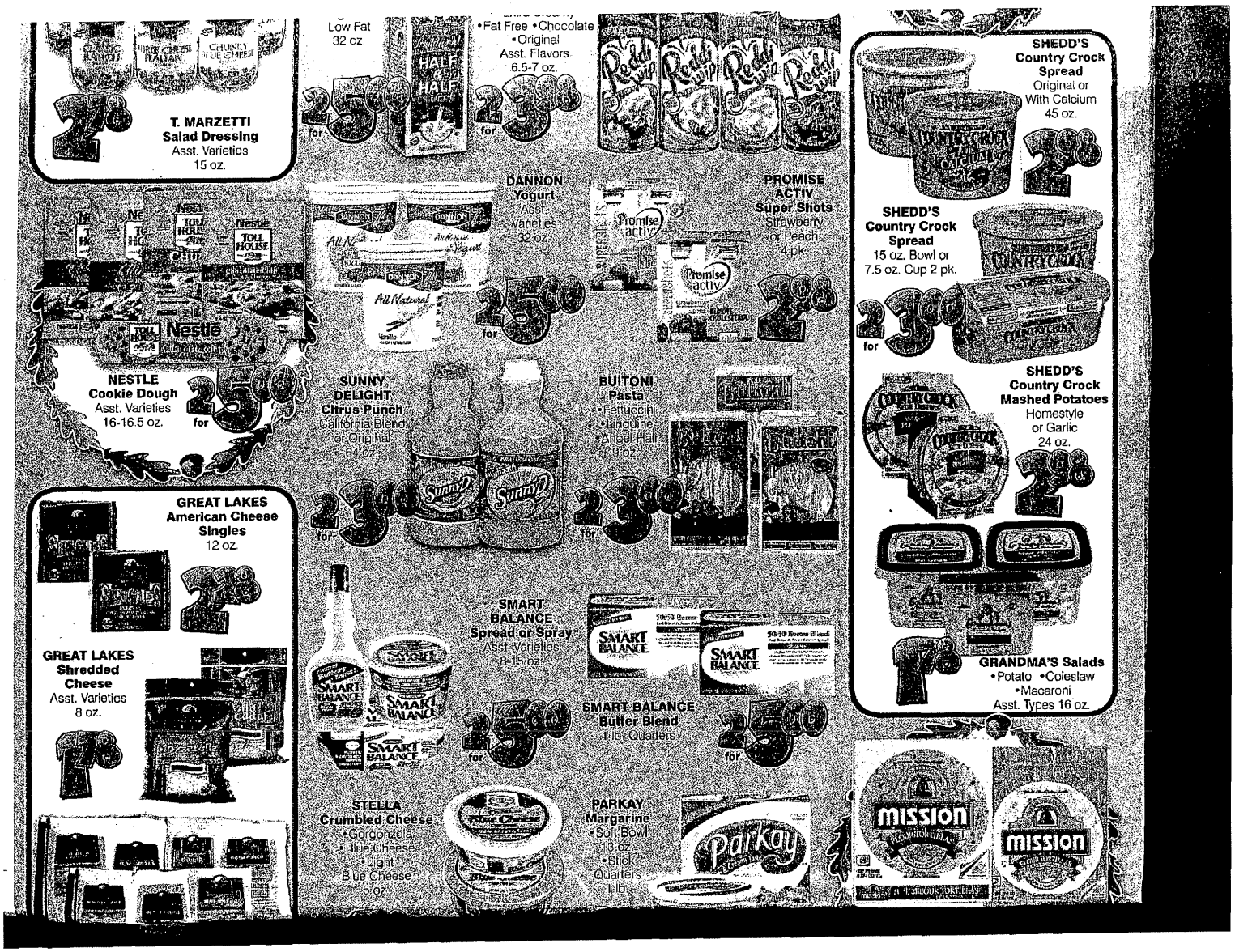
T.G.I. Friday's or Poppers Snacks
7.6 to 14 oz.
3 FOR $9
Save up to $3.27 on 3 with your

Giant Eagle Orange Juice
12 oz.
5 FOR $10
Save up to $1.45 on 5 with your

Marie Callender's Meals
12 to 21 oz., selected varieties
3 FOR $9
Save up to $1.50 on 3 with your

Giant Eagle Tater Treats, Hashbrowns or Fries
64 or 80 oz., selected varieties
2 FOR $10
Save up to 98¢ on 2 with your

Drumstick 4 ct. or Eskimo Pie Snack Bars 12 ct.
2 FOR $6
Save up to $3.98 on 2 with your


T. MARZETTI
Salad Dressing
Asst. Varieties
15 oz.
2.98
Low Fat
32 oz.
HALF & HALF
2 for 3.00
•Fat Free •Chocolate
•Original
Asst. Flavors
6.5-7 oz.
2 for 3.98
Reddi wip
SHEDD'S
Country Crock
Spread
Original or
With Calcium
45 oz.
2.98
NESTLE
Cookie Dough
Asst. Varieties
16-16.5 oz.
2 for 5.00
DANNON
Yogurt
Asst. Varieties
32 oz.
2 for 5.00
PROMISE
ACTIV
Super Shots
Strawberry
or Peach
4 pk.
2.98
SHEDD'S
Country Crock
Spread
15 oz. Bowl or
7.5 oz. Cup 2 pk.
2 for 3.00
SUNNY
DELIGHT
Citrus Punch
California Blend
or Original
64 oz.
2 for 3.00
BUITONI
Pasta
•Fettuccini
•Linguine
•Angel Hair
9 oz.
2 for 3.00
SHEDD'S
Country Crock
Mashed Potatoes
Homestyle
or Garlic
24 oz.
2.98
GREAT LAKES
American Cheese
Singles
12 oz.
2.98
GREAT LAKES
Shredded
Cheese
Asst. Varieties
8 oz.
1.98
SMART
BALANCE
Spread or Spray
Asst. Varieties
8-15 oz.
2 for 5.00
SMART BALANCE
Butter Blend
1 lb. Quarters
2 for 5.00
GRANDMA'S Salads
•Potato •Coleslaw
•Macaroni
Asst. Types 16 oz.
1.98
STELLA
Crumbled Cheese
•Gorgonzola
•Blue Cheese
•Light
Blue Cheese
5 oz.
PARKAY
Margarine
•Soft Bowl
3 oz.
•Stick
Quarters
1 lb.
mission
mission

SMART BALANCE

Mini Food Plan

Starter Menu · Delicious Recipe
Smart Tips & More

The Smart Balance® Mini Food Plan is your start to a healthy lifestyle.

Better fats is what Smart Balance is all about.

Improved Cholesterol Ratio

Improved Omega Ratio

You'll love the great taste of all our Smart Balance® products.

Save $1.00/2

On any two SMART BALANCE® Products (except Smart Balance® Spreads)

MANUFACTURER COUPON | EXPIRES JULY 31, 2008

Save $1.00/2

On any two SMART BALANCE® Products (except Smart Balance® Spreads)

Day 1:

Day 1 (continued)

Delicious Carrot Cake Muffins

Try these delicious spreads today!

From: REDACTED
Sent:
To:
Cc:
Subject:
Attachments:

REDACTED

Thanks,
Courtney

Courtney Noles
TBC Advertising, Inc.
900 S. Wolfe Street
Baltimore, MD 21231
p 410.986.1312
f 410.986.1299

SMART BALANCE

2008 Baltimore Running Festival
Post-Race Analysis

THE UNDER ARMOUR BALTIMORE MARATHON

October 17, 2008

Baltimore Running Festival Overview

Sponsorship Elements:

REDACTED

Creative Elements

REDACTED

Health and Fitness Expo

Thursday Oct 9 and Friday Oct 10 9am-9pm

REDACTED

REDACTED

Celebration Village

Saturday Oct 11 8am-3pm

REDACTED

REDACTED

Baltimore Running Festival Net Metrics

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From: Bill Hooper <bhooper@smartbalance.com>
Sent: Tuesday, November 24, 2009 2:05 PM
To: 'Kelly Miano'; 'Jack Konzelmann'; 'Al Gever'; 'Don Perella'; gmandigo@smartbalance.com; hseiferas@smartbalance.com; csacco@smartbalance.com; dmccarty@smartbalance.com; dprimozich@smartbalance.com; gvenner@smartbalance.com; jmintz@smartbalance.com; kmessick@smartbalance.com; mgolderman@smartbalance.com; shughes@smartbalance.com; tschulke@smartbalance.com; 'William Keane'; 'Sandra Snyder'; bhitt@smartbalance.com; 'Brett Meltzer'; 'Howard Lazar'; 'Jeff Scroggins'; 'Jerry Edel'; 'Nicole Perraut'; 'Joe Gancio'; mlamendola@smartbalance.com; 'Sam Key'; mcalderoni@smartbalance.com; pdray@smartbalance.com; 'Rich McWilliams'; 'Austin Jacobus'; 'Bob Gluck'; ndorce@smartbalance.com; kmessick@smartbalance.com; lfleming@smartbalance.com; 'Neal Gabriel'; 'FRED WEBSTER'; 'Sheryl Marchetti'; jzavecz@smartbalance.com; 'Noel Ebrahim'; GBuergler@smartbalance.com; 'Daniel Curci'; 'TJ McIntyre'; 'Brendan Schulke'; 'Joan Dippolito'; 'Connie McGinty'; 'Fran Einhorn'
Cc: 'Linda DiJohn'; 'Kaitlin Kenny'; 'Tammi Hancock'
Subject: RE: Smart Balance Coverage

Good work kelly and pr team

Bill Hooper
105 Cypress Landing
Jacksonville Fl 32259
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From: Kelly Miano [mailto:kmiano@smartbalance.com]
Sent: Tuesday, November 24, 2009 1:40 PM
To: 'Jack Konzelmann'; 'Al Gever'; 'Don Perella'; gmandigo@smartbalance.com; hseiferas@smartbalance.com; csacco@smartbalance.com; dmccarty@smartbalance.com; dprimozich@smartbalance.com; gvenner@smartbalance.com; jmintz@smartbalance.com; kmessick@smartbalance.com; kmiano@smartbalance.com; mgolderman@smartbalance.com; shughes@smartbalance.com; tschulke@smartbalance.com; 'William Keane'; 'Sandra Snyder'; bhitt@smartbalance.com; 'Brett Meltzer'; 'Howard Lazar'; 'Jeff Scroggins'; 'Jerry Edel'; 'Nicole Perraut'; 'Joe Gancio'; mlamendola@smartbalance.com; 'Sam Key'; mcalderoni@smartbalance.com; pdray@smartbalance.com; 'Bill Hooper'; 'Rich McWilliams'; 'Austin Jacobus'; 'Bob Gluck'; ndorce@smartbalance.com; kmessick@smartbalance.com; lfleming@smartbalance.com; 'Neal Gabriel'; 'FRED WEBSTER'; 'Sheryl Marchetti'; jzavecz@smartbalance.com; 'Noel Ebrahim'; GBuergler@smartbalance.com; 'Daniel Curci'; 'TJ McIntyre'; bhooper@smartbalance.com; 'Brendan Schulke'; Joan Dippolito; Connie McGinty; Fran Einhorn
Cc: 'Linda DiJohn'; Kaitlin Kenny; 'Tammi Hancock'
Subject: Smart Balance Coverage

Happy Thanksgiving All,
Below is a list of our most recent coverage. We're happy to report the Bestlife release was picked up by several outlets. In addition to many of our products being featured in numerous recipes, HeartRight, Popcorn, Cooking Spray and Peanut all received favorable reviews.
Thanks,
Kelly

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Masterful Mac 'n' Cheese
Recipe #398981

55 min
20 min prep

By: Sharon123

Nov 12, 2009

From the Sneaky Chef cookbook by Missy Chase Lapine. She says this is a nutritionally enhanced version of her stepmother's delicious recipe from Finland.

4 -6 servings
(change servings and units)

Ingredients

1/2 lb macaroni (preferably whole wheat)
1 1/2 cups milk
1/4-1/2 cup orange puree (My Take on Sneaky Orange Puree and or Sneaky Chef Make-Ahead White Puree)
1/2 teaspoon salt
2 cups grated colby cheese (or cheddar cheese)
Crunchy Topping Variation
1 cup whole grain cereal flake (like Wheaties or Total)
1/4 cup wheat germ, unsweetened
2 tablespoons grated parmesan cheese
2 tablespoons butter , diced into small pieces (or use ***Smart Balance***) Directions

1 Preheat oven to 375*F.

2 Butter a 9" square baking pan.

3 Bring a large pot of salted water to a boil over high heat. Add the macaroni and cook according to the package directions, until firm and slightly undercooked(8-10 minutes). Drain and set aside.

4 In a large bowl, whisk the milk with the orange puree and salt.(and white puree if using-if using both use 1/4 cup each). Put half the macaroni into the baking pan and top with half colby (or cheddar) cheese.

5 Next, layer with the rest of the macaroni, then pour the milk mixture over the top, finishing with the last of the cheese on top.

6 If using Crunchy Topping Variation, use a rolling pin to gently crush cereal in a sealed plastic bag. Or, you can quickly pulse the cereal in a food processor. Add wheat germ and Parmesan to the bag and shake to mix.

7 Sprinkle crumb mixture on top of macaroni and cheese and dot with butter.

8 Bake 30-35 minutes, or until golden and bubbling.

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Garlic Haricots Verts Amondine
Recipe #399520

20 min
10 min prep

By: Feeding my Family

Nov 16, 2009

This is a traditional Thanksgiving recipe in our house. It is a healthier alternative to green bean casserole. You can use regular green beans, but they will need to steam for an extra 2-3 minutes.

SERVES 6

Ingredients

2 tablespoons olive oil
1 tablespoon ***Smart Balance*** margarine
1 lb French haricots vert, trimmed
6 garlic cloves , thinly sliced 1/2 cup almonds, slivered
1/8 teaspoon sea salt fresh ground black pepper

Directions

1 Place the oil and margarine in a skillet over medium-low heat (low heat on a gas range) until melted.

2 Add the haricots verts, stir, and cover for 3 minutes. Add the sliced garlic, stir, and sauté for 3 more minutes. Add the remaining ingredients, stir, and sauté for the final 3 minutes.

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Strawberry Scones
Recipe #399460

30 min
10 min prep

By: smellyvegetarian

Nov 16, 2009

These are oat-based, which makes the different from other strawberry scones on Zaar. The original recipe is from Prevention; see parentheses for their original amounts and the directions below for ingredients/instructions for an optional strawberry glaze.

SERVES 12

Ingredients

1 1/4 cups quick-cooking rolled oats
1 cup all-purpose flour
1/2 cup whole wheat pastry flour
2 teaspoons baking powder
1/2 teaspoon baking soda
1/4 teaspoon salt
1/8 cup sugar
1 teaspoon
2 tablespoons ***Smart Balance*** butter spread, cut into small pieces
1 egg
1/2 cup nonfat vanilla yogurt
1 tablespoon canola oil vanilla
2/3 cup strawberry , chopped

Directions

1 Preheat the oven to 400 degF Coat a baking sheet with no-stick spray.

2 In a large bowl, combine the oats, all-purpose flour, pastry flour, baking powder, baking soda, salt, and 1/8 cup of the sugar. Add the butter or margarine and cut into the flour using the back of a fork until the mixture resembles coarse meal.

3 In a small bowl, lightly beat together the egg, yogurt, oil, and vanilla. Add to the flour mixture, stirring with a fork just until the dough comes together. Add the strawberries and mix gently.

4 Transfer the dough to a floured surface. Pat into an 8" circle; cut into 12 wedges. Place the wedges on the baking sheet. Brush with the egg white and sprinkle with the remaining 1 teaspoon sugar. Bake for 18-20 minutes, or until golden. Watch them carefully, as they will get crispy easily.

5 To make the strawberry-yogurt sauce: In a small bowl, stir together 2/3 c yogurt, 1 T jam, and 1 T sugar until smooth. Stir in 2/3 c strawberries.

6 Serve with the scones.

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THE PERFECT ROAST TURKEY 1 onion, coarsely chopped

2 carrots, peeled and coarsely chopped
2 celery stalks, coarsely chopped
Fresh herbs such as parsley, sage, rosemary OR thyme
1 (12- to 14-pound) turkey
1 tablespoon olive oil
1 teaspoon kosher salt
1 teaspoon fresh pepper

Spray a large roasting pan with nonstick spray. Add roughly chopped vegetables and herbs to bottom of pan to infuse turkey with flavor.

Rinse and pat turkey dry with paper towels. Place a rack in bottom of pan on top of vegetables (if you do not have rack, make a foil snake, about an inch thick and spiral it in the bottom of the pan). Place turkey on rack breast side up. Brush with oil, season with salt and pepper. Insert meat thermometer in thickest part of thigh. Tent loosely with foil. Place in a preheated 500-degree oven 25 minutes, reduce oven temperature to 325 degrees F and continue roasting, until turkey reaches 165 degrees F. or until juices run clear, not pink, when turkey leg is pierced. Remove from oven and let turkey stand 20 minutes before removing skin and carving into slices. Serve on a platter garnished with fresh herbs and fresh cranberries. Serve with Apricot Glaze (recipe follows). Makes 8 to 10 servings, with a few leftovers. (without skin 4 ounces white meat is 160 calories; 4 ounces dark meat is 200 calories).

APRICOT GLAZED TURKEY BREAST 2 celery stalks, coarsley chopped

1 (3- to 4-pound) rolled boneless fresh turkey breast (do not use injected turkey)
2 teaspoons olive oil
1 teaspoon fresh ground pepper

Apricot Glaze (recipe follows)

Spray a roasting pan with nonstick spray. Add roughly chopped vegetables and herbs to bottom of pan to infuse turkey with flavor. Rinse and pat turkey breast dry with paper towels.

Place rack in bottom of pan on top of vegetables (if you do not have rack, make a foil snake, about an inch thick and spiral it in the bottom of the pan). Place turkey breast on rack. Brush with oil, season with salt and pepper. Insert meat thermometer in thickest part of thigh. Tent loosely with foil.

Place in a preheated 500-degree oven 25 minutes, reduce oven temperature to 325 degrees F and continue cooking 55 minutes for a 3-pound breast or 1 hour and 25 minutes for a 4-pound breast.

Remove from oven when thermometer reads 165 degrees F. in thickest part. Let turkey stand 20 minutes before slicing to keep juices in. Remove skin and discard. Slice and serve with Apricot Glaze. Makes 10 servings (depending on size of breast), about 160 calories EACH.

APRICOT GLAZE 1/2 cup fruit only, no sugar apricot preserves (fruit only preserves)

2 tablespoons chopped jalapeno chiles
1/8 cup red wine vinegar
2 tablespoons Dijon mustard
1 tablespoon honey
1 teaspoon chopped garlic
1 teaspoon chopped fresh rosemary OR 1/2 teaspoon dried
1/2 teaspoon salt
1/2 teaspoon pepper

Whisk all ingredients in a medium glass mixing bowl. Microwave glaze on high power 3 minutes, until boiling. Brush glaze on roast turkey, chicken or pork. Can also be used as a marinade for chicken, or served as a sauce on the side. Store any leftovers in refrigerator. Makes 12 (2-tablespoon) servings, about 20 calories EACH.

NOTE: If used as a marinade, use 1/2 as marinade and the other half as a sauce on the side. PEAR-CRANBERRY SAUCE 1 (12-ounce) package fresh cranberries
1 cup water
1/3 cup sugar
2 ripe pears, peeled, cored and diced into bite-size pieces
1/2 teaspoon ground cinnamon
1 teaspoon vanilla

In a medium saucepan, combine cranberries, water, sugar and pears. Cook over medium heat until mixture is boiling, then reduce heat to medium low and continue cooking until berries pop, about 10 minutes.

Remove from heat; stir in cinnamon and vanilla. Refrigerate, covered, until serving time. Makes 8 (1/3-cup) servings, about 65 calories EACH.

CAULIFLOWER PUREE 1 pound cauliflower, chopped (discard large stems)

2/3 cup fat-free, reduced-sodium organic chicken broth
1 teaspoon sea salt
1/4 cup fat-free half-and-half
1 tablespoon no trans fat margarine (such as ***Smart Balance*** or I Can't Believe It's Not Butter)
Freshly ground black pepper

Steam cauliflower with chicken broth, garlic and salt in microwave oven on high power 7 to 8 minutes, until tender.

Puree in food processor or mash by hand with potato masher. Add half-and-half and margarine and season with black pepper. Makes 4 servings about 50 calories EACH.

FARMER'S MARKET SALAD WITH ROASTED BUTTERNUT SQUASH 1 (2-pound) butternut squash, peeled, seeded and cut into 1/2-inch cubes OR 4 cups prepared, peeled butternut squash cubes (available in produce section of markets)

Pinch red pepper flakes
Sea salt
2 tablespoons orange juice
2 tablespoons pomegranate juice
1 tablespoon walnut OR olive oil
1 tablespoon water
1/2 teaspoon fresh black pepper
1 (7-ounce) bag baby arugula
1/4 cup toasted, chopped walnuts
1/2 cup pomegranate seeds OR dried cranberries
3 tablespoons pomegranate molasses (available at Middle Eastern markets; see Note)

Toss squash cubes with 1 tablespoon olive oil, red pepper flakes and 1/2 teaspoon sea salt. Spread on a foil-lined baking sheet. Roast in a preheated 400-degree oven about 30 to 40 minutes, until tender and golden. Set aside to cool.

Whisk together orange and pomegranate juices, walnut oil, water, 1/2 teaspoon sea salt and pepper in a small bowl. Set aside until serving time.

When ready to serve, toss arugula with dressing. Place arugula on a platter or in bowl and arrange butternut squash on top. Sprinkle salad with walnuts and pomegranate seeds and drizzle with pomegranate molasses. Serve immediately. Makes 6 servings, about 195 calories EACH.

NOTE: If pomegranate molasses is not available, place 1 cup pomegranate juice in a saucepan and reduce over low heat 20 minutes, until thick and syrupy. Watch carefully to avoid burning. LIME GLAZED ROASTED YAMS 2 yams, peeled and cut into 1-inch pieces

2 tablespoons light butter OR no trans fat margarine
2 tablespoons brown sugar
1 tablespoon lime juice
1/2 teaspoon kosher salt

Spray a 9x13 baking dish with canola oil spray. Add yam pieces and dot with butter. Bake in a preheated 350-degree oven 20 minutes, turning once after 10 minutes to coat with butter. Remove from oven, sprinkle with brown sugar, lime juice and salt. Return to oven and bake 20 minutes longer, until lightly browned. Makes 6 servings, about 140 calories EACH.

LITE PUMPKIN GINGER CHEESECAKE 1 1/2 cups gingersnap crumbs (blend gingersnap cookies in food processor)

3 tablespoons no trans fat margarine, melted
3 (8-ounce) packages reduced-fat (Neufchatel) cream cheese (DO NOT use fat free)
1 3/4 cups solid pumpkin
1 cup packed brown sugar
1 tablespoon pumpkin pie spice
1/4 teaspoon ground cloves
1 tablespoon vanilla
3/4 cup egg substitute (such as Egg Beaters)

Place gingersnap crumbs in a bowl. Add melted margarine to crumbs; mix until blended. Press crumbs into a 9-inch springform pan sprayed with nonstick spray.

With an electric mixer or in a food processor, blend cream cheese until smooth. Add pumpkin, brown sugar, pumpkin pie spice, cloves and vanilla. Blend well. Add egg substitute slowly with mixer on low speed.

Pour cream cheese filling into prepared crust. Sprinkle top lightly with additional pumpkin pie spice. Bake in a preheated 325-degree oven 1 1/2 hours or until set.

Cool and refrigerate at least 4 hours or until firm. Garnish with Fat Free Reddi-wip. Serve immediately. Makes 12 servings, about 300 calories EACH.

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THE PERFECT ROAST TURKEY 1 onion, coarsely chopped

2 carrots, peeled and coarsely chopped
2 celery stalks, coarsely chopped

Fresh herbs such as parsley, sage, rosemary OR thyme
1 (12- to 14-pound) turkey
1 tablespoon olive oil
1 teaspoon kosher salt
1 teaspoon fresh pepper

Spray a large roasting pan with nonstick spray. Add roughly chopped vegetables and herbs to bottom of pan to infuse turkey with flavor.

Rinse and pat turkey dry with paper towels. Place a rack in bottom of pan on top of vegetables (if you do not have rack, make a foil snake, about an inch thick and spiral it in the bottom of the pan). Place turkey on rack breast side up. Brush with oil, season with salt and pepper. Insert meat thermometer in thickest part of thigh. Tent loosely with foil. Place in a preheated 500-degree oven 25 minutes, reduce oven temperature to 325 degrees F and continue roasting, until turkey reaches 165 degrees F. or until juices run clear, not pink, when turkey leg is pierced. Remove from oven and let turkey stand 20 minutes before removing skin and carving into slices. Serve on a platter garnished with fresh herbs and fresh cranberries. Serve with Apricot Glaze (recipe follows). Makes 8 to 10 servings, with a few leftovers. (without skin 4 ounces white meat is 160 calories; 4 ounces dark meat is 200 calories).

APRICOT GLAZED TURKEY BREAST 2 celery stalks, coarsley chopped

1 (3- to 4-pound) rolled boneless fresh turkey breast (do not use injected turkey)
2 teaspoons olive oil
1 teaspoon fresh ground pepper

Apricot Glaze (recipe follows)

Spray a roasting pan with nonstick spray. Add roughly chopped vegetables and herbs to bottom of pan to infuse turkey with flavor. Rinse and pat turkey breast dry with paper towels.

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Remove from oven when thermometer reads 165 degrees F. in thickest part. Let turkey stand 20 minutes before slicing to keep juices in. Remove skin and discard. Slice and serve with Apricot Glaze. Makes 10 servings (depending on size of breast), about 160 calories EACH.

APRICOT GLAZE 1/2 cup fruit only, no sugar apricot preserves (fruit only preserves)

2 tablespoons chopped jalapeno chiles
1/8 cup red wine vinegar
2 tablespoons Dijon mustard
1 tablespoon honey
1 teaspoon chopped garlic
1 teaspoon chopped fresh rosemary OR 1/2 teaspoon dried
1/2 teaspoon salt
1/2 teaspoon pepper

Whisk all ingredients in a medium glass mixing bowl. Microwave glaze on high power 3 minutes, until boiling. Brush glaze on roast turkey, chicken or pork. Can also be used as a marinade for chicken, or served as a sauce on the side. Store any leftovers in refrigerator. Makes 12 (2-tablespoon) servings, about 20 calories EACH.

NOTE: If used as a marinade, use 1/2 as marinade and the other half as a sauce on the side. PEAR-CRANBERRY SAUCE 1 (12-ounce) package fresh cranberries
1 cup water
1/3 cup sugar
2 ripe pears, peeled, cored and diced into bite-size pieces
1/2 teaspoon ground cinnamon

1 teaspoon vanilla

In a medium saucepan, combine cranberries, water, sugar and pears. Cook over medium heat until mixture is boiling, then reduce heat to medium low and continue cooking until berries pop, about 10 minutes.

Remove from heat; stir in cinnamon and vanilla. Refrigerate, covered, until serving time. Makes 8 (1/3-cup) servings, about 65 calories EACH.

CAULIFLOWER PUREE 1 pound cauliflower, chopped (discard large stems)

2/3 cup fat-free, reduced-sodium organic chicken broth
1 teaspoon sea salt
1/4 cup fat-free half-and-half
1 tablespoon no trans fat margarine (such as ***Smart Balance*** or I Can't Believe It's Not Butter)
Freshly ground black pepper

Steam cauliflower with chicken broth, garlic and salt in microwave oven on high power 7 to 8 minutes, until tender.

Puree in food processor or mash by hand with potato masher. Add half-and-half and margarine and season with black pepper. Makes 4 servings about 50 calories EACH.

FARMER'S MARKET SALAD WITH ROASTED BUTTERNUT SQUASH 1 (2-pound) butternut squash, peeled, seeded and cut into 1/2-inch cubes OR 4 cups prepared, peeled butternut squash cubes (available in produce section of markets)

Pinch red pepper flakes
Sea salt
2 tablespoons orange juice
2 tablespoons pomegranate juice
1 tablespoon walnut OR olive oil
1 tablespoon water
1/2 teaspoon fresh black pepper
1 (7-ounce) bag baby arugula
1/4 cup toasted, chopped walnuts
1/2 cup pomegranate seeds OR dried cranberries
3 tablespoons pomegranate molasses (available at Middle Eastern markets; see Note)

Toss squash cubes with 1 tablespoon olive oil, red pepper flakes and 1/2 teaspoon sea salt. Spread on a foil-lined baking sheet. Roast in a preheated 400-degree oven about 30 to 40 minutes, until tender and golden. Set aside to cool.

Whisk together orange and pomegranate juices, walnut oil, water, 1/2 teaspoon sea salt and pepper in a small bowl. Set aside until serving time.

When ready to serve, toss arugula with dressing. Place arugula on a platter or in bowl and arrange butternut squash on top. Sprinkle salad with walnuts and pomegranate seeds and drizzle with pomegranate molasses. Serve immediately. Makes 6 servings, about 195 calories EACH.

NOTE: If pomegranate molasses is not available, place 1 cup pomegranate juice in a saucepan and reduce over low heat 20 minutes, until thick and syrupy. Watch carefully to avoid burning. LIME GLAZED ROASTED YAMS 2 yams, peeled and cut into 1-inch pieces

2 tablespoons light butter OR no trans fat margarine
2 tablespoons brown sugar
1 tablespoon lime juice
1/2 teaspoon kosher salt

Spray a 9x13 baking dish with canola oil spray. Add yam pieces and dot with butter. Bake in a preheated 350-degree oven 20 minutes, turning once after 10 minutes to coat with butter. Remove from oven, sprinkle with brown sugar, lime juice and salt. Return to oven and bake 20 minutes longer, until lightly browned. Makes 6 servings, about 140 calories EACH.

LITE PUMPKIN GINGER CHEESECAKE 1 1/2 cups gingersnap crumbs (blend gingersnap cookies in food processor)

3 tablespoons no trans fat margarine, melted
3 (8-ounce) packages reduced-fat (Neufchatel) cream cheese (DO NOT use fat free)
1 3/4 cups solid pumpkin
1 cup packed brown sugar
1 tablespoon pumpkin pie spice
1/4 teaspoon ground cloves
1 tablespoon vanilla
3/4 cup egg substitute (such as Egg Beaters)

Place gingersnap crumbs in a bowl. Add melted margarine to crumbs; mix until blended. Press crumbs into a 9-inch springform pan sprayed with nonstick spray.

With an electric mixer or in a food processor, blend cream cheese until smooth. Add pumpkin, brown sugar, pumpkin pie spice, cloves and vanilla. Blend well. Add egg substitute slowly with mixer on low speed.

Pour cream cheese filling into prepared crust. Sprinkle top lightly with additional pumpkin pie spice. Bake in a preheated 325-degree oven 1 1/2 hours or until set.

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2 teaspoons olive oil
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1/8 cup red wine vinegar
2 tablespoons Dijon mustard
1 tablespoon honey
1 teaspoon chopped garlic
1 teaspoon chopped fresh rosemary OR 1/2 teaspoon dried
1/2 teaspoon salt
1/2 teaspoon pepper

Whisk all ingredients in a medium glass mixing bowl. Microwave glaze on high power 3 minutes, until boiling. Brush glaze on roast turkey, chicken or pork. Can also be used as a marinade for chicken, or served as a sauce on the side. Store any leftovers in refrigerator. Makes 12 (2-tablespoon) servings, about 20 calories EACH.

NOTE: If used as a marinade, use 1/2 as marinade and the other half as a sauce on the side. PEAR-CRANBERRY

SAUCE 1 (12-ounce) package fresh cranberries
1 cup water
1/3 cup sugar
2 ripe pears, peeled, cored and diced into bite-size pieces
1/2 teaspoon ground cinnamon
1 teaspoon vanilla

In a medium saucepan, combine cranberries, water, sugar and pears. Cook over medium heat until mixture is boiling, then reduce heat to medium low and continue cooking until berries pop, about 10 minutes.

Remove from heat; stir in cinnamon and vanilla. Refrigerate, covered, until serving time. Makes 8 (1/3-cup) servings, about 65 calories EACH.

CAULIFLOWER PUREE 1 pound cauliflower, chopped (discard large stems)

2/3 cup fat-free, reduced-sodium organic chicken broth
1 teaspoon sea salt
1/4 cup fat-free half-and-half
1 tablespoon no trans fat margarine (such as ***Smart Balance*** or I Can't Believe It's Not Butter)
Freshly ground black pepper

Steam cauliflower with chicken broth, garlic and salt in microwave oven on high power 7 to 8 minutes, until tender.

Puree in food processor or mash by hand with potato masher. Add half-and-half and margarine and season with black pepper. Makes 4 servings about 50 calories EACH.

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Pinch red pepper flakes
Sea salt
2 tablespoons orange juice
2 tablespoons pomegranate juice
1 tablespoon walnut OR olive oil
1 tablespoon water
1/2 teaspoon fresh black pepper
1 (7-ounce) bag baby arugula
1/4 cup toasted, chopped walnuts
1/2 cup pomegranate seeds OR dried cranberries
3 tablespoons pomegranate molasses (available at Middle Eastern markets; see Note)

Toss squash cubes with 1 tablespoon olive oil, red pepper flakes and 1/2 teaspoon sea salt. Spread on a foil-lined baking sheet. Roast in a preheated 400-degree oven about 30 to 40 minutes, until tender and golden. Set aside to cool.

Whisk together orange and pomegranate juices, walnut oil, water, 1/2 teaspoon sea salt and pepper in a small bowl. Set aside until serving time.

When ready to serve, toss arugula with dressing. Place arugula on a platter or in bowl and arrange butternut squash on top. Sprinkle salad with walnuts and pomegranate seeds and drizzle with pomegranate molasses. Serve immediately. Makes 6 servings, about 195 calories EACH.

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2 tablespoons light butter OR no trans fat margarine
2 tablespoons brown sugar
1 tablespoon lime juice
1/2 teaspoon kosher salt

Spray a 9x13 baking dish with canola oil spray. Add yam pieces and dot with butter. Bake in a preheated 350-degree

oven 20 minutes, turning once after 10 minutes to coat with butter. Remove from oven, sprinkle with brown sugar, lime juice and salt. Return to oven and bake 20 minutes longer, until lightly browned. Makes 6 servings, about 140 calories EACH.

LITE PUMPKIN GINGER CHEESECAKE 1 1/2 cups gingersnap crumbs (blend gingersnap cookies in food processor)

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1 3/4 cups solid pumpkin
1 cup packed brown sugar
1 tablespoon pumpkin pie spice
1/4 teaspoon ground cloves
1 tablespoon vanilla
3/4 cup egg substitute (such as Egg Beaters)

Place gingersnap crumbs in a bowl. Add melted margarine to crumbs; mix until blended. Press crumbs into a 9-inch springform pan sprayed with nonstick spray.

With an electric mixer or in a food processor, blend cream cheese until smooth. Add pumpkin, brown sugar, pumpkin pie spice, cloves and vanilla. Blend well. Add egg substitute slowly with mixer on low speed.

Pour cream cheese filling into prepared crust. Sprinkle top lightly with additional pumpkin pie spice. Bake in a preheated 325-degree oven 1 1/2 hours or until set.

Cool and refrigerate at least 4 hours or until firm. Garnish with Fat Free Reddi-wip. Serve immediately. Makes 12 servings, about 300 calories EACH.

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Almond and Soy Nut Power Bars

Submitted By: JDS8000
Prep Time: 25 Minutes
Cook Time: 15 Minutes
Ready In: 1 Hour 40 Minutes
Servings: 30
"Roasted soy nuts, almonds, and walnuts combine with flax seed in these tasty, home made bars."
INGREDIENTS:
1 1/2 cups rolled oats
1 cup blanched almonds
1 cup walnuts
1/2 cup soy nuts
2 cups crispy brown rice cereal
2 cups nonfat dry milk powder
1/2 cup wheat germ
1/2 cup raisins
1/2 cup miniature semisweet chocolate chips
1/3 cup flax seed meal
1 tablespoon ground cinnamon
1/2 teaspoon salt

4 egg whites
3/4 cup canola oil (such as ***Smart Balance*** (R
) Omega)
1 cup honey

2 teaspoons vanilla extract
DIRECTIONS:
1. Preheat an oven to 325 degrees F (165 degrees C). Line a baking sheet with aluminum foil and spray with cooking spray.
2. Place the oats, almonds, walnuts, and soy nuts into a food processor. Pulse until finely ground; pour into a large mixing bowl. Whisk in the brown rice cereal, dry milk, wheat germ, raisins, chocolate chips, flax, cinnamon, and salt; set aside.
3. Beat the egg whites until frothy in a small bowl; stir in the canola oil, honey, and vanilla extract and pour into the dry mixture. Stir until evenly moistened and press into the prepared pan.
4. Bake in the preheated oven until the mixture is hot, 15 to 20 minutes. Remove the power bar mixture by lifting the foil out of the pan. Allow to cool slightly; remove the foil and cut into bars while still warm. Allow to cool completely on a wire rack before serving. Store in airtight container, or freeze in plastic snack bags.

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Green-Tea Cupcakes

Rated:
Submitted By: muffin_girl
Prep Time: 25 Minutes
Cook Time: 20 Minutes
Ready In: 2 Hours
Servings: 12
"Delicate green tea cupcakes with a just a hint of almond."
INGREDIENTS:
1/4 cup butter
1/4 cup vegetable oil butter spread (such as
Smart Balance®)
1/2 cup granular no-calorie sucralose
sweetener (such as Splenda®)
1/2 cup white sugar
3 egg whites
1 teaspoon vanilla extract
1 teaspoon almond extract
1 1/2 cups cake flour
2 teaspoons baking powder
2 tablespoons green tea powder (matcha)
1/2 cup nonfat milk
DIRECTIONS:
1. Preheat an oven to 350 degrees F (175 degrees C). Grease 12 muffin cups, or line with paper muffin liners.
2. Beat the butter, vegetable oil butter spread, sweetener, and sugar with an electric mixer in a large bowl until light and fluffy. The mixture should be noticeably lighter in color. Add the room-temperature egg whites one at a time, allowing each egg to blend into the butter mixture before adding the next. Beat in the vanilla and almond extracts with the last egg. Combine cake flour, baking powder, and green tea powder in a small bowl. Pour in the flour mixture alternately with the milk, mixing until just incorporated. Pour the batter into prepared pan.
3. Bake in the preheated oven until a toothpick inserted into the center comes out clean, about 20 minutes. Cool in the pans for 10 minutes before removing to cool completely on a wire rack.

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Thanksgiving Side Dish: Apple Squash

Nov 12 2009
Thanksgiving is one of my favorite holidays because I love all the warm, savory dishes. This one has been in my family for years and it's sweet, creamy, and has a crunchy topping that reminds me of homemade mac and cheese. It's easy to prepare ahead of time, and is a great alternative to mashed potatoes or stuffing.

To see the recipe and find out how many calories are in one serving .

Recipe for Apple Squash
a family recipe
Ingredients

Bottom layer:
4 Cortland apples, peeled and sliced
1 1/2 tablespoons ***Smart Balance*** margarine

Middle layer:
8 cups butternut squash (about two whole), peeled, de-seeded, and diced
2 tablespoons ***Smart Balance*** margarine
2 teaspoons brown sugar
1/4 teaspoon salt
1/4 teaspoon pepper

Top layer:
2 cups fruit juice sweetened corn flakes, crushed
1/2 cup chopped pecans
2 teaspoons brown sugar
2 tablespoons ***Smart Balance*** margarine, melted

Directions

Preheat the oven to 350° F.
Heat two tablespoons of ***Smart Balance*** in a skillet and add the sliced apples. Cover and simmer for five minutes. Spread in bottom of a casserole dish.

Boil the butternut squash for 15 minutes.
Mash the squash with two tablespoons ***Smart Balance***, two teaspoons brown sugar, salt, and pepper. Spread it on top of the apples.
Mix the two tablespoons of melted ***Smart Balance*** with the crushed corn flakes, two teaspoons brown sugar, and chopped pecans. Sprinkle on top of the squash.

Bake uncovered for 15 minutes. Serve warm and enjoy.

Makes 10 servings.

Print recipe with images [0] | without images [0]

Here's the nutritional info [1] for this Thanksgiving apple squash.

Serving Size	1/10 of the dish
Calories	159.6
Total Fat	5.9 g
Saturated Fat	.6 g
Cholesterol	0 mg
Sodium	182.1 mg
Carbs	28.2 g
Fiber	3.9 g
Sugars	10.7 g
Protein	2.2 g

If you have a healthy recipe to share, please post it in the Healthy Recipe [2] community group.

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APPLE PIE

Makes one 9-inch pie

If you choose to use fresh apples you must use a tart firm apple. Varieties such as golden delicious, Cortland, Braeburn, Spartan and Granny Smith are your best choices.

1-1/2 cans (20-ounce) sliced apples drained, or five to seven tart apples, peeled, cored, and thinly sliced

3/4-cup sugar (or use 1/2 sugar and 1/2 Splenda sugar substitute)

1/4-cup dark brown sugar (packed)

1 tablespoon flour

1/2-teaspoon cinnamon

Dash nutmeg

Dash salt

1 tablespoon lemon juice

2 tablespoons butter or butter substitute

Roll out dough to fit a 9-inch pie pan. Trim even with rim of pan.

Mix all ingredients except butter together and add to apples. Place in prepared pan, dot with butter. Roll top crust and place on top of apples. Trim with scissors so crust extends 1/2-inch beyond rim. Carefully lift top crust around edges and moisten bottom crust with water. Fold top crust over bottom crust and press together. Flute edges to create a rippled effect with your fingers or press all around with the tines of a fork.

Using scissors, cut slits or curved slits to resemble a tree branch with leaves in the top crust. Brush crust with milk and sprinkle generously with sugar. Do not put milk or sugar on the edges.

Bake on a cookie sheet in the lower third of a preheated 425-degree oven for 10 minutes. Lower temperature to 350 and continue baking for 30 minutes until crust is golden and filling is bubbly.

To save pie for future use, prepare but do not slit crust or brush with milk. Freeze unbaked.

To use, thaw for three to five hours on countertop or overnight in the refrigerator. Bake as directed. If pie is still frozen simply bake a little longer until bubbly.

To make many pies triple the Shaker pie crust recipe.

The following will make approximately 1 large, 4 medium and 1 small apple pie, along with enough dough for at least 2 pumpkin pies and some pie crust cookies.

7 20-ounce cans sliced apples, drained

4 cups sugar (or use 1/2 sugar and 1/2 Splenda sugar substitute)

3/4-cups dark brown sugar, packed

1-1/2 teaspoons salt

1 cup flour

1 tablespoon cinnamon

1/2-teaspoon nutmeg

Juice of 1-1/2 lemons

2 tablespoons butter or butter substitute for each pie

Follow above instructions. Do not mix ingredients with apples until crusts are prepared - the sugars and salt will produce too much liquid.

PECAN PIE

High fat, high cholesterol, this must be a "special occasion" dessert.

3 large eggs

1 cup light corn syrup

1 cup sugar

2 tablespoons melted butter or ***Smart Balance*** butter substitute

2-1/2 teaspoons vanilla

Dash of salt

1 cup pecan halves or pieces (pieces make it easier to cut the pie)

1 unbaked deep dish 9-inch pie shell (homemade or frozen)

Using a whisk, beat eggs slightly. Add next five ingredients, then nuts. Pour into pie shell.

Bake on a cookie sheet in a 400-degree oven 15 minutes. Lower temperature to 350, continue baking 30 to 35 minutes. Filling should be slightly less set in center than around edges.

Cool, chill and serve with whipped cream, topping or vanilla ice cream.

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Ingredients:

1 head cauliflower, cut down into 1 inch pieces
1 large sweet potato, cut into 1 inch pieces
1/2 cup low sodium chicken broth
2 TBSP heart healthy vegetable oil spread (such as ***Smart Balance***, Take Control or Benecol)
1 tsp garlic powder
1 tsp black pepper
1 tsp oregano
dash salt

Directions:

1. Bring large pot of water to boil. Once water is rapidly boiling, add potatoes and cook until fork tender (approximately 10 minutes).

2. While water and potatoes are boiling, steam chopped cauliflower in steamer basket or microwave safe bowl until fork tender (approximately 8-12 minutes, depending on size of cauliflower)

3. Once potatoes are tender, drain water and return cooked potatoes to pot. Add in steamed cauliflower and chicken broth.

4. With potato masher or hand mixer, mash potato and cauliflower together until well combined, then mix in vegetable oil spread.

5. Season to taste. Recommended seasoning blend: garlic powder, black pepper, oregano and dash salt.

6. If using dry herbs (such as oregano) let sit for 3-5 minutes before serving to allow oregano to release its flavors.

Makes six 1-cup servings.

Nutritional Information:
Serving Size: 1 cup
Calories: 155
Fat: 3.3 grams
Saturated Fat: 1 gram
Protein: 2.5 grams
Carbohydrate: 29 grams
Dietary Fiber: 1.5 grams

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DATE: 11-05-2009

Kiss of Death Cookies

South Florida Sun-Sentinel

Andrew Innerarity, Sun Sentinel

(October 29, 2009)

The whole-wheat flour, oats and applesauce make these cookies full of fiber and low in fat, but the Hershey's Kiss seals the deal in making them delicious.

1/2 cup ***Smart Balance***
2 cups whole-wheat flour
1 cup old-fashioned oats
1/4 cup wheat germ
1/2 teaspoon baking soda
1 egg
1/3 cup white sugar
1/3 cup brown sugar
1/3 cup unsweetened applesauce
1 teaspoon vanilla extract
1 egg white
36 Hershey's Kisses, wrappers removed

Spray baking sheets with no-stick cooking spray; set aside.

Preheat oven to 375 degrees. Place ***Smart Balance*** in a microwave-safe bowl and microwave on high 30 to 45 seconds to melt; set aside.

Mix flour, oats, wheat germ and baking soda in a large bowl.

In a separate bowl, beat whole egg with an electric mixer on medium until fluffy. Add melted ***Smart Balance***, sugars, applesauce, vanilla and egg white.

Slowly incorporate egg mixture into flour mixture and mix thoroughly with an electric mixer on medium speed.

Scoop out tablespoons of batter onto prepared baking sheets, spacing them 1-inch apart. Ask kids to place one unwrapped Kiss in the center of each. Bake 7 to 9 minutes, until golden brown. Allow to cool 10 minutes and serve warm. Makes 36 cookies.

Per cookie: 88 calories, 32 percent calories from fat, 3 grams total fat, 1 gram saturated fat, 6 milligrams cholesterol, 13 grams carbohydrates, 2 grams total fiber, 6 grams total sugars, 12 grams net carbs, 2 grams protein, 41 milligrams sodium. Copyright (c) 2009,

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Flavor Cubes Roasted Pepper and Basil Tosser

3 tablespoons very finely chopped roasted peppers

1 tablespoon ***Smart Balance*** oil

2 teaspoons dried basil leaves

1 medium garlic clove, minced

2 teaspoons cider vinegar

Combine all the ingredients and stir until well blended.

Toss with warm pasta, potatoes or veggies.

Save the remainder by spooning sauce into ice cube trays, cover and freeze up to a month.

Buttery Herb Blend

3 tablespoons ***Smart Balance*** buttery spread

2 medium garlic cloves, minced

1 tablespoon dried oregano leaves

2 teaspoons dried basil leaves

1 teaspoon dried thyme leaves

½ teaspoon dried rosemary

⅛-¼ teaspoon dried pepper flakes

Combine all the ingredients and stir until well blended.

Toss with warm pasta, potatoes or veggies.

Save the remainder by spooning sauce into ice cube trays, cover and freeze up to a month.

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Serves 6; 2-tablespoon servings

2 cups ***Smart Balance*** Sour Cream and Omega-3s & Vitamins D and E

4 tablespoons of any ***Smart Balance*** milk variety

1 cup very finely chopped white onion

1 teaspoon Worcestershire sauce

2 teaspoons onion powder

2 teaspoons salt

Combine all the ingredients in a small bowl and serve with fresh veggies.

Chef's Tip: Save time before a party--prepare up to 2 hours in advance and refrigerate.

Per serving: 51 calories, 1 gram protein, 2 grams carbohydrate, 4 grams fat, 2.3 grams saturated fat, 0 grams monounsaturated fat, 0 grams polyunsaturated fat, 0 grams trans fat, 22 mg omega-3 fatty acids, 2 mg omega-6 fatty acids, 13 mg cholesterol, 215 mg sodium, 0 grams fiber

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The Best Flax Cookies Ever From Sondra Laurent-Michel, MS, RD, of Longmont, Colorado 1/2 C heart-healthy margarine spread (eg, ***Smart Balance*** or Brummel and Brown)

1/2 C brown sugar
1/3 C sugar or Splenda
2 egg whites
1 tsp vanilla
1/2 C all-purpose flour
1 C oat bran
3/4 C oats
2/3 C flax meal
1 tsp baking soda
1 tsp each cinnamon and nutmeg (optional)
1/4 C natural (no sugar added) applesauce

Directions Preheat oven to 350 deg F. In a large bowl, combine the flour, oat bran, oats, flax meal, baking soda, cinnamon, and nutmeg. In a separate bowl (or standing mixer), blend together the margarine, brown sugar, and sugar (or Splenda) until fluffy. Add the egg and vanilla and continue mixing until well blended, and then add applesauce. Combine the dry ingredients to the sugar mixture slowly. Continue mixing until thoroughly combined; mixture will be thick.

Spoon 1 T-size cookies onto pan. Bake 8 to 10 minutes on middle rack. Do not overbake.

Makes 48 servings
Calories: 61
Protein: 1 g
Carbs: 8 g
Total Fat: 3 g
Sodium: 21 mg
Fiber: 1 g

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White Onion Dip

Serves 6; 2-tablespoon servings

2 cups ***Smart Balance*** Sour Cream and Omega-3s & Vitamins D and E

4 tablespoons of any ***Smart Balance*** milk variety

1 cup very finely chopped white onion

1 teaspoon Worcestershire sauce

2 teaspoons onion powder

2 teaspoons salt

Combine all the ingredients in a small bowl and serve with fresh veggies.

Chef's Tip: Save time before a party-prepare up to 2 hours in advance and refrigerate.

Per serving: 51 calories, 1 gram protein, 2 grams carbohydrate, 4 grams fat, 2.3 grams saturated fat, 0 grams monounsaturated fat, 0 grams polyunsaturated fat, 0 grams trans fat, 22 mg omega-3 fatty acids, 2 mg omega-6 fatty acids, 13 mg cholesterol, 215 mg sodium, 0 grams fiber.

This great-tasting version of a favorite dip can help make your holiday snacking lighter.

Kiss of Death Cookies

Andrew Innerarity, Sun Sentinel
(October 29, 2009)

The whole-wheat flour, oats and applesauce make these cookies full of fiber and low in fat, but the Hershey's Kiss seals the deal in making them delicious.

1/2 cup ***Smart Balance***
2 cups whole-wheat flour
1 cup old-fashioned oats
1/4 cup wheat germ
1/2 teaspoon baking soda
1 egg
1/3 cup white sugar
1/3 cup brown sugar
1/3 cup unsweetened applesauce
1 teaspoon vanilla extract
1 egg white
36 Hershey's Kisses, wrappers removed

Spray baking sheets with no-stick cooking spray; set aside.

Preheat oven to 375 degrees. Place ***Smart Balance*** in a microwave-safe bowl and microwave on high 30 to 45 seconds to melt; set aside.

Mix flour, oats, wheat germ and baking soda in a large bowl.

In a separate bowl, beat whole egg with an electric mixer on medium until fluffy. Add melted ***Smart Balance***, sugars, applesauce, vanilla and egg white.

Slowly incorporate egg mixture into flour mixture and mix thoroughly with an electric mixer on medium speed.

Scoop out tablespoons of batter onto prepared baking sheets, spacing them 1-inch apart. Ask kids to place one unwrapped Kiss in the center of each. Bake 7 to 9 minutes, until golden brown. Allow to cool 10 minutes and serve warm. Makes 36 cookies.

Per cookie: 88 calories, 32 percent calories from fat, 3 grams total fat, 1 gram saturated fat, 6 milligrams cholesterol, 13 grams carbohydrates, 2 grams total fiber, 6 grams total sugars, 12 grams net carbs, 2 grams protein, 41 milligrams sodium.

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I made these cookies for Oatmeal Chocolate Chip Raisin Cookie S'mores . You can use all raisins or all chips. SERVES 24, 4 dozen.

Ingredients

1/2 lb ***Smart Balance*** butter spread, for baking
1 cup
Brown sugar 1/2 cup
Splendid Sugar Blend for Baking (replaces 1 cup sugar if you want)
2 eggs
1 teaspoon vanilla

1 1/2 cups flour baking soda cinnamon
1/2 teaspoon salt
3 cups quick oatmeal (or old fashioned) raisins
3 ounces chocolate chips Directions

1 Preheat oven to 350.
2 Cream sugars and ***Smart Balance*** together till creamy.
3 Add eggs and vanilla beat in well.
4 Combine flour, baking soda, cinnamon, salt and mix well into the cream mixture.
5 Stir in oats, chips and raisins.
6 Place by rounded tablespoonfuls on to an ungreased cookie sheet pans.
7 Bake 9-12 minutes
8 Cool on cookie sheet for a minute then remove and place on wire rack and cool.

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APPLE /CRANBERRY CRISP

3 cups unpeeled apples, chopped

2 cups cranberries

1 cup Splenda for baking

1/2 cup ***Smart Balance*** margarine

1 1/2 cup oatmeal (I used old fashioned)

1/2 cup Splenda brown sugar

1/3 cup flour

1/3 cup chopped pecans

Combine apples, cranberries and sugar in 8-inch baking dish; mix thoroughly. Set aside. Combine remaining ingredients until crumbly; spread evening over fruit layer. Bake at 350 degrees for one hour or until fruit is fork-tender. Serve warm with ice cream or whipped cream. I used fat-free whipped topping.

The cranberries are extremely healthy, apples are great, the sugar was replaced with Splenda, butter with Smart Balance. The oats are also a healthy addition to this tasty dessert. The change from whipping cream to whipped topping also reduces fat, carbs and cholesterol.

For a tasty, quick snack, open a tube of crescent rolls, separate dough into triangles, put 1/4 cup of cranberry sauce on

each triangle and fold dough over the sauce. Bake at 375 for 15 minutes. Sprinkle with powdered sugar. Serve warm.

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White Onion Dip

Serves 6; 2-tablespoon servings

2 cups ***Smart Balance Sour Cream and Omega-3s & Vitamins D and E***

4 tablespoons of any ***Smart Balance*** milk variety

1 cup very finely chopped white onion

1 teaspoon Worcestershire sauce

2 teaspoons onion powder

2 teaspoons salt

Combine all the ingredients in a small bowl and serve with fresh veggies.

Chef's Tip: Save time before a party-prepare up to 2 hours in advance and refrigerate.

Per serving: 51 calories, 1 gram protein, 2 grams carbohydrate, 4 grams fat, 2.3 grams saturated fat, 0 grams monounsaturated fat, 0 grams polyunsaturated fat, 0 grams trans fat, 22 mg omega-3 fatty acids, 2 mg omega-6 fatty acids, 13 mg cholesterol, 215 mg sodium, 0 grams fiber.

This great-tasting version of a favorite dip can help make your holiday snacking lighter.

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Oct 19, 2009
This recipe came out of many different attempts to make a healthier coffee cake. Enjoy!
SERVES 6, 6 pieces
(change servings and units)
Ingredients
1 1/4 cups
whole wheat pastry flour (sifted) 1/2 cup
brown sugar 2 teaspoons
baking powder 1 teaspoon
baking soda 1/4 teaspoon
salt 4 egg whites
1 cup
fat free sour cream vanilla blueberries lemon zest Topping
2 tablespoons
1 tablespoon
low-fat margarine (***Smart Balance*** spread) flour Directions
1 Preheat oven to 350 degrees. Lightly coat 9"x9" pan with ***Smart Balance*** spread.
2 Mix dry ingredients separately.
3 Mix together eggs, sour cream, vanilla and lemon zest.
4 Mix wet and dry ingredients together.
5 Spread mixture into pan and top with blueberries.

6 Sprinkle topping mixture on top of blueberries.
7 Bake for 28-30 minutes. Yum!

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Mississippi Apple Jelly
3 pounds Granny Smith apples
2 pounds Gala apples
4-5 cups of water
3 cups sugar
Juice of one lemon
Rinse apples and remove stems. Quarter each apple, leaving peel and seeds intact. Place apples in heavy stock pan and add water. Simmer 30-45 minutes, until apples soften. Remove from heat, and drain apple mixture in a sieve or cheesecloth to separate liquid from apples, allowing 1-2 hours to drain completely. Refrigerate the liquid overnight.
Measure4 cups of juice into heavy stock pan and bring to a simmer. Add 3 cups of sugar and lemon juice and return to simmer until temperature reaches 220 deg.
Pour mixture into sterilized glass jars, leaving 1-inch space at the top. Process in a water bath to seal, about 10 minutes. Jelly will set as it cools.

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The Best Broccoli Cheddar Soup With Chicken
Recipe #395217
4 1/4 hours
15 min prep

By: Chef #1113957
Oct 19, 2009

This is delicious and lower-fat than most creamy soups as it has no cream in it. I have adapted it from a number of broccoli soups and added chicken (use pre cooked to save time) to make it a more complete meal. Perfect winter comfort food!
SERVES 8 , 8 serving
(change servings and units)
Ingredients
4 (8 ounce) cans
low sodium chicken broth 1 (8 ounce) package
reduced-fat cream cheese , softened 1/2 cup
flour 8 tablespoons
butter or , alternative (I like ***smart balance***) 1 cup diced
red onion 2 cups minced
fresh broccoli 3 medium
russet potatoes , peeled and cubed 2 cups shredded
chicken 12 ounces
cheddar cheese 2 teaspoons
fresh garlic cloves 1 teaspoon
crushed red pepper flakes (or to taste) black pepper Directions
1 Sauté onion and garlic with 2 tbsp butter until onion is becoming translucent.
2 In another pan melt remaining butter and slowly add flour to create a roue.
3 Combine all ingredients in crock pot and simmer on high for 4 hours or until potatoes are tender.
4 You may need to stir often during first hour to ensure all ingredients are combined.
5 Top with additional cheddar cheese and green onions if you like!

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Sugar Free Pumpkin Bars With Cream Cheese Frosting
Recipe #395548
1 hour
30 min prep

By: Bizy_Mum
Oct 19, 2009

Completely sugar free dessert! I've been experimenting with a sweetener called "Xylitol" that I buy online and will gradually post recipes with my successful results. I promise never to post a recipe that hasn't passed the "Kid Test". I have four kids who are very, very finicky eaters. My kids CAN tell that these aren't made from real sugar - mostly because I don't have real sugar in my house anymore. But they still love these. I have also served these to friends without anyone knowing they weren't "normal" pumpkin bars. I started looking for a sugar substitute when a dear friend had surgery and became completely intolerant to any processed sugar. Splenda doesn't agree with me and I always prefer 'natural' options when possible. Xylitol IS more expensive than sugar, so experimentation is frustrating sometimes. I hope you will enjoy my successes without having to endure the waste I've had. It has 40% less calories than sugar, 75% less carbs, and has a glycemic index of 7 (compared to sugar at 68 and corn syrup at 100) and my friend can enjoy sweets once again! The key to using this in place of sugar is to MELT the xylitol before adding it to the recipes. I just melt mine in my pyrex measuring bowl in the microwave. I have found it's very important to MELT the Xylitol but not BOIL or otherwise over-heat it, because it does alter it's consistency like sugar. If you heat it too long, when it cools, it becomes rock hard. (I'm still figuring out how to use this to my advantage in fudge and caramels - I'll post when I get a successful outcome.) This pumpkin bar recipe is an adaptation of one I have in an old Better Homes and Gardens cookbook. I also use only whole-wheat flour and try to skim some of the fat (though not all, in order to keep a nice degree of moistness). I buy my Xylitol

online. Some bigger cities might have natural/health food stores that sell it in the store, but nothing near me. I pay about $25 per 5 pound bag, so shop around. For me and my family, the switch is worth it.
SERVES 18 , 18 2 inch squares
(change servings and units)
Ingredients
Bars
1 1/2 cups
whole wheat flour 1/2 cup
wheat gluten (keeps the whole wheat texture 'lighter') 2 cups Xylitol Sweetener
2 teaspoons
baking powder 1 teaspoon
baking soda 1/2 teaspoon
salt cinnamon 1/4 teaspoon
clove , ground nutmeg 15 ounces
canned pumpkin 1/3 cup cooking oil (I use ***Smart Balance*** oil)
1/2 cup sugar-free applesauce
4
eggs (I use 4 egg whites and 2 whole eggs) Cream Cheese Frosting
8 ounces
cream cheese butter , softened (I use ***Smart Balance*** spread) vanilla 2 cups Xylitol Sweetener
Directions
1 Bar directions:.
2 All Xylitol measurements refer to the measurement of the dry powder, not the melted liquid.
3 Melt the xylitol. It takes about 10 minutes for my microwave to melt the xylitol, but microwave times vary. It will be as clear as water when melted - don't let it boil! It's okay to stir it occasionally while melting it. Your wooden spoon will get a crusty layer that washes off easily. Xylitol isn't sticky even when hardened and clean up is a breeze! The xylitol when melted is very, very hot. Be careful and use something that can withstand the temperature - I've used ordinary glass mixing bowls and pyrex measuring bowls without problems. Plastic would probably melt. 2 cups of crystal Xylitol will be less than 2 cups of melted Xylitol - that's okay. It's sweeter than sugar!
4 USE OVEN MITS WHEN HANDLING YOUR BOWL OF MELTED XYLITOL. It's that hot.
5 In a mixer, blend all ingredients together except the xylitol, flour, gluten and eggs.
6 Slowly pour the melted xylitol 'syrup' into the mixing bowl and mix.
7 Add flour and gluten.
8 Pour mixture into a 10x15x2 cake pan - spray first with cooking spray.
9 Bake at 350 degrees for about 25 to 30 minutes or until toothpick inserted in the center comes out clean. Allow to cool.
10 Frosting Directions:.
11 I've had the hardest time adapting frosting to the Xylitol. I kept trying to use the same volume of Xylitol crystals as sugar. By the time the melted mixture returned to room temperature, the darn stuff would be rock hard and inedible. However, if you don't melt the Xylitol and try to use the crystals creamed with your butter/margarine, it stays too crystallized and gives the frosting an unpleasantly crunchy texture.
12 I've finally come upon the perfect balance. It's still very sweet but stays creamy when spread and it's so much better for you!
13 So, melt your Xylitol as before. I use my small mixing bowl for this. I have to use oven mitts to move the mixing bowl from the microwave to my mixer stand.
14 Carefully add your butter or margarine. If you 'plop' it in, hot Xylitol splatters could burn you!
15 Add Vanilla.
16 Add the cream cheese in small dollops.
17 Start the mixer at low speed. Mix until no visible 'lumps' of cream cheese are seen. Blend at low speed for 3-5 minutes.
18 Allow frosting to cool on mixer stand. Periodically (every 5-10 minutes or so) turn the mixer on for short 3-5 minute bursts on slow speed. This seems to keep the cooling frosting creamy and prevent hard 'chunks' from forming.
19 When cooled to room temperature, spread on your cooled pan of pumpkin bars. For me, if I start the frosting as soon as the bars start cooking, they're usually cooled and ready at the same time.
20 Enjoy!

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South Florida Sun-Sentinel
The whole-wheat flour, oats and applesauce make these cookies full of fiber and low in fat, but the Hershey's Kiss seals the deal in making them delicious.
1/2 cup ***Smart Balance***
2 cups whole-wheat flour
1 cup old-fashioned oats
1/4 cup wheat germ
1/2 teaspoon baking soda
1 egg
1/3 cup white sugar
1/3 cup brown sugar
1/3 cup unsweetened applesauce
1 teaspoon vanilla extract
1 egg white
36 Hershey's Kisses, wrappers removed
Spray baking sheets with no-stick cooking spray; set aside.
Preheat oven to 375 degrees. Place ***Smart Balance*** in a microwave-safe bowl and microwave on high 30 to 45 seconds to melt; set aside.
Mix flour, oats, wheat germ and baking soda in a large bowl.
In a separate bowl, beat whole egg with an electric mixer on medium until fluffy. Add melted ***Smart Balance***, sugars, applesauce, vanilla and egg white. Slowly incorporate egg mixture into flour mixture and mix thoroughly with an electric mixer on medium speed.
Scoop out tablespoons of batter onto prepared baking sheets, spacing them 1-inch apart. Ask kids to place one unwrapped Kiss in the center of each. Bake 7 to 9 minutes, until golden brown. Allow to cool 10 minutes and serve warm.
Makes 36 cookies.
Per cookie: 88 calories, 32 percent calories from fat, 3 grams total fat, 1 gram saturated fat, 6 milligrams cholesterol, 13 grams carbohydrates, 2 grams total fiber, 6 grams total sugars, 12 grams net carbs, 2 grams protein, 41 milligrams sodium.

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Whoopie pies were a favorite treat at picnics and cookouts when I was growing up. But they're made with margarine and shortening, so they're laden with trans fat. Can you fix the recipe?
--Alison Clish, Uxbridge, MA Work time: 30 minutes / Total time: 45 minutes / Servings: 16
Recipe By Carl Raymond
An easy switch from margarine to a trans-free spread made these cookies healthier, while staying true to the original taste and texture. Using
marshmallow cream instead of a cooked filling containing shortening allowed us to eliminate fat and slash calories . 3/4 c granulated sugar
1/2 c 50/50
butter blend spread (we used ***Smart Balance***) 1 egg white
2 tsp vanilla extract, divided
2 c all-purpose flour
1/2 c cocoa
powder 1 1/2 tsp baking soda
1/2 tsp baking
1/2 tsp salt
1 c fat-free milk
1 jar (7.5 oz)
cream (we used Marshmallow Fluff) 1 c confectioners' sugar
Heat oven to 350 degF. Grease 2 large baking sheets (or use parchment).
Cream granulated sugar and spread with electric mixer in large bowl. Beat in egg white and 1 teaspoon of the vanilla extract.
Mix flour, cocoa, baking soda, baking
, and salt in bowl. Beat dry ingredients gradually into wet ingredients, alternating with milk. Drop by rounded tablespoonfuls onto pans to make 32 cookies. Press each cookie with a spoon dipped in water to flatten slightly. 4. Bake until cookie springs back when touched lightly, 10 to 12 minutes. Cool completely.
Beat marshmallow cream with electric mixer, gradually adding confectioners' sugar. Add remaining 1 teaspoon vanilla extract and beat well until smooth, about 3 minutes. Drop about 1 tablespoon of filling onto a cookie and top with another cookie, pressing so filling spreads.
Nutritional Info Per Serving 231 cal, 3 g pro, 42 g carb, 1 g fiber, 6 g fat, 3 g sat fat, 8 mg chol, 220 mg sodium Our solution has: 34% fewer 33% less sat fat 100% less trans fat (0 g)
than the original recipe
Get a dessert makeover ! Craving a change? E-mail your favorite recipe to cook@prevention.com
Last Update: 06/20/2009

DATE: 10-15-2009

October 15, 2009 by
Danielle
This weather, for lack of a more elegant word, blows. This is the perfect day to call in sick and go to Tabard for some hot cocktails. Bring a book, even. Jesus I wish I could do that.
Hot Buttered Toddy 1 1/2 oz rye or Bourbon whiskey
1/2 oz orange juice
1/4 tsp sugar
In a rocks glass, add ingredients. Fill with hot water. Float 1/4 pat of butter (roughly 3/4 oz) on top. Yes it (TM)s a lot of butter but it works. I like to put a dash of cinnamon and substitute the white sugar for brown which yes, is essentially turning this drink into cobbler topping. So what. A word to the wise " don (TM)t use margarine, I Can (TM)t Believe It (TM)s Not Butter, Country Crock, or really any of the fake butter stuff. Even ***Smart Balance***, though I practically worship that stuff. It doesn't (TM)t melt the way true butter does and doesn't (TM)t taste right when melted. ***Smart Balance*** tastes the closest to real butter but it leaves a weird film.
With that in mind, and because I (TM)m sure you "d rather not buy a stick of butter for only 1/4 of a pat, I recommend you do what I do: swipe extra butter packets at brunch!

REDACTED

Steve's Chocolate Protein Shake
Recipe #394398
5 min
5 min prep

By: smajc

Oct 13, 2009
I came up with this recipe to improve the taste and the consistency of the whey protein that I use. I use Optimum Nutrition Double Chocolate 100% Whey. Brand is important. Taste and cost vary greatly between brands! I setup a dozen or so small plastic containers that contain the dry ingredients ahead of time so I don't have to measure out the individual ingredients every day.
SERVES 1 , 1 drink
(change servings and units)
Ingredients
1/2 cup
water 1 scoop whey protein, Optimum Nutrition Double Chocolate
5 ice cubes
1/2
banana , smashed and frozen 1/8 teaspoon
xanthan gum 2 (1 g) packets
Splenda sugar substitute 2 teaspoons cocoa, 100% cocoa for baking
1 tablespoon smooth peanut butter, ***Smart Balance***, Earth Balance, other
Directions
1 Add water to blender. I use a Magic Bullet so that I can use the mixing container as the glass I drink it from.

2 Add ice cubes second so that they will soften while you add the other ingredients.
3 Add 1/2 banana. I freeze 1/2 bananas that are smashed up in individual ziplock bags. Freezing them really thickens the shake over room temp bananas. Freezing is also a good way to save bananas that are getting too ripe.
4 Add protein powder. I use one scoop using the scoop that comes with the whey.
5 Add xanthan gum which thickens the shake.
6 Add Splenda and cocoa to taste.
7 Add peanut butter to taste.
8 Blend until smooth.

REDACTED

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GFA Brands, Inc. is a subsidiary of

SMART BALANCE, INC.

From: Bill Hooper <bhooper@smartbalance.com>
Sent: Friday, May 30, 2008 1:02 PM
To: 'Greg Venner'; 'Duane Primozich'
Cc: 'Tom Hollerbach'; 'Jen Beck'; 'Allan Charles'
Subject: FW: SB Named Best Popcorn in Men's Health
Attachments: Men's Health June 2008.pdf

This is pretty strong. How do we leverage it?

From: Jenna Scanlon [mailto:JScanlon@tbc.us]
Sent: Friday, May 30, 2008 11:50 AM
To: Jenna Scanlon; agever@smartbalance.com; ajacobus@smartbalance.com; rgluck@smartbalance.com; dmccarty@smartbalance.com; gvenner@smartbalance.com; jmintz@smartbalance.com; nmatar@smartbalance.com; pdray@smartbalance.com; shughes@smartbalance.com; tschulke@smartbalance.com; bhooper@smartbalance.com
Cc: Brent Burkhardt; Linda Percefull; Mark Walsh
Subject: SB Named Best Popcorn in Men's Health

Hello All:

Attached is a PDF of Men's Health "125 Best Foods For Men" which appears in the June issue. Smart Balance Light Butter Popcorn is featured as the "Best Popcorn" in the Best of the Beverage and Snack Aisle category (see #52 on page 4). The magazine compared nutritionals of competing brands within each category, giving bonus points to products with more protein and fiber and less added sugar and sodium, and also took calories into consideration. They then taste-tested the top products within each category to choose the winner.

Please let us know if you would like hard copies.

Thanks and best regards,

Jenna

Men's Health

Date: Sunday, June 01, 2008
Location: EMMAUS, PA
Circulation (DMA): 1,659,594 (N/A)
Type (Frequency): Magazine (10Y)
Page: 193,194,195,196
Keyword: Smart Balance

Best of the Breakfast and Bakery Aisles

1. BEST CEREAL
Post Shredded Wheat
One ingredient: whole wheat

2. BEST INSTANT OATMEAL
Quaker Weight Control Banana Bread Oatmeal
Simple to make—at home or work

3. BEST HOT CEREAL
Arrowhead Mills Steel Cut Oats
Is taken longer to cook than the instant version, but offers a heartwarming of the oat creamy more fiber.

4. BEST BREAKFAST BAR
South Beach Living High Protein Peanut Butter Cereal Bar
A quick fix when you're short on time.

5. BEST SYRUP
Smucker's Sugar Free
We prefer true maple syrup, of course (just don't use too much), but this sugar-free version tastes like the real thing.

6. BEST LOAF BREAD
Arnold Natural 100% Whole Wheat
Reminder: Always choose 100 percent whole-grain products.

7. BEST BURGER BUN
Arnold Select Wheat Sandwich Rolls
A better burger starts with a better bun.

8. BEST BAGEL
Thomas' Hearty Grains Whole Wheat Bagel
Packed with more fiber than three toothbrushed bagels.

9. BEST ENGLISH MUFFIN
Thomas' Oatmeal & Honey English Muffins
Surprising tip: Spreading this muffin with a pat of butter—instead of jelly—will lower its glycemic index.

10. BEST TORTILLA
MexAmerica 100% Whole Wheat
Top with refried beans and shredded cheese. Bake at 400°F until melty.

11. BEST PITA
Thomas' Sahara Pita Pockets, 100% Whole Wheat
To make chips, coat with olive oil and bake at 400°F until crisp.

12. BEST PIZZA CRUST
Boboli 100% Whole Wheat
Top with #20, #8z, and sliced tomatoes. Bake at 450°F for 12 to 15 minutes. Then drizzle with olive oil and top with basil.

13. BEST PASTA
Ronzoni Healthy Harvest Whole Wheat Blend Spaghetti
This has more of the gritty texture or wrapping-around flavor that you get with most whole wheat pastas.

14. BEST QUICK-COOKING RICE
Uncle Ben's Fast & Natural Whole Grain Instant Brown Rice
100 percent whole-grain rice—and ready fast.

15. BEST FLOUR
King Arthur 100% Whole Wheat
If you choose whole wheat bread, why not use the same kind of flour?

16. BEST GRAIN
Arrowhead Mills Organic Quinoa
For more than 10 tasty quinoa recipes, go to MensHealth.com/quinoa.

Men'sHealth
Eat Like a Man!

THE 125 BEST FOODS FOR MEN

****

SAVE BIG ON TIME AND CALORIES WITH OUR TOP PICKS FROM EVERY AISLE IN THE SUPERMARKET!

****

SHOP FOR MORE FOODS AT MENSHEALTH.COM!

Best of the Dairy Case

32. BEST MILK
Organic Valley Reduced Fat
Great for any time you want a shot of muscle-building protein.

33. BEST CHOCOLATE MILK
Organic Valley Reduced Fat
Best right after an intense workout, when the extra sugar will replenish your muscles' fuel stores.

34. BEST SNACKING CHEESE
Laughing Cow Mini Babybel Original
Individually packaged and always fresh.

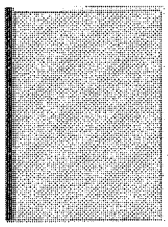
35. BEST SHREDDED CHEESE
Kraft 2% Mozzarella
Top #8 with #36, then add this cheese. Bake at 400°F for 12 to 15 minutes.

36. BEST SLICED CHEESE
Sargento Deli Style Aged Swiss
This nutty, full-flavored cheese makes any sandwich taste better.

22. BEST COTTAGE CHEESE
Friendship
Packed with protein, with half the carbs of other brands. Perfect as a pre-bed snack.

23. BEST CREAM CHEESE
Kraft Philadelphia Light
Make flavored spreads by adding fresh blueberries, or chopped olives and sun-dried tomatoes to softened cream cheese.

24. BEST ALL PURPOSE CHEESE
Cypress Grove Chevre
Crumble on hot pasta tossed with pesto, or try it as a snack with a ripe pear.



Account: 4693P (106)
-1437

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Best of the Packaged Food Aisles

91. BEST BRIGHT GUACAMOLE
Wholly Guacamole

92. BEST ALL-PURPOSE CONDIMENT
Flora Pesto Genovese

93. BEST PEANUT BUTTER
Crazy Richard's 100% Natural Chunky

94. BEST JELLY/FRUIT SPREAD
St. Dalfour 100% All Natural Strawberry

95. BEST SALAD TOPPING
Melissa's Fire Roasted Sweet Red Bell Peppers

96. BEST SANDWICH SPREAD
Flora Italian Foods Artichoke Pesto

97. BEST VEGETABLE DIP
Guiltless Gourmet Mild Black Bean Dip

98. BEST HOPPING
Athenos Spicy Three Pepper

99. BEST CREAMY SALAD DRESSING
Draw's All Natural Smoked Tomato

100. BEST VINAIGRETTE
Annie's Naturals Shiitake & Sesame Vinaigrette

101. BEST MARINADE
Soy Vay Veri Veri Teriyaki

102. BEST FLAVOR ENHANCER
Roland Chipotle Peppers

103. BEST FINISHING SALT
McCormick French Grey Sea

104. BEST COOKING SALT
Diamond Crystal Kosher Salt

105. BEST EVERYDAY COOKING OIL
Colavita Extra Virgin

106. BEST HIGH-END OLIVE OIL
Olio Santo Extra Virgin

107. BEST COOKING BROTH
Swanson Certified Organic Free Range Chicken Broth

108. BEST SECRET SPICE
McCormick Smoked Paprika

109. BEST SPICE MIX
Nando's Chickenland Medium Peri-Peri Grind

110. BEST COOKING SPRAY
100% Natural Pam Olive Oil

111. BEST SOY SAUCE
Kikkoman Less Sodium

112. BEST CHOCOLATE SAUCE
Nestlé Nesquik Chocolate Syrup

113. BEST SOUP
Lucini Rustic Italian Minestrone

114. BEST GRILL
Bush's Homestyle Original with Beans

115. BEST CANNED BEANS
Goya Black Beans

116. BEST REFRIED BEANS
Taco Bell

117. BEST LENTILS
Arrowhead Mills Organic Green Lentils

118. BEST CANNED TOMATOES
Flora Foods San Marzano

119. BEST EVERYDAY READY-TO-EAT TUNA
StarKist Flavor Fresh Pouch Chunk Light in Water

120. BEST READY-TO-EAT TUNA ... PERIOD
Ortiz Bonito del Norte in Olive Oil

121. BEST READY-TO-EAT SALMON
Bumble Bee Premium Wild Pink Salmon

122. BEST VINEGAR
Monari Federzoni Balsamic of Modena

123. BEST JARRED VEGETABLE
Cento Marinated Artichoke Hearts

124. BEST PICKLE
Claussen Kosher Dill Halves

125. BEST SANDWICH TOPPING
Flora Giardiniera

Men's Health

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58. BEST CHOCOLATE BAR
Chocolove Strong Dark Chocolate 70% Cocoa
Most dark chocolate bars score of milk chocolate lovers. This one may win them over.

59. BEST COOKIE
Late July Organic Vanilla Bean with Green Tea
Like an Oreo—only it tastes fresher.

60. BEST DRIED FRUIT
Welch's Berry Medley
Almost passes for candy, for every bite of this is loaded with vitamin C and other antioxidants. Just don't eat the whole bag.

61. BEST TRAIL MIX
Planters Trail Mix Berry, Nut, and Chocolate
A smart substitute for a candy bar.

62. BEST ENERGY BAR
Lärabar Apple Pie
Fantastic flavor with just six ingredients: dates, walnuts, apples, almonds, raisins, and cinnamon.

63. BEST PROTEIN POWDER
Nitrean Vanilla Whey-Casein Blend
Tastes better than any powder we've tried.

64. BEST BEEF ENTREE
Stouffer's Lean Cuisine Steak Tips Portabello
Makes a great snack. But for dinner, you'll need more than one to fill you up.

65. BEST CHICKEN ENTREE
Marie Callender's Grilled Chicken Breast
Statistically, this is what to look for in a frozen dinner.

66. BEST TURKEY ENTREE
Marie Callender's Honey Roasted Turkey
Surprisingly high in belly-filling fiber.

67. BEST FROZEN PASTA
Bertolli Roasted Chicken and Linguine
This pasta meal isn't overloaded with carbs.

68. BEST MICROWAVE PIZZA
South Beach Diet Pepperoni Pizza
The easy winner in its dessert category.

69. BEST FROZEN SNACK
Lean Pockets Maxican Style Three Cheese & Chicken Quesadilla
A fast snack that's not a cheat.

70. BEST FROZEN SURPRISE
Amy's Cheddar Cheese, Beans & Rice
Improves its nutritional value—without antipolling ingredients—for topping with fresh tomatoes, lettuce, and salsa.

71. BEST PIZZA
Palermo's Primo Thin Ultra-Thin Crust Pizza Special Edition Pepperoni
Perfect for those late-night munchies.

72. BEST FROZEN VEGETABLE
Birds Eye Garden Peas
Quickest soup ever: Briefly simmer the peas with two cups of $1.07 and half a cup of cream. Puree in a blender and serve.

73. BEST FROZEN FRUIT
Dole Wildly Nutritious Mixed Berries
Simmer a cupful of berries with a splash of $1.22. Serve the warm berry sauce over vanilla ice cream.

74. BEST WAFFLE
Van's All-Natural Belgian 7-Grain
We found this in the South Beach freezer. And while we wouldn't have stocked it there, its superior taste—and high fiber content—makes it worthy of our list.

75. BEST FROZEN BREAKFAST SANDWICH
Jimmy Dean D-lights Canadian Bacon, Egg White and Cheese
A solid source of protein.

Best of the Condiment Aisle

76. BEST ICE CREAM
Breyer's All Natural Mint Chocolate Chip
Packs fewer calories per serving than other leading brands that still tastes delicious.

77. BEST FROZEN TREAT
Edy's/Dreyer's Slow Churned Vanilla with Crunch Bar
When you want to indulge, this bar provides portion control.

78. BEST PACKAGED COLD CUTS
Hormel Natural Choice Presliced Deli Meats
Great-tasting protein, ready anytime.

79. BEST BACON
Niman Ranch Applewood-Smoked Bacon
Build the world's best BLT with heirloom tomato slices, arugula, and three slices of thick-cut, smoked bacon.

80. BEST SUMMER SAUSAGE
Al Fresco Roasted Garlic Chicken Sausage
Fully cooked and made with all-natural ingredients.

81. BEST HOT DOG
Applegate Farms The Great Organic Uncured Hot Dog
These weiners are made from grass-fed beef and contain no preservatives.

82. BEST HOT SAUCE
Tuong Ot Sriracha
Add a swirl of this versatile Asian chili sauce to a tablespoon of mayonnaise (dash) for a spicy sandwich spread.

83. BEST PIZZA TOPPING
Columbus Salame Toscano
Force-free factory (Italy, old #12) marinated artichoke hearts and #901 roasted red peppers: to your pizza, too.

84. BEST MUSTARD
Grey Poupon Country Dijon
A touch more refined ways to mustard spices up tuna salad.

85. BEST MAYONNAISE
Spectrum Naturals Canola
Because it's made with soybean oil instead of vegetable oil, it has fewer trans fats—containing omega-3 fats.

86. BEST BBQ SAUCE
Dinosaur Bar-B-Que Slathering Sauce
Wait until the last 10 minutes of grilling to paint your food with sauce—otherwise the sugars in the sauce will burn.

87. BEST STEAK SAUCE
Peter Luger Steak House Old Fashioned Sauce
We still haven't found a steak sauce that can compete with this famed Brooklyn condiment (and it's delicious).

88. BEST PASTA SAUCE
Muir Glen Organic Garlic Roasted Garlic
Has very little added sugar, unlike many other pasta sauces, which may dump in half a cup per jar.

89. BEST SALSA
Drew's All Natural
Calorie for calorie, still the most flavorful condiment on the market.

Best of the Freezer Aisle

Account: 4693P (106)
-1437

Men's Health

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23. BEST BERRY TOPPING
Vermont Butter and Cheese Co. Crème Fraîche
Try this sublime alternative to sour cream on your next baked potato or bowl of chili.

32. BEST SPORTS DRINK
Accelerade
Unlike many other sports drinks, it contains protein, which not only helps build muscle but may also speed recovery.

42. BEST HOT CHOCOLATE
Bellagio Sipping Chocolate
Made with 100 percent cocoa powder, which is why each cup is packed with fiber.

50. BEST TORTILLA CHIP
Garden of Eatin' Black Bean
They not only taste great, but they're packed with fiber.

26. BEST PLAIN YOGURT
Fage Total
Mix fruit into yogurt with one part strawberry, one part blueberry and a teaspoon of chopped hazelnuts for a quick-and-easy snack rivaling grilled tuna sandwiches.

34. BEST ORANGE JUICE
Tropicana Grab-n-Go with Calcium and Vitamin D
The small container keeps the juice fresh and makes it easy to down on the run.

43. BEST BEER
Guinness Draught
There may be better-tasting beers out there, but no one of them have fewer calories than this Irish stout? So far, we haven't found one.

51. BEST CRACKER
Triscuit Original
One of our personal picks.

27. BEST FLAVORED YOGURT
Fage with Honey
The honey isn't an empty-calorie sweetener if you stick it back by dose of powerful antioxidants.

35. BEST FRUIT JUICE
R.W. Knudsen Family Just Blueberry
Take it like medicine. Just 8 ounces a day will give you an antioxidant boost without the sugar overload.

44. BEST LIGHT BEER
Amstel Light
Smooth, but more flavorful than watery-like most light beers.

52. BEST POPCORN
Smart Balance Light Butter
Free of trans fats but still with plenty of buttery flavor. Add a dash of $108 to make it even better.

28. BEST KEFIR
Lifeway Lowfat Blueberry
Think of this fermented milk product as liquid yogurt. It's packed with probiotics as well as "good" bacteria.

36. BEST VEGETABLE JUICE
Low Sodium V8
Great for traveling, since vegetables are hard to come by in go-go airports.

45. BEST RED WINE UNDER $20
Tenuta di Arceno Prima-Voce 2004, Italy
It's a wonderful superposition of Italian and French wine-making. Expect black cherry, dark chocolate, and sandalwood flavors, with a powerful but silky bright.

53. BEST BEEF JERKY
Bridgford
Tender, smoky, and not saturated in sugar.

29. BEST EGGS
Eggland's Best
Each egg contains 1.6 milligrams of heart-healthy omega-3 fats.

37. BEST BOTTLED TEA
Honest Tea Green Dragon
We found this to have the highest antioxidant content of any commercial green tea we tested. (For all the results, see the *Men's Health* in the issue.)

46. BEST WHITE WINE UNDER $20
Montes Limited Edition Sauvignon Blanc 2007, Chile
Zesty lime and pink grapefruit notes lend this variety that goes perfectly with summer foods.

54. BEST MIXED NUTS
Planters NUT-rition Heart Healthy Mix
Loaded with good fats.

30. BEST BUTTER
Lurpak
This Danish import is more expensive than domestic brands, but you can tell the difference. Look for it in the gourmet dairy section.

38. BEST BAG TEA
Stash Premium Green Tea
A USDA study found that Stash products had higher levels of antioxidants than those of several other popular brands.

47. BEST DESSERT WINE
Symington's Quinta do Vesuvio Vintage Port 2001, Portugal
Great for special occasions. Pair it with dark chocolate.

55. BEST ALMONDS
Blue Diamond Smokehouse
Great smoky taste.

31. BEST SOUR CREAM
Breakstone All Natural
Go for the richer tasting full-fat variety. Sure, it has a few more calories than the low-fat kind, but how much are you going to eat?

39. BEST FLAVORED HERBAL TEA
Stash Premium Peppermint
A caffeine-free yet refreshing brew.

48. BEST PRETZEL
Rold Gold Honey Wheat Braided Twists
A nice touch of sweetness.

56. BEST FLAVORED NUTS
Emerald Cocoa Roast Almonds Dark Chocolate
Each bite is reminiscent of a Hershey bar with almonds, but without all the sugar.

Best of the Beverage and Snack Aisle

40. BEST COFFEE
Illy Espresso Coffee (Medium Grind)
A deep and rich medium-bright coffee taste. Plus, the grounds work great mixed with chili powder and smoked paprika, and rubbed on steak.

49. BEST POTATO CHIP
Kettle Brand Krinkle Cut Chips, Salt & Fresh Ground Pepper
The perfect balance of salt, spice, and big crunchiness.

57. BEST NUT ALTERNATIVE
Hapi Hot Wasabi Peas
Has an addictive kick.

32. BEST FLAVORED WATER
Aquafina FlavorSplash Grape
When you want a sweet drink without the sugar.

41. BEST BOTTLED COFFEE DRINK
Starbucks Doubleshot Light
Many coffee drinks have as much sugar and as many calories as regular sodas. Not this stuff.

HOW WE CHOSE THE WINNERS We created this year's list by first comparing the nutrition labels of competing brands in each of our 125 categories. We gave bonus points to those products with more protein and fiber and less added sugar and sodium. We also took calories into consideration but didn't penalize for fat, because fat adds flavor, helps keep hunger at bay, and is part of a healthy diet if it doesn't lead to excessive calorie intake. Once we pared our choices down, we matched them in a head-to-head taste-test to determine the victor. As for ties, the nod went to the product with the fewest ingredients.

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SMART BALANCE

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The Spread You Love Is NOW NON-GMO

What you put in your food matters. So does what you leave out.

Smart Balance is proud to be the only leading spread* with 100% non-GMO sourced ingredients.

LEARN MORE

Available at select retailers beginning in March and nationwide by summer 2014.

*Leading spreads analysis based on marketplace survey (Feb. 2014) of top 5 buttery spreads products (Nielsen Scan, Jan. 2014)

Try Out Other Delicious Non-GMO Spreads

Non-GMO ingredients are coming soon to every Smart Balance® Buttery Spread.

LEARN MORE →

THE SMART BALANCE FOOD PLAN™

GET STARTED →

Our Non-GMO Journey

As we work to make more of our products without GMOs, we want to keep you informed.

LEARN MORE →

Popular Recipes
> View More

Grilled Balsamic Chicken Breast

Shrimp Scampi

Peanut Butter S'Mores

Strawberry and Banana Skewers with Chocolate Peanut Butter Dip

Did You Know?

Our peanut butter spreads are already Non-GMO and available on a shelf near you.

LEARN MORE →

Connect With SB

AT THE HEART OF EVERY GREAT MEAL

Smart Balance Tracking Research

Wave 12 Tracking Study Report

Summary

May, 2013

SMART BALANCE INC.

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Smart Balance Awareness Wave Comparison

(Butter/Margarine/Blends base at % US Households)

REDACTED

Year to Year Awareness Trends (Feb Waves)
(Butter/Margarine/Blends at % US Households)

REDACTED

Year to Year **TOTAL** Awareness Trends (Feb Waves)
(Butter/Margarine/Blends at % US Households)

REDACTED

Wave 12 Competitive Past 12 Mo. Purchasing
(Butter/Margarine/Blends at % US Households)

REDACTED

Year to Year Past 12 Mo Reported Purchasing Trends (Feb Waves)

(Butter/Margarine/Blends at % US Households)

REDACTED

Promoters Measure*
(Measure taken among each Brands' Awares)

REDACTED

Year to Year Promoter Measure Trends (Feb Waves)
(Measure among each Brands' Awares)

REDACTED

Promoter Measure*
(Measure among each Brands' Awares and Aware Brand Loyals)

REDACTED

REDACTED

Smart Balance Franchise Buyer: New/Refined Definition

REDACTED

W12 Smart Balance Franchise Penetration

REDACTED

Wave 12 Smart Balance Franchise Buyers Multi-Product Usage

REDACTED

REDACTED

SB Brand Attributes Wave 12
(Among all Brand Awares)

REDACTED

Wave 12 - Brand Attributes: Health & Emotional/Brand
(Among Respective Brand Awares)

REDACTED

Wave 12 - Brand Attributes: Taste & Gluten Free
(Among Respective Brand Awares)

REDACTED

Smart Balance Heart Health Omnibus Research

Final Report Summary

10/09/12

SMART BALANCE INC.

FORERUNNER

REDACTED

REDACTED

REDACTED

FORERUNNER

Heart Health Omnibus Results Comparison

REDACTED

SMART BALANCE INC.

EXHIBIT H-2

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

In the Matter of Application Serial Nos. 77/864206 and 77/864258: SMART BALANCE Published in the Official Gazette on April 20, 2010, and August 10, 2010, respectively

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DEPOSITION OF TIMOTHY KRAFT July 23, 2014

BALANCE BAR COMPANY,

Opposer,

v. Opposition No. 91196954
Opposition No. 91197748

GFA BRANDS, INC.,

Applicant.

APPEARANCES:

SCHROEDER LAW, PC
By R. Glenn Schroeder, Esq.
110 Cooper Street, Suite 605
Babylon, New York 11702
Appearing on behalf of Opposer.

QUARLES & BRADY, LLP
By Johanna M. Wilbert, Esq.
411 East Wisconsin Avenue, Suite 2350
Milwaukee, Wisconsin 53202-4497
Appearing on behalf of Applicant.

Pursuant to Notice and the Trademark Rules of Practice and the Federal Rules of Civil Procedure, the deposition of TIMOTHY KRAFT, called by Applicant, was taken on Wednesday, July 23, 2014, commencing at 12:03 p.m., at 2660 Canyon Boulevard, Boulder, Colorado, before Janet Lee Priestley, Registered Professional Reporter and Notary Public within and for the State of Colorado

I N D E X

DEPOSITION OF TIMOTHY KRAFT

EXHIBITS		INITIAL REFERENCE
Exhibit 41	Photograph of Simply Balanced granola bar	10
Exhibit 42	May 2013 tracking study relating to the Smart Balance brand	13
Exhibit 43	8-25-00 letter to Lucy B. Arant from John L. Ambrogi	20
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I N D E X (Continued)

P R O C E E D I N G S

TIMOTHY KRAFT,

being first duly sworn in the above cause, was examined and testified as follows:

DIRECT EXAMINATION

BY MS. WILBERT:

Q Today I'd like to talk to you about GFA'S enforcement strategy related to the Smart Balance and Earth Balance trademarks. But before we do that, I'd like to go through a little bit of background. What's your name?

A Timothy Richard Kraft.

Q Are you employed?

A I am.

Q Where are you employed?

A Boulder Brands, Inc.

Q Is Boulder Brands, Inc. related to the applicant in this opposition, GFA Brands?

A Yes.

Q What is that relationship?

A GFA Brands, Inc. is a wholly owned subsidiary and the primary operating affiliate of Boulder Brands, Inc.

Q What is your job title?

A Senior vice president, associate general

1 counsel.
2 Q Does that mean you're an attorney?
3 A Yes.
4 Q Where are you licensed to practice?
5 A I'm licensed in the state of Wisconsin,
6 and I have a single client license in the state of
7 Colorado.
8 Q Could you please describe your general job
9 responsibilities.
10 A Yes. I'm generally in charge of all the
11 day-to-day legal matters for the company so things
12 like contract negotiation, product label review,
13 management of the intellectual property portfolio.
14 Q You mentioned intellectual property
15 portfolio. Are you responsible for overseeing any of
16 GFA Brand's trademarks?
17 A I am.
18 Q What are some of the trademarks that are
19 owned by GFA Brands that you're responsible for
20 overseeing?
21 A Smart Balance, Earth Balance, Udi's,
22 Glutino, Evol, Glutin Free Pantry, Best Life.
23 Q I'd like to focus first on your
24 responsibilities related to the Smart Balance
25 trademark. Are you generally responsible -- or are

you generally familiar with the history related to the Smart Balance trademark?

A I am.

Q How did you become familiar with the history of the Smart Balance trademark?

A I've spoken with our general counsel as well as external counsel, and I've reviewed the file for the Smart Balance mark.

Q When was the Smart Balance trademark first introduced to the market?

A Around 1996.

Q And what was the first product sold in connection with the Smart Balance trademark?

A Smart Balance Buttery Spread.

Q Can you give me some examples of other products that are sold today in connection with the Smart Balance trademark?

A Smart Balance peanut butter, enhanced milk, mayo, cooking oil, snacks.

Q Now I'd like to talk about enforcement of the Smart Balance mark. What is your responsibility with respect to decisions that are made about enforcing the Smart Balance trademark?

A Well, I'm essentially the final screen. So we utilize external counsel to monitor marks in

1 the marketplace. We also utilize our sales team to
2 survey the marketplace for marks that could
3 potentially be interesting to our legal team.
4 Q Is the Smart Balance trademark important
5 to GFA Brands?
6 A It is.
7 Q Why?
8 A It accounts for a good share of our
9 profits.
10 Q Now, I believe you just touched on this,
11 but specifically what does GFA Brands do to monitor
12 the market for potential infringement of the Smart
13 Balance trademark?
14 A So as I said, we utilize external counsel.
15 They've got a watch service. And also, our sales
16 team is active in the marketplace in examining new
17 marks from time to time.
18 Q Does GFA Brands have any guidelines for
19 assessing whether another trademark is likely to
20 cause confusion with the Smart Balance trademark?
21 A We do.
22 Q What are those guidelines generally?
23 A For the Smart Balance mark, generally
24 speaking, we are interested in S Balance marks and
25 Smart B marks. And for us, order matters. So if

you're looking at a Balance S mark, that typically would not be brought to my attention. So order is important. And again, it's S Balance marks and Smart B marks, generally speaking.

Q Could you think of an example where GFA applied the guidelines you just described and concluded that it needed to take action to enforce its trademark rights with the Smart Balance trademark?

A Yes. Not too long ago there was a mark called Smart Blend. And given that that hit our search criteria, being a Smart B mark, we examined it more carefully. And when you look at the words "blend" and "balance" in connection with edible oils, balance of oils, balance of fat, blend of oils, blend of fat, we found that to be problematic.

Q What action did GFA take?

A We sent a cease and desist letter.

Q What was the consequence of sending that letter?

A They stopped using the mark.

Q Can you give me an example of a trademark of the sort that GFA would consider but decide not to take action on?

A Sure. Not too long ago someone brought to

1 my attention the fact that the mark Smart Balance was
2 used in connection with financial services, so like a
3 checking account purpose. And given that that's a
4 financial services sector, outside of the food
5 sector, it was not a mark that we deemed to be
6 problematic.
7 Q Has Balance Bar analyzed any consumer
8 packaged goods and then decided not to take action?
9 A So you said "Balance Bar." Did you mean
10 Smart Balance?
11 Q Yeah, I'm so sorry. I have too many
12 "balance" words in my mind. Let me rephrase that.
13 Can you give us an example of when GFA
14 Brands has considered enforcing a Smart Balance
15 trademark with respect to consumer packaged goods but
16 decided not to take action?
17 A Yes. There is a mark called Simply
18 Balanced. And that is a mark I believe owned by
19 Target, and it's a mark we've been watching very
20 carefully. It hits our initial search criteria so
21 it's been brought to my attention, and we've watched
22 it over the years. Target has done a bit of work
23 with that mark. It's evolved. So initially it was
24 marked as a secondary mark under the Archer Farms
25 private label brand. So goods were marked Archer

Farms, Simply Balanced. Over time Target has eliminated or ceased using the Archer Farms in certain categories of goods, where now you'll see Simply Balanced as the primary mark.

But in our evaluation of that mark and the use, we looked at a number of things. One, the fact that it's a captive brand to Target. It is not a national brand available at all retailers. It is only sold at Target stores. And secondly, Target has done a very nice job with their trade dress, their packaging. So a Target shopper will go through the food section of the store, and all of the Simply Balanced private labeled goods are in very prominent turquois color packaging, and they utilize a consistent circle in the center of the front panel, which is somewhat reminiscent of the Target logo. And it's very easy for their private label shoppers to identify the Simply Balanced goods throughout the store. So we continue to monitor Target's evolving use of that mark.

(Exhibit 41 marked.)

Q (By Ms. Wilbert) The court reporter has just handed you what's been marked as Applicant's Exhibit 41. What is Applicant's Exhibit 41?

A This is a photograph of the Simply

1 Balanced granola bar.
2 Q And does Exhibit 41 accurately reflect the
3 trade dress that you just were referring to?
4 A It does.
5 Q And what product is -- what products are
6 depicted in Exhibit 41?
7 A Cherry almond Greek yogurt granola bars as
8 well as nut and seed bars.
9 Q Are you aware of any instances of actual
10 confusion between any of Target's Simply Balanced
11 products and any of GFA's Smart Balance products?
12 A No.
13 Q Have the enforcement strategies and
14 guidelines that you described for us that GFA uses to
15 evaluate the likelihood of confusion with third-party
16 trademarks changed over time or stayed the same?
17 A Changed over time.
18 Q How have GFA's strategies regarding
19 enforcement changed over time with regard to the
20 Smart Balance trademark?
21 A When the Smart Balance trademark was
22 initially introduced, the company had a very
23 aggressive enforcement strategy. The company was
24 very active against Smart marks broadly as well as
25 Balance marks broadly. As the brand has grown and

1 become more well known, our strategy has changed.
2 Further, the realities of the marketplace have
3 evolved, as well. You see a lot of Smart marks. You
4 see a lot of Balance marks in the food space;
5 Balanced Diet, Balanced Nutrition, Smart Water. I
6 mean, you can think of quite a few marks. So as our
7 brand has become more well known and established, our
8 trademark enforcement strategy has evolved, as well.
9 So in the early years we may have pursued any Smart
10 or any Balance mark. Now, as I described earlier, we
11 apply additional rigor to our analysis.
12 Q I believe when you were just speaking you
13 mentioned market realities. Does GFA to anything to
14 monitor how consumers are perceiving the Smart
15 Balance brand or the strength of the Smart Balance
16 trademark?
17 A We do.
18 Q What does GFA Brands do in connection with
19 the Smart Balance trademark?
20 A We commission tracking studies on an
21 annual basis, I would say.
22 Q Could you please look at what has been
23 previously been marked as Applicant's Exhibit 39.
24 I'm sorry. That's not what I want.
25 (Exhibit 42 marked.)

Q (By Ms. Wilbert) Could you please look at Exhibit No. 42, which the court reporter has just handed you. Could you please confirm that this bears the Production No. GFASB025185 through GFASB025202.

A Yes.

Q What is Exhibit 42?

A This is a tracking study relating to the Smart Balance brand that was commissioned in May of 2013.

Q Who prepared this document?

A Forerunner Strategy.

Q Who is Forerunner Strategy?

A It's an independent third-party consultant that we use from time to time.

Q Was Exhibit 42 prepared for this litigation?

A No.

Q Could you please turn to Page 3 of Applicant's Exhibit 42. Generally what does Page 3 show?

A This shows consumer awareness of the Smart Balance brand.

Q Specifically, what are the -- what is it showing about consumer awareness?

A This shows that of those surveyed,

73 percent of responders were aware of the Smart Balance brand, which in my opinion is a rather high brand awareness.

Q Do statistics of brand awareness of the Smart Balance trademark influence GFA's legal strategy with respect to whether GFA believes a third-party trademark is likely to cause confusion with the Smart Balance trademark?

A It does.

Q How so?

A With a high brand awareness of above 70 percent, as shown here, it forms our trademark enforcement strategy, in that it's evidence that our consumers or consumers at large are aware of the Smart Balance brand, that it's a strong brand, and that the likelihood of confusion is minimal or I would say not strong.

Q Could you please turn to Page 14 of Applicant's Exhibit 42. What does the term "Smart Balance franchise buyers" refer to in the context of Page 14?

A A Smart Balance franchise buyer is a consumer that regularly purchases Smart Balance goods.

Q What do the statistics on Page 14 tell the

company about Smart Balance franchise buyers?

A It states that the overwhelming majority, 84 percent, of Smart Balance franchise users report purchasing the brand in multiple categories, two or more. So basically if someone is a loyal Smart Balance spread buyer, this would indicate that 84 percent of those buyers are also buying Smart Balance milk or they're going to another area of the store and maybe purchasing Smart Balance peanut butter, Smart Balance popcorn, Smart Balance mayonnaise. It shows that our consumer is able to find our products throughout the store despite the sea of brands and goods in the grocery store.

Q Do statistics about franchise buyers impact GFA's legal strategy with respect to whether GFA believes a third-party trademark is likely to cause confusion with the Smart Balance trademark?

A Yes. It's real evidence that the mark is very strong. So the stronger the mark, the less likely it is that a consumer would be confused with another Balance mark.

Q Is the legal department aware of any instances of actual confusion between the Smart Balance trademark and any other trademarks that use the term "Balance"?

A No.

Q I'd like to talk to you now for a few minutes about some of the Balance Bar trademarks that are at issue in this opposition. Balance Bar has a number of different trademarks at issue including Balance, Balance Gold, Balance Bar Gold, Balance Bar, and Balance Bare. Going forward I'm going to refer to this collection of marks as the Balance Bar marks. Is that fair?

A Yes.

Q The Balance Bar marks all start with the term "Balance." Does GFA Brands have any trademarks that start with the term "Balance"?

A No.

Q Has GFA Brands ever used the term "Balance" standing alone to signify the source of any of its products?

A Not to my knowledge.

Q Thinking particularly about snack foods such as popcorn that GFA has sold in connection with the Smart Balance trademark, are you aware of any instances of confusion between the snack products offered under the Smart Balance trademark and any of the products offered under any of the Balance Bar trademarks?

A No.

Q Thinking a little bit broader of all of the products offered under the Smart Balance trademark, since 1996 when the Smart Balance trademark was first introduced to the market, are you aware of any instances of confusion between products offered by GFA under the Smart Balance trademark and products offered under any of the Balance Bar marks?

A No.

Q Earlier in the deposition I believe you mentioned that Earth Balance was one of the trademarks for which you have responsibility; is that correct?

A Correct.

Q What are your responsibilities in connection with the Earth Balance trademark?

A So I'm in charge of its enforcement strategy.

Q Could you please look at Exhibit 39, which should be in front of you. What is Applicant's Exhibit 39?

A This is another tracking summary, this time for the Earth Balance brand, that is dated January 3, 2013.

Q Who prepared this document?

A Forerunner Strategy.

Q Was it prepared in connection with this litigation?

A No.

Q Could you please turn to Page 7 of Applicant's Exhibit 39. The last bullet point on Page 7 states, "The brand is highly differentiated from Smart Balance despite sharing the category base of spreads." Does this data influence GFA's enforcement analysis related to the Earth Balance or the Smart Balance trademark?

A Yes.

Q How so?

A It demonstrates that consumers are not overly concerned with the sharing of the Balance name within the marks. Smart Balance and Earth Balance appeal to a very -- well, scratch that. Smart Balance and Earth Balance are highly differentiated, according to the study, despite the fact they share "Balance" in their name. That tells me that "Balance" is not something that is of key importance from a branding perspective. Therefore I would not, in my policing activity, place too much weight on "Balance" in isolation. Our enforcement strategy is really keyed in on the use of "Balance" together with

either "Smart" or "Earth."

Q Are the Earth Balance and Smart Balance trademarks used on similar goods?

A Yes.

Q What are some examples of the goods that are used on both trademarks?

A Buttery spreads, popcorn. I would even0 argue milk and milk substitutes, mayonnaise.

Q Are you aware of any instances of confusion between products sold in connection with the Earth Balance trademark and products sold in connection with the Smart Balance trademarks?

A No.

Q Do you believe that the use of "Balance" in both the Smart Balance trademark and Earth Balance trademark is likely to cause consumer confusion in the future?

A No.

Q Why not?

A Based on my experience with these brands and as demonstrated with this study, the brands are highly differentiated despite sharing the term "Balance" in both marks. We've got a pretty long history of these products sitting in the same categories, in the same store. Peanut butter was

1 another one I forgot. You go into Wal-Mart, and
2 you'll see Smart Balance and Earth Balance sitting
3 next to each other on the shelf. And to my
4 knowledge, there's no confusion between the brands.
5 And as this report shows, consumers believe they're
6 highly differentiated.
7 (Exhibit 43 marked.)
8 Q (By Ms. Wilbert) The court reporter has
9 just handed you what's been marked as Applicant's
10 Exhibit 43. What is Applicant's Exhibit 43?
11 A This is a demand letter from the company's
12 legal counsel to Balance Bar.
13 Q What is the subject matter of the demand
14 letter?
15 A It has to do with Balance Bar's
16 application to register the mark "Balance" in certain
17 categories of goods.
18 Q What was the outcome of this August 25,
19 2000 letter?
20 A Both companies continued to use the term
21 "Balance" in their marks.
22 Q Based on the enforcement policies and
23 guidelines that GFA Brands used today, would GFA
24 decide to send this same letter?
25 A No.

Q Why not?

A As I said, our enforcement strategy is intended to reflect the realities of today's marketplace. The term "Balance," as demonstrated through these tracking studies, can be used differently, and consumers are able to distinguish various uses of the term "Balance." Therefore our position is "Balance" in isolation is not a term that can be owned in today's marketplace.

Q Has GFA ever offered bar products in connection with the Earth Balance trademark?

A Yes.

MS. WILBERT: Can we go off the record for a moment.

(Discussion off the record.)

Q (By Ms. Wilbert) Looking at what's previously been marked Applicant's Exhibit 40, does Applicant's Exhibit 40 reflect the Earth bars that you were familiar with GFA previously offering?

A Yes; Earth Balance bars, yes.

Q Did GFA's legal counsel take any action in connection with the company's decision to offer fruit bars under the Earth Balance trademark?

A I believe we filed a trademark application for the Earth Balance mark in that class of goods.

Q When GFA sold fruit bars in connection with the Earth Balance trademark, was there any confusion with any of the Balance Bar marks?

A Not to my knowledge.

Q Does GFA sell fruit bars in connection with the Earth Balance trademarks today?

A No.

Q Why not?

A When these bars were introduced, they were launched into a test market. During a test market we have certain benchmarks and criteria that we examine to determine if the product will be successful. In my understanding, in connection with the Earth Balance bars that test market was not a success so we decided to not roll out the bars nationally or in a full market.

Q What happened to the Earth Balance trademark application that you referenced?

A After the business team decided the launch would not move forward, we abandoned the registration application.

Q Are you aware of any recommendation made by counsel for GFA to discontinue the fruit bar products that were being offered under the Earth Balance trademark?

A No.

(Exhibit 44 marked.)

Q (By Ms. Wilbert) The court reporter has just handed you what's been marked Applicant's Exhibit 44. What is Exhibit 44?

A This is a demand letter from counsel for Balance Bar to GFA concerning GFA's use of the Earth Balance mark in the bar category.

Q Did Applicant's Exhibit 44 play any role in GFA's decision to discontinue the bar product?

A Not to my knowledge.

MS. WILBERT: Thank you. I have no more questions.

MR. SCHROEDER: Let's take a short break.

(Recess from 12:32 p.m. to 12:42 p.m.)

CROSS-EXAMINATION

BY MR. SCHROEDER:

Q Good afternoon, Mr. Kraft. I have a few questions to ask you, and then we'll get you out of here.

I don't know that Ms. Wilbert asked you this question, but when did you start with the company?

A July of 2009.

Q So when you testified regarding the usage

of the marks since 1996, that's not based on any firsthand knowledge, is it?

A It's based upon my review of the file.

Q Okay. Thank you. And likewise, when we were discussing -- or you were discussing earlier the fruit bar that was sold in 2005, that's not based on any firsthand knowledge, is it?

A Correct. Again, it's based on my review of the file and discussion with the business team.

Q Is there anyone still at the company who was around in 2005?

A Yes.

Q And did you speak with that person?

A Yes.

Q Who would that be?

A Howard Seiferas.

Q Thank you.

When you testified earlier about what was marked as Applicant's Exhibits 43 and 44, which are letters dated respectively 2000 and 2006, do you have any firsthand knowledge -- let me rephrase that.

To confirm, you weren't with the company in either the year 2000 or 2006, correct?

A Correct.

Q So you don't have any firsthand knowledge

of what actually took place in 2000 when Exhibit 43 was sent to -- sent on behalf of GFA, correct?

A Correct. Again, I've reviewed the file.

Q And likewise, with respect to Applicant's Exhibit 44, you don't have any firsthand knowledge as to what took place in 2006 when this letter was received, correct?

A Correct.

Q Thank you.

You testified earlier regarding the Simply Balanced mark owned by Target, correct?

A Correct.

Q And you indicated that the mark has evolved and that GFA continues to monitor Target's evolving use of its mark, correct?

A Correct.

Q And you also testified that GFA has not to date taken any action with respect to the Simply Balanced mark, correct?

A Correct.

Q Do you know whether Target ever filed a trademark application which encompasses buttery spreads?

A I don't believe they have.

Q Is that something you would object to?

A Yes.

Q Would that have been part of your decision whether to or not take action?

A It would have been one of many factors, yes.

Q But as far as you know, you don't recall -- to the best of your knowledge, you don't recall whether they filed an application which encompassed buttery spreads?

A I'd have to review the application.

Q Do you know if Target has ever filed an application for the mark Simply Balanced which encompasses nutrition bars?

A I'd have to review the application. I know they're using the mark in connection with nutrition bars.

Q Are they using the mark in connection with buttery spreads?

A Not to my knowledge.

Q You also spoke about trade dress and how that influenced your decision not to take action at this point, correct?

A Correct.

Q And you pointed to the distinctive packaging that Target uses on this particular brand,

correct?

A Correct.

Q Does that have any bearing in a trademark opposition proceeding, trade dress? Does trade dress have any bearing in a trademark proceeding?

A It certainly has a bearing on whether or not we initiate a proceeding.

Q So you are aware -- you indicated earlier you're an attorney and that you have involvement with the IP portfolio. Are you aware that a trademark -- let me rephrase that.

Are you aware that the trademark in dispute here, Smart Balance, is simply a word mark? Do you know what that means?

A Well, you said it is simply a word mark. That's true. There is a word mark registration and application.

Q Is the application in dispute a word mark?

A It is.

Q Is there any trademark associated with the design features associated with the mark in dispute today?

A No.

Q Thank you.

Let's take a look back at Applicant's

Exhibit 42. You had referenced Page 3 in your earlier testimony, and in particular you were looking at the graph which indicated that 73 percent of consumers were aware of the Smart Balance mark, correct?

A Correct.

Q Do you know what types of consumers were interviewed to reach that particular number?

A I'd have to review the study.

Q The top caption in parentheses indicates "Butter/Margarine/Blends base at % US households." Do you see that copy?

A Yes.

Q So would these consumers have been consumers of butters, margarines, and blends?

A I believe so.

Q Would these consumers have included prospective purchasers of nutrition bars?

A Potentially.

Q You testified earlier that the term "Balance" is not something of key importance in a branding strategy. That's maybe a paraphrasing of what you said, but do you recall testifying regarding the term "Balance"?

A I do.

Q And is that a fair statement of what you said earlier?

A No. I believe I testified that the term "Balance" is part of the analysis, but I do not put excessive weight on that word alone. I looked at the two words in connection with our mark.

Q Okay. Do you believe that testimony today is consistent with the position that GFA took in the ongoing Heinz/GFA opposition proceeding?

A I believe that it is consistent. And Heinz was concerned with the "Smart" mark, not "Balance."

Q You believe it's consistent with the statements that were made in the trial brief filed in that proceeding?

A You'll have to be more specific. Is your question regarding "Balance"?

Q Correct, regarding "Balance." Do you recall GFA arguing in the Heinz/GFA proceeding that -- and I'll quote: Furthermore, that the term "Smart" is both laudatory and extensively used by third parties means that the term is weak and must be given less weight in the trademark analysis.

Now, do you think that particular argument is consistent with what you're testifying to today

regarding the term "Balance"?

A Absolutely. What you just recited was specific to the term "Smart." My testimony and the company's position is our uniqueness is the combination of the term "Smart" together with "Balance."

Q Is it your position today that the term "Balance" doesn't have any more significance in this mark than the term "Smart"?

A Again, my testimony is that I don't put undue weight on either in isolation. I look at them together.

MR. SCHROEDER: Let's take a one-minute break, and I think I'm done.

MS. WILBERT: Sure.

(Recess from 12:52 p.m. to 12:54 p.m.)

Q (By Mr. Schroeder) I just have one final question. You spoke earlier about a change in the enforcement policy of GFA's use with respect to the mark. When did that enforcement policy change, if you know?

A It's changed. I think the term I used was evolved, so a gradual change. But based on my involvement starting in 2009, I have firsthand knowledge that it's changed since the mid-1990s.

Q And at least as early as 2009, it's changed under your direction and control?

A Right. We apply additional rigor to our analysis, given today's marketplace realities.

MR. SCHROEDER: No further questions from me.

(The examination concluded at 12:55 p.m., July 23, 2014.)

1 I, TIMOTHY KRAFT, do hereby certify
2 that I have read the foregoing transcript and that
3 the same and accompanying amendment sheets, if any,
4 constitute a true and accurate record of my
5 testimony.
6
7 _____
8 Signature of Deponent
9 (X) No Amendments
10 ( ) Amendments attached
11
12 Subscribed and sworn to before me this
13th day of August, 2014.
13 Notary Public: Jessica A. Morgan
14 Address: 1600 Pearl Street, Suite 300
15 Boulder, CO 80302
16 My commission expires: 2/28/17
17 Seal:
18
19
20 JESSICA ANNE MORGAN
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID # 20134012447
MY COMMISSION EXPIRES FEBRUARY 28, 2017
21
22
23
24
25

1 STATE OF COLORADO)

2) ss. REPORTER'S CERTIFICATE

3 COUNTY OF DENVER)

4 I, Janet Lee Priestley, do hereby certify

5 that I am a Registered Professional Reporter and

6 Notary Public within the State of Colorado; that

7 previous to the commencement of the `examination, the

8 deponent was duly sworn to testify to the truth.

9 I further certify that this deposition was

10 taken in shorthand by me at the time and place herein

11 set forth, that it was thereafter reduced to

12 typewritten form, and that the foregoing constitutes

13 a true and correct transcript.

14 I further certify that I am not related to,

15 employed by, nor of counsel for any of the parties or

16 attorneys herein, nor otherwise interested in the

17 result of the within action.

18 In witness whereof, I have affixed my

19 signature this 28th day of July, 2014.

20 My commission expires October 29, 2017.

21

22 Janet Lee Priestley

Janet Lee Priestley

23 216 - 16th Street, Suite 600

Denver, Colorado 80202

24

25

AGREN BLANDO COURT REPORTING & VIDEO, INC.
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Boulder, Colorado 80303

TIMOTHY KRAFT
July 23, 2014
Balance Bar vs. GFA
Opposition No. 91196954
Opposition No. 91197748

The original deposition was filed with Johanna M. Wilbert, Esq., on approximately the 28th day of July, 2014.

_____ Signature waived

_____ Unsigned; signed signature page and amendment sheets, if any, to be filed at trial

XXX Reading and signing not required pursuant to Trademark Rules of Practice

_____ Unsigned; amendment sheets and/or signature pages should be forwarded to Agren Blando to be filed in the envelope attached to the sealed original.

Thank you.

AGREN BLANDO COURT REPORTING & VIDEO, INC.

Cc: All Counsel

WORD INDEX

Applicant EXHIBIT 41
BB v GFA
AGREN BLANDO REPORTING
No. 91196954

GFA_EB001754

Nutrition Facts

Serving Size 1 bar (35g)
Servings Per Container 5

Amount Per Serving	
Calories 150	Calories from Fat 40
	% Daily Value*
Total Fat 4.5g	**7%**
Saturated Fat 2g	**10%**
Trans Fat 0g	
Cholesterol 0mg	**0%**
Sodium 80mg	**3%**
Total Carbohydrate 22g	**7%**
Dietary Fiber 1g	**4%**
Sugars 14g	
Protein 5g	

Vitamin A 0% • Vitamin C 2%
Calcium 8% • Iron 6%

* Percent Daily Values are based on a 2,000 calorie diet. Your daily values may be higher or lower depending on your calorie needs:

	Calories:	2,000	2,500
Total Fat	Less than	65g	80g
Sat Fat	Less than	20g	25g
Cholesterol	Less than	300mg	300mg
Sodium	Less than	2,400mg	2,400mg
Total Carbohydrate		300g	375g
Dietary Fiber		25g	30g

Carton made from minimum 35% post-consumer recycled paper

Shop Target.com
Guest Services 1-800-316-6151
Keep package for reference.

Simply balanced.

Great on the go

Simply Balanced Cherry Almond Greek Yogurt Granola Bar makes a tasty and convenient breakfast or a great anytime snack. Savor the blend of the creamy Greek yogurt coating, cherries and almonds in every delicious bite.

Simply Balanced. because...

No High fructose corn syrup
No partially hydrogenated oils
No artificial flavors or colors

Our simple promise

The Simply Balanced guarantee means taking the guesswork out of eating well.

GFA_EB001759

GFA_EB001744

GFA_EB001760

Nutrition Facts

Serving Size 1 bar (35g)
Servings Per Container 5

Amount Per Serving

Calories 180 Calories from Fat 110

	% Daily Value*
Total Fat 12g	**18%**
Saturated Fat 2g	**10%**
Trans Fat 0g	
Cholesterol 0mg	**0%**
Sodium 50mg	**2%**
Total Carbohydrate 14g	**5%**
Dietary Fiber 2g	**8%**
Sugars 7g	
Protein 5g	

Vitamin A 0% • Vitamin C 0%

Calcium 2% • Iron 4%

* Percent Daily Values are based on a 2,000 calorie diet. Your daily values may be higher or lower depending on your calorie needs:

	Calories:	2,000	2,500
Total Fat	Less than	65g	80g
Sat Fat	Less than	20g	25g
Cholesterol	Less than	300mg	300mg
Sodium	Less than	2,400mg	2,400mg
Total Carbohydrate		300g	375g
Dietary Fiber		25g	30g

Carton made from minimum 35% post-consumer recycled paper

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Keep package for reference.

Simply balanced

Great on the go

Simply Balanced Nut and Seed Bar is made with almonds, peanuts, cashews, sunflower seeds, hazelnuts, coconut, pumpkin seeds and soybeans. It makes a tasty and convenient breakfast or great anytime snack. Savor the blend of delicious nuts and seeds in every bite.

Simply Balanced, because...

No High fructose corn syrup
No partially hydrogenated oils
No artificial flavors or colors

Our simple promise

The Simply Balanced guarantee means taking the guesswork out of eating well.

GFA_EB001763

Smart Balance Tracking Research

Wave 12 Tracking Study Report

Summary

May, 2013

SMART BALANCE INC.

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No. 91196954

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SMART BALANCE INC.

Report: 04/2013

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* ALSO ADMITTED IN DISTRICT OF COLUMBIA

August 25, 2000

Via Federal Express
Lucy B. Arant
Russ August & Kabat
12424 Wilshire Blvd.
Los Angeles, CA 90025

Re: BALANCE (Balance Bar Company)
U.S. Serial No.: 75/774542

Dear Ms. Barant:

We represent GFA Brands, Inc., the owner of the mark SMART BALANCE® for which GFA Brands owns United States Registrations Nos. 2,200,663 and 2,276,285. GFA Brands also owns the mark EARTH BALANCE® for which it owns United States Registration No. 2,237,867.

The SMART BALANCE® and EARTH BALANCE® marks have been used in connection with the marketing and sale of a number of products, including margarine, mayonnaise, cheese, shortening, cooking spray and oil. GFA Brands' SMART BALANCE® and EARTH BALANCE® marks are symbolic of extensive goodwill and consumer recognition built up through substantial amounts of time and effort in advertising and promotion.

It has come to our attention that Balance Bar Company is seeking to register the mark BALANCE (Serial No. 75-774542) for a number of products, including cheese, dairy based beverages, dips, butter, breakfast cereals and snack foods. It is not clear from

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the limited trademark information we obtained whether Balance Bar has made use of BALANCE in commerce. However, use by Balance Bar of the BALANCE mark would cause confusion, deception or mistake among consumers. This likelihood of confusion gives rise to liability for trademark infringement and unfair competition under federal and state law. GFA Brands also believes that Balance Bar's use and registration of this name tends to dilute the distinctiveness of GFA Brands' BALANCE marks and could diminish their value and the goodwill associated with the marks.

We have brought GFA Brands' BALANCE marks to your attention at this time with the intention of avoiding an opposition or other legal proceedings. However, GFA Brands considers the infringement of its valuable trademark rights extremely serious and will take all available legal actions, including the filing of an opposition to protect and enforce its rights.

On behalf of GFA Brands, we kindly request that Balance Bar provide us, within fourteen (14) days of the date of mailing of this letter, with written assurances that it will not adopt or use BALANCE or pursue registration of BALANCE or any other confusingly similar variation thereof and will agree to expressly abandon application No. 75-774542.

Sincerely,

WELSH & KATZ, LTD.

By:

John L. Ambrogi, Esq.

JLA/skb
cc: Robert Harris
Daniel R. Cherry, Esq.

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July 12, 2006

BY FEDERAL EXPRESS

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No. 91196954

Mr. Bob Harris
President
GFA Brands, Inc.
211 Knickerbocker Road
Cresskill, NJ 07626

Re: Infringement of BALANCE® Trademark for Food Bars

Dear Mr. Harris:

We are outside counsel to Kraft Foods, Inc. and the Balance Bar Company ("Kraft"). Kraft is the owner of the famous BALANCE® and BALANCE BAR® brands for food and nutritional bars. The BALANCE® brand is the subject of approximately fifteen active BALANCE-formative federal registrations, most of which cover food bars, including U.S. Reg. Nos. 3,036,771 (BALANCE BAR), 2,745,850 and 2,221,309 (BALANCE), 2,868,192 (BALANCE OUTDOOR), 2,652,365 (BALANCE+), 2,636,101 (BALANCE GOLD), and 2,296,368 (40-30-30 BALANCE). Some of Kraft's BALANCE registrations are already incontestable under § 15 of the Lanham Act. Kraft also owns several pending BALANCE-formative trademark applications covering food bars.

The BALANCE® brand has become well-recognized by consumers through long, extensive, and exclusive use and advertising in commerce. As such, the BALANCE® mark is a very strong mark for food bars. In contrast, our client is not aware of a single third-party active federal trademark registration or use, other than by GFA Brands, Inc. ("GFA"), that covers food bars.

With this background in mind, Kraft recently learned that GFA has filed two pending BALANCE-formative U.S. trademark applications that, following amendments, cover "dried, ready to eat fruit and vegetable bars": US. Serial Nos. 78/554,482 (EARTH BALANCE) and 78/725,472 (FRUIT BALANCE). Kraft also recently learned that EARTH BALANCE food bars are now being sold in the marketplace, including in supermarkets that already carry Kraft's

BALANCE food bars. We note the EARTH BALANCE Statement of Use recently filed in the U.S. Patent and Trademark Office that alleges a November 1, 2005 first use in commerce date.

In view of Kraft's rights in the well-known and extremely valuable BALANCE® brand for food bars, Kraft is concerned about the consumer confusion that will be caused by GFA's EARTH BALANCE and FRUIT BALANCE food bars. Although Kraft inadvertently missed the opposition period for the EARTH BALANCE mark, it is Kraft's intention to petition to cancel this registration in the PTO, should the parties not be able to resolve this matter before the mark matures into a registration. Similarly, it is Kraft's intention to oppose the FRUIT BALANCE application once it is published. Kraft is also considering all other options at its disposal to protect and enforce its BALANCE® brand for food bars.

In this context, I enclose here an August 25, 2000 cease and desist letter from GFA's outside counsel to Kraft, which alleges that consumer confusion, deception, or mistake would result from Kraft's use of BALANCE and GFA's use of EARTH BALANCE on similar goods. There is no legitimate basis to take a contrary position now that it is GFA that is the second-comer to the marketplace for Kraft's core product for the BALANCE® brand, namely, food bars.

As you may know, Kraft and GFA were able to amicably resolve the trademark conflict that was the subject of GFA counsel's August, 2000 letter. With that background in mind, we offer you the opportunity to rectify this matter by providing us with your prompt written assurances, to be received no later than July 26, 2006, that GFA has immediately ceased all uses of EARTH BALANCE, FRUIT BALANCE, and any other BALANCE-formative marks in connection with food bars, and will not use any BALANCE-formative marks at any point in the future in connection with food bars. We also seek your assurances that GFA will expressly abandon its EARTH BALANCE and FRUIT BALANCE applications, and will not seek to register any BALANCE-formative trademarks that cover food bars in the future.

We look forward to your prompt written response.

Sincerely,

Brendan J O'Rourke /ADS

Brendan J. O'Rourke

Enclosure

cc: Demetra Merikas, Esq., Kraft Foods, Inc.