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

Proceeding	91222461
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Attachments	Amended Notice of Opposition Popi.pdf(270064 bytes ) Exhibit A.pdf(206130 bytes ) Exhibit B.pdf(114043 bytes ) Exhibit C.pdf(4662078 bytes ) Exhibit D_Vanilla & Verbena Soap .pdf(750968 bytes ) Exhibit D_Cucumber & Mint Soap .pdf(982389 bytes ) Exhibit D_Grapefruit & Basil Soap .pdf(999459 bytes ) Exhibit D_Lavender Sage Soap .pdf(1203891 bytes ) Exhibit D_POPI Soap 4-Pack.pdf(868421 bytes ) Exhibit E.pdf(529891 bytes ) Exhibit F.pdf(1021221 bytes )

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

**IN THE MATTER OF TRADEMARK APPLICATION SERIAL NO. 86346513**

<b>VICTORIA KHEEL,</b>	)	
	)	<b>Opposition No:</b> 91-222461
Opposer,	)	For the Mark: POPI
	)	Filing Date: July 24, 2014
vs.	)	Published for Opposition: April 21, 2015
<b>LIONS GATE ENTERTAINMENT INC,</b>	)	Examining Attorney: Eric Sable
Applicant.	)	

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**FIRST AMENDED NOTICE OF OPPOSITION**

Opposer, Victoria Kheel, an individual residing at 13407 Rand Dr. Sherman Oaks California, 91423 believes that she will be damaged by the above registration of Applicant, Lions Gate Entertainment Inc., mark POPI in Application Serial No. 86,346,513, and hereby opposes the same in this timely First Amended Opposition as authorized as a matter of course by Federal Rule of Civil Procedure Fed. R. Civ. P. 15 (1)(B) (within 21 days after service of a motion under Rule 12(b)), and made applicable to Board proceedings by operation of Trademark Rules of Practice §2.107 and §2.116(a)-(c) and TBMP § 503.03.

As grounds for the First Amended Opposition, Opposer therefore alleges:

1. Opposer is the owner of the standard character mark POPPY's, in International Class 3, U.S. registration number 4,537,279, filed in the USPTO on

October 12, 2013. Opposer's registration is for "All purpose cleaning preparations; All-purpose cleaners; Bath soaps; Carpet cleaning preparations; Cleaning agents and preparations; Cleaning preparations; Cleaning preparations for household purposes; Dish detergents; General purpose cleaning, polishing, and abrasive liquids and powders; Glass cleaning preparations; Granulated soaps; **Hand soaps**; Household cleaning preparations; Laundry soap; Leather cleaning preparations; **Liquid soaps for hands, face and body**; Odor removers for pets; Oven cleaners; Pet stain removers; Powder cleaners for metals, ceramics and carpets; Soap powder; **Soaps for household use**; **Soaps for personal use**; Soaps for toilet purposes. Opposer's first use in commerce date, as provided on the registration, was on July 12, 2010. Opposer's mark was registered May 27, 2014. A true and correct copy of such registration is attached hereto as **Exhibit A**.

2. On or about June 1, 2014, Applicant Lions Gate Entertainment Inc., in partnership with its licensee Chivas Skincare, began selling soap under the mark POPI through the website popisoap.com.

3. Applicant was actually aware of Opposer's registered mark POPPY'S when it licensed the mark POPI for use on soap to Chivas Skincare. Applicant was also aware of Opposer's registered mark POPPY's when it began sales of POPI soaps.

4. On July 24, 2014, Applicant, Lions Gate Entertainment Inc., a Delaware Corporation, having a business address of 2700 Colorado Avenue, Suite 200, Santa Monica California, filed a trademark application for the standard character mark POPI, assigned Serial No. 86,346,513. The application is also in International Class 3 for "Cosmetics; cosmetic preparations for body care; nail polish; nail decals; bath crystals;

bath gel; bath oil; bath salts; body lotion; **cream soaps**; fragrances; moisturizing creams; **shaving soap**; **soaps for personal use.**”

5. Applicant’s filing basis was Section 1(B) Intent to Use, though Applicant had already begun use of the mark at least more than one-month prior in sales of soap, as a result of an agreement with Chivas Skincare.

6. On August 25, 2014, the USPTO issued an Office Action Letter, advising Applicant that “Registration of the applied-for mark is refused because of a likelihood of confusion with the marks in U.S. Registration Nos. 2988454 and 4537279. The first registrant’s mark (Reg. No. 2988454) is ‘POPPY’ for ‘hair and scalp conditioner’ in International Class 3. The second registrant’s mark (Reg. No. 4537279) is ‘POPPY’S’ for a variety of items in International Class 3, including bath soaps, hand soaps, liquid soaps for hands, face and body, and soaps for personal use.” The Office Action Letter further stated as grounds for the refusal: “Trademark Act Section 2(d) bars registration of an applied-for mark that so resembles a registered mark that it is likely a potential consumer would be confused, mistaken, or deceived as to the source of the goods and/or services of the applicant and registrant.”

7. The Office Action Letter also informed Applicant that: “The applied-for mark, ‘POPI’ is also **highly similar in sound and appearance** to registrant’s mark, “POPPY’S”. The marks appear almost identical in wording, except the applicant’s mark ends with an “I” instead of a “Y” and contains one less “P”. These differences have little, if any trademark significance and do not otherwise affect the overall similarity of the marks in terms of overall commercial impression.”

8. The USPTO Office Action Letter further explained its refusal to register was because “Part of the identified goods in this application—soaps for personal use—are **identical** to the goods in the registrant’s cited registration. Most of the other goods in the application—cosmetics, bath gel, bath oil, body lotion, cream soaps, fragrances, moisturizing creams, and shaving soap—are **highly related** to some of the goods identified in registrant’s cited registration—bath soaps, hand soaps, and liquid soaps for hands, face and body—are **highly related** beauty and skin care products.”

9. In its Office Action Letter to Applicant, the USPTO, thus, concluded that “For the foregoing reasons, registration is refused under Trademark Act Section 2(d).”

10. On December 3, 2014, Dan Hadl, Senior Vice President of Lions Gate Entertainment Inc., executed an Optional Declaration In Support of Trademark Application Filed Via Electronic Means, declaring that “the facts set forth in the trademark application to register Popi are true,” but did so in support of “POPI in Class 9” even though the application was for Class 3.

11. On March 2, 2015, Applicant, acting through its attorney of record, Jill M. Pietrini and Sheppard Mullin Richter & Hampton LLP, submitted a signed “Response to Office Action” (“Response”), Docket No. 01RS-172016-291 on behalf of Applicant Lions Gate, to Examining Attorney Eric Sable of the USPTO (dated as executed on February 24, 2015), stating that the “Mark Should be Passed to Registration” on the basis that “There Is No Likelihood of Confusion With The Cited Registrations.”

12. Lions Gate’s Response to the USPTO, by which Applicant sought to induce the USPTO to reverse its refusal to register, knowingly and intentionally made numerous material misrepresentations of fact, and suppressed material facts, when it was

bound to disclose them, with the intent that the USPTO rely on such facts and pass the mark to publication. In reliance on such material facts, the USPTO then indeed reversed its prior refusal and published the POPI mark for opposition. While a single false representation as to material fact made with intent to deceive supports an action for fraud – here Applicant committed more than one.

13. Applicant’s March 2, 2015, Response on Page 7 knowingly made the following misrepresentations of material fact to the USPTO: that “Registrant Kheel’s website makes numerous references to ‘all natural,’ ‘green’ and ‘environmentally friendly’ products... Applicant’s mark POPI does not connote all natural, green and environmentally friendly products. Applicants mark POPI is distinguishable from Registrant Kheel’s POPPY’S mark in connotation and commercial impression.” This statement was fraudulent. In order to create a false impression, Applicant suppressed the material fact that Applicant’s website -- no differently than Registrant’s website – also made the exact same “references to ‘all natural,’ ‘green’ and ‘environmentally friendly’ product,” thus, there was no good faith, non-fraudulent basis for “*distinguishing*” the two marks based on such website references in “connotation and commercial impression,” as Applicant had falsely done.

14. By intentionally omitting relevant portions from its own website, and making statements that gave only part of the story, Applicant deliberately designed to mislead the Office, which is treated as a false statement in its effect, thus fraud, and also shows Applicant’s fraudulent intent.

15. Applicant admitted in its Response that it too has a website for POPI soap. On page 5, of that same March 2, 2015 Response Applicant had already stated that “As

part of its marketing efforts for the OITNB Series, Applicant distributes and sells various merchandise associated with the series, including a line of soaps under Applicant's mark POPI. See Exhibit 9, which are true and correct printouts from Applicant's authorized licensee and online merchandise retailer **Chivas Skin Care** advertising POPI products."

16. Applicant's statement on page 7 of its Response, that "Registrant Kheel's website makes numerous references to 'all natural,' 'green' and 'environmentally friendly' products... Applicant's mark POPI does not connote all natural, green and environmentally friendly products. Applicants mark POPI is distinguishable from Registrant Kheel's POPPY'S mark in connotation and commercial impression," was false and untrue, and known as such, as demonstrated by POPI soap's own website, through which Applicant admitted in that same Response "Applicant distributes and sells...a line of soaps under Applicant's mark POPI." (Response at p. 5)

17. The [www.popisoap.com](http://www.popisoap.com) website, which on the back-end without detection redirects the consumer and public to [www.chivasskincare.com/oitnb](http://www.chivasskincare.com/oitnb), and by which "Chivas Skincare has partnered with Lions Gate Entertainment," and "Applicant distributes and sells" POPI soaps, in fact, contrary to the representations in Applicant's Response, likewise "makes numerous references to 'all natural,' 'green' and 'environmentally friendly' products." For one example, the site says that the soap makers "believe in the value of **natural** ingredients. They use *essential oils*, **natural** colorants and *fair trade* shea butter in every batch of soap. **No chemical preservatives, parabens or phthalates,**" and "**natural ingredient[s]**...in every POPI" soap. A true and correct copy of a printout from said Applicant website is attached hereto as Exhibit C.

18. In addition, Applicant's popisoap.com website, on numerous material pages that were intentionally withheld and omitted from Lions Gate Response and, thus, the Registration file, expressly states POPI is indeed an "all natural soap." Thus, the website admits all of the following: "**Q: What does "all-natural soap" mean to us?** **A:** When you read the label on our soap you should recognize each of the ingredients listed. This is a simple way to illustrate what we mean by "all-natural". We do not use any synthetic fragrances, artificial colorants or chemical preservatives in our soap. The soaps do not contain any parabens, phthalates or mineral oils. They are scented with pure essential oils (rather than fragrance oils) and colored with herbs, spices and clays only. NOTE: Because we make our soaps in small batches, the colors of our soap may vary." (<http://www.chivasskincare.com/faq/>). A true and correct copy of a printout from said website is attached hereto as **Exhibit B**.

19. The popisoap.com website, through which POPI soaps are retailed and advertised by Applicant, also admits all of the following about the goods being "**all-natural soaps**" as well as friendly to the "**environment**": "Q: What are the differences between Essential Oils and Fragrance Oils? A: Essential oils are pure plant extracts that not only offer a beautiful scent, but also provide aromatherapeutic benefits. They are considered "**all-natural**." Imagine: when you pick off a sprig of fresh lavender and rub it in your hands, it smells like Lavender essential oil because that's precisely what it is. On the other hand, fragrance oils are man-made, synthetic scents. Some are made to mimic the scent of an essential oil, while others are a more traditional perfume or fruity concoction. Ask yourself: What did actual pomegranates smell like before Bath & Body Works created "Midnight Pomegranate"? Fragrance oils are like a creative interpretation

of what takes place in the natural world. But they are NOT “all-natural” and may cause irritation to those with sensitive skin. Because fragrance oils can irritate both your skin and the environment, we have decided to only use essential oils when making our soaps.” <http://www.chivasskincare.com/faq/>. A true and correct copy of a printout from said website is attached hereto as **Exhibit B**.

20. Registrant’s mark POPPY’S is an arbitrary mark that does not identify any particular goods sold under such mark, nor suggest or describe a significant or any ingredient, quality, or characteristic of the goods sold under it. The mark POPPY’S as a word as of itself, thus, does not and can not have the “connotation and commercial impression” that it is “all natural,’ green and ‘environmentally friendly.”

21. Applicant’s sole basis for claiming that Ms. Kheel’s mark “POPPY’S” has the “connotation and commercial impression” and “connote[s] “all natural,’ green and ‘environmentally friendly” is that the company Ms. Kheel owns has a “website [that] makes numerous references to ‘all natural,’ ‘green’ and environmentally friendly products.” (Response at p.7.) As a result, Applicant represented in its Response that “Applicants mark POPI is *distinguishable* from Registrant Kheel’s POPPY’S mark in connotation and commercial impression,” *on the basis of the fact that* “Registrant Kheel’s *website* makes numerous references to ‘all natural,’ ‘green’ and ‘environmentally friendly’ products... Applicant’s mark POPI does not connote all natural, green and environmentally friendly products.” However, this representation was false and misleading, because as set forth above, Applicant’s own “*website* makes numerous references to ‘all natural,’ ‘green’ and ‘environmentally friendly’ product,” no differently than Registrant’s website.

22. As a consequence of such extant misrepresentation, POPI **could not and was not** “*distinguishable*” from Registrant Kheel’s POPPY’S mark on the basis that only Registrant’s “*website* makes numerous references to ‘all natural,’ ‘green’ and ‘environmentally friendly’ product.” The term distinguishable means “to recognize the difference between two things,” according to the Cambridge Dictionary. Both websites made the same references, so either **both** derived the same connotation and commercial impression, or, more properly, neither did, but in no case could this **fact** be used to distinguish the two under any likelihood of confusion analysis. Likewise, the likelihood of confusion analysis could not have truthfully been argued to turn based on **a fact** that both marks unequivocally **shared**, but which material fact Applicant suppressed about itself, but highlighted only about the Registrant (including by attaching a 23 page printout from Ms. Kheel’s company website as Exhibit 14 to the Response). This is fraud. By deliberately omitting relevant portions of printouts from its own website, while making a statement that gave only part of the story, otherwise known as an actionable half-truth, Applicant deliberately designed to mislead the Office, which constitutes a false statement in its effect, *ergo* a fraud, and shows the necessary element of intent.

23. Further, On Page 7 of Applicant’s Response, in discussing why “Applicant’s Mark POPI is distinguishable from Registrant Kheel’s POPPY’S,” Applicant also stated all of the following: “On the About Us webpage, Registrant [Kheel] states the following: I’m **just a mom** who cares about maintaining a healthy lifestyle...I needed to share my products with as many people and households as

possible. Not only had I reduced the toxins in my home, I was also reducing toxins that went out into the environment. Poppy's Naturally Clean was born."

24. However, the POPI soap website also states that "Real-life POPI soaps are also handmade by two best friends - **a mother** and her daughter," who likewise make natural and environmentally friendly soap." <http://www.chivasskincare.com/oitnb/>.

A true and correct copy of a printout from said Applicant website is attached hereto as **Exhibit C**.

25. Thus, Applicant's statements that the two marks are distinguishable based on Registrant Kheel's status as a mom making natural and environmentally friendly soap, is false, fraudulent and misleading, in that POPI's soaps like POPPY'S all-natural and environmentally friendly soaps are also made by and marketed to consumers as made by a mom. Again, Applicant knowingly made misrepresentations of material fact in that it suggested a fact that was not true, knowing it was not true -- namely that only Registrant was a mom making all-natural and environmentally-friendly soap's -- and suppressed a material fact, when it was bound to disclose it, namely, that Applicant's all-natural and environmentally-friendly soap was also made by a mom.

26. None of the documents referenced as Exhibits B-C above from Applicant's website ever made it into the registration file for the Office to peruse. Applicant selectively omitted these printouts from its response to conceal the true facts about its own parallel website's references marketing the same all-natural and environmentally friendly soaps made by a mom as Registrant. Thus, Applicant attached to its Response as Exhibit 14, a massive printout of some 23 pages from Registrant

Kheel's website, describing Registrant's company and showing a comprehensive list of the "natural" products sold on the website, and the marketing therefore.

27. However, further evidencing Applicant's underlying fraudulent intent, Applicant withheld and omitted any similar comprehensive printout from its own POPI Soap website, instead submitting two carefully cherry-picked and deceiving snapshots, such as a Christmas POPI Soap 4-Pack for the 3<sup>rd</sup> of 12 days of Christmas, even though nearly two months had elapsed since Christmas. In this way, Applicant concealed the true fact that Applicant's POPI website similarly conveyed the commercial impression, and made "numerous references to 'all-natural,' 'green' and 'environmentally friendly' products" made by a "mom," as shown in incorporated **Exhibits B & C**.

28. Through all of the above false statements and omissions, Applicant intentionally and fraudulently gave the USPTO only part of the story, otherwise known as a half-truth actionable as fraud, and did so with the deliberate design to mislead the Office about the actual similarities in the true "commercial impression" of the marks by concealing (i) the additional similarities in the underlying goods used in connection with the marks, (ii) similarities in marketing and trade channels, and (iii) the similarities in consumers -- all of which are material to a likelihood of confusion analysis under Application of E. I. DuPont DeNemours & Co., 476 F.2d 1357, 1361 (C.C.P.A. 1973).

29. Statements to the effect that Registrant, but not Applicant, makes and markets "all natural, green and environmentally-friendly products" made by a "mom" are representations of fact that can be proven true or false. Here they are incontrovertibly false, as evidenced by attached **Exhibits B- C** from Applicant's own

website, showing Applicant's likewise market POPI as "all natural, green and environmentally-friendly products" and made by a "mother."

30. Applicant made these statements knowing they were false and with fraudulent intent. In making the above misrepresentations and omissions, Applicant sought reversal of the Office's denial of registration for POPI. Corroborating similarities in the goods, commercial impressions, trade channels, consumers *etc.*, would have only cemented the denial, not gotten Applicant its desired result. Thus, Applicant buried the facts that it too made and marketed all-natural and environmentally friendly soaps to a targeted set of consumers of such "green" goods, *just like* Registrant did. Therefore, Lions Gate falsely told the Board that the two were *distinguishable* (i.e., "different") in "connotation and commercial impression" based on the natural goods made, sold and marketed in Registrant's website and made by a mom, but *not* its own.

31. As a corollary, by concealing such material fact about its own products, website, marketing and consumers, and engaging in fraudulent half-truth, Applicant also went on in pages 8-9 of its Response to falsely improve its position on another factor in the likelihood of confusion analysis -- that Registrants and Applicants goods "are not 'marketed in such a way that they would be encountered by the same persons in situations that would create the incorrect assumption that they originate from the same source.'" In making such knowing representations, Applicant continued to intentionally suppress the material fact, when it was bound to disclose it, that Applicant's "*website* makes numerous references to 'all natural,' 'green' and 'environmentally friendly' products" and made by a mom just as Registrant's does, and therefore Applicant indeed markets itself in the same way as Registrant here, and "in such a way that they would be

encountered by the same persons” namely consumers of all-natural and environmentally-friendly soaps.

32. Applicant made these false and fraudulent statements of material fact, knowing them to be false, in order to induce the Office to reverse its prior refusal to register and approve the POPI mark for publication. Applicant made very few factual averments in the Response, reflecting that Applicant found these to be especially material statements to securing its desired reversal of the refusal to register. These misrepresentations were material to the Examiner's determination whether the application should be approved for publication because the Examiner had expressly told Applicant in denying the registration that there was “overall similarity of the marks in terms of overall commercial impression,” the “similarity of the marks favors a determination of likelihood of confusion” and “applicant’s and registrant’s goods are considered related for likelihood of confusion purposes.” Facts offered by Applicant in its Response relevant to these factors in the likelihood of confusions analysis were, therefore, highly material in that without them the denial would stand.

33. Moreover, as the Examining Officer made clear in its Office Action Letter “Marks are compared in their entirety for similarities in appearance, sound, connotation, and commercial impression. *In re Viterra Inc.*, 671 F.3d 1358, 1362, 101 USPQ2d 1905, 1908 (Fed. Cir. 2012) (quoting *In re E. I. du Pont de Nemours & Co.*, 476 F.2d 1357, 1361, 177 USPQ 563, 567 (C.C.P.A. 1973)); TMEP §1207.01(b)-(b)(v). Similarity in any one of these elements may be sufficient to find the marks confusingly similar.” Thus, Applicant’s misrepresentations bearing “any one of these elements,” and, in fact, all of these elements here, would be material to any reasonable

Examining Attorney, and were material to the Office's determination of likelihood of confusion in this case.

34. As a consequence of such fraudulent misrepresentations, Applicant secured publication of its mark for opposition, notwithstanding the prior denial. The USPTO did not did not agree to publish the mark for registration until *after* Applicant Lions Gate had made these false material statements of fact in its Response, and as a consequence of such known material misrepresentation.

35. In addition, Applicant also affirmatively made the following misrepresentations of material fact in its Response to the Office, namely, under the heading "The Marks are *Dissimilar in* Appearance, *Sound*, Connotation and Commercial Impression," stating "the Examining Attorney also *erroneously* concluded that Applicant's mark and the Cited Mark ("POPPY'S) are similar in *sight and sound*," and "it is patently obvious that POPI and the Cited Mark[] POPPY'S...are completely different in *appearance, sound* and meaning." These material misrepresentations were false when made and known as such, and made with the knowing intent to deceive the Examining Attorney into reversing his denial of registration, which as a consequence thereof was reversed.

36. The POPI Soap website through which Applicant retails and advertises POPI in actuality states the following about Applicant's mark *next to each and every individual soap* it advertises and sells: "POPI (pronounced 'poppy')" or "POPI ('poppy')." "

37. Thus, contrary to the representations Applicant made to the USPTO in Applicant's Response that (1) "**The Marks Are Dissimilar in...Sound,**" (Response at

p.3); (2) “the Examining attorney...*erroneously* concluded that Applicant’s mark and the Cited Mark (“POPPY’S) are *similar in...sound*” (Response at p.7); and (3) “it is *patently obvious* that POPI and the Cited Mark[] POPPY’S...are *completely different in...sound*” (Response at p.8), Applicant’s website shows these material statements were false and fraudulent, whereas next to every individual soap type it sells, and 4-Pack’s other than at Christmas, Applicant informs consumers that “POPI (pronounced ‘poppy’)” and “POPI (‘poppy’).”

38. The sound of Applicant’s and Registrants mark is the same. This is a fact that can be proven true or false. Here it is patently obvious that it is false, according to Applicant’s own admissions on their website. This is fraud.

39. Moreover, in bringing its first 12(b)(6) Motion to Dismiss against the Notice of Opposition, now moot, Applicant’s counsel continued to make false representations of fact in support of registration, stating that “**nowhere in its office action response does Applicant state that POPI is not pronounced “poppy.”** This statement was also false, whereas, as noted, in Applicant’s office action response Applicant had repeatedly stated all of the following: (1) “**The Marks Are Dissimilar in...Sound,**” (Response at p.3); (2) “the Examining attorney...*erroneously* concluded that Applicant’s mark and the Cited Mark (“POPPY’S) are *similar in...sound*” (Response at p.7); and (3) “it is *patently obvious* that POPI and the Cited Mark[] POPPY’S...are *completely different in...sound.*” (Response at p.8). Thus, it is false that “nowhere in its office action response does Applicant state that POPI is not pronounced “poppy.”” Applicant made this false representation and three times over.

40. Applicant's misrepresentations regarding dissimilarities in sound were no innocent mistake. Applicant knew the pronunciation/sound of its mark. Applicant knew that its mark was identical in sound to Registrants. Applicant's website publicized to consumers and to the world that the mark was and ***should be*** pronounced "poppy." Yet, Lions Gate intentionally misled the USPTO by misrepresenting all of the above to Office precisely in order to secure registration following denial *on such very grounds*.

41. Applicant knowingly made these misrepresentations with fraudulent intent whereas it attached to its Response ***only*** a few cherry-picked snapshots from its own website, intentionally concealing the far more numerous pages from the website that would have shown the Examining Attorney the true fact that "POPI (pronounced 'poppy')" and "POPI ('poppy')." True and correct copies of each of the five pages of such website appear attached hereto and are incorporated herein as **Exhibit D**.

42. The terms "POPI (pronounced 'poppy')" or POPI ('poppy') appear next to each and every individual soap sold on the POPI soap website, including the Vanilla and Verbena Soap purchase page, the Cucumber and Mint Soap purchase page, the Grapefruit & Basil purchase page and the Lavender Sage purchase page, as well as the ***non-Christmas*** POPI Soap 4-Pack. True and correct copies of each of the five pages of such website appear attached hereto and are incorporated herein as **Exhibit D**.

43. Instead of attaching any of these material pages from each soap, Applicant attached to its Response a printout dated February 19, 2015 ***from*** a Christmas Soap 4-Pack gift box webpage for the 3<sup>rd</sup> Day of the 12 days of Christmas, nearly two months ***after*** Christmas -- the only product sales page on the website that conveniently

did not contain “POPI (pronounced ‘poppy’)” or “POPI (‘poppy’)”! Deliberately omitting such snapshots reveals Applicant’s underlying fraudulent intent.

44. Applicant knowingly made misrepresentations of material fact in procuring its application, in that it suggested a fact that was not true, knowing it was not true, namely that (1) “**The Marks Are Dissimilar in...Sound,**” (2) the Examining Attorney...*erroneously* concluded that the Applicant’s mark and the Cited Marks are similar in...*sound*’ and that (3) “POPI and...POPPY’S...are *completely different in...sound*’ etc., while suppressing a material fact, when it was bound to disclose it, namely that every individual soap sales page and gift box sales page, other than the isolated Christmas POPI Soap 4-Pack misleadingly attached to its Response, told consumers “POPI (pronounced ‘poppy’)” or “POPI (‘poppy’).”

45. Furthermore, in the same vein, its Response to the USPTO, Applicant materially represented that the mark POPI was an “amalgamation of the two characters names” (Response at p. 4), namely, ““POPI’ is an amalgamation of Piper and Polly’s names” (Response at p. 7), further misleading the Examining Attorney by implying an amalgamation as to sound. An amalgamation of Piper and Polly’s names in terms of sound produces only the pronunciation/sound pā pī (sounding out as pa *pie* with the last syllable containing a *long i* sound as in Piper) and not poppy (as in pāpē with the last syllable containing a *long e sound*).

46. Yet, Applicant’s highly material webpages, which it intentionally withheld from attaching to its Response, reveal that the pronunciation Applicant commanded of the public contains *no long i* for Piper, so there is no “amalgamation of Piper and Polly’s names” in terms of sound. Lions Gate’s character Piper would have to be called

Peeper in the Series for there to be an amalgamation in terms of sound resulting in a pronunciation of Poppy.

47. Yet, having claimed the mark incorporated the name Piper into it to the USPTO, Applicant knew that it had specifically instructed consumers **NOT** to pronounce the mark so it sounds like an “amalgamation of Piper and Polly’s names” from its Series. Instead Applicant demanded consumers and the public pronounce the mark so that it sounds *just like* Registrant’s mark and nothing even rhyming with Piper (while telling the Office the exact opposite) – a fact that only enhanced consumer confusion analysis. This is intentional fraud and deceit.

48. Applicant’s POPI is identical in sound to Opposer’s registered mark with the *long e* sound at the end, and contains no *long i* for Piper, further artfully misleading the Examining Attorney. Applicant’s representations as to sound were false and untrue, and intentionally so made.

49. Applicant’s misrepresentations to the USPTO were material. In its Office Action denying registration, the Examining Attorney had determined under the likelihood of confusion analysis that “The applied-for mark, ‘POPI’ is also highly similar in sound...to registrant’s mark, ‘POPPY’S”. It further stated as grounds for denial that “the marks in question *could clearly be pronounced the same* (disregarding the apostrophe and letter ‘s’).” As a result, the Office held “Therefore, the similarity of the marks favors a determination of likelihood of confusion.”

50. Applicant’s statements in direct reply in its Response that (1) “**The Marks Are Dissimilar in...Sound,**” (2) the Office had “*erroneously* concluded that the...Marks are similar in...sound” and (3) “POPI and...POPPY’S...are *completely*

*different in...sound*' were therefore made to alter the Office's determination against registration. The fraudulent misrepresentations were thus plainly material, whereas publication for registration was only made after Applicant submitted the misrepresentations in its Response directly addressing the Office's stated reasons for the denial based on sound *etc.*,

51. In addition, Applicant also knowingly made a false representation with intent to deceive, by concealing a material fact, when saying in its Response "The Examining Attorney also *erroneously* concluded that Applicant's mark and the Cited Mark are similar in sight...Applicant's mark POPI is spelled completely differently from POPPY or POPPY'S, lending a different visual impression to Applicant's mark."

52. However, as also reflected on its website, Applicant indeed failed to disclose to the USPTO that it also uses the same confusingly similar spelling as POPPY'S in its website sales and advertising right next to each individual soap, thus, undermining its claim of "different visual impression."

53. Accordingly, next to each of the four types of soap it sells, as well as the *non-Christmas* POPI Soap 4-Pack, Applicant states "POPI ("poppy")" or "POPI (pronounced 'poppy')". In other words, right next to it use of the mark POPI appears the Registrant's mark POPPY in even more exact spelling, with no visual difference in sight, further confusing consumers.

54. Applicant intentionally concealed and suppressed this material fact, which it was bound to disclose, that it indeed uses the mark "poppy" in its promotional literature in tandem with POPI, not to mention that the two are in fact *identical* in sound, by intentionally attaching to its Response only a few select printouts from its website,

such as Christmas POPI Soap 4-Pack Gift box, while withholding the individual purchase pages for any of the four actual types of soap its sells or the *non-Christmas* POPI Soap 4-Pack, which show “POPI (pronounced ‘poppy’)” and (POPI “poppy”).

**Exhibit D**, *supra*.

55. By filtering out and sanitizing the printouts from its website, Applicant made sure that this material information was nowhere in the registration file so that the Office could not discover this information by perusing such file.

56. The facts that Applicant knowingly misrepresented were material to the Examining Officer’s decision whether there was likelihood of confusion, and thus, whether the original refusal should be reversed to allow for publication, because they were made in direct response to the refusal to register on grounds that “[t]he applied-for mark, ‘POPI’ is also highly similar in sound and appearance to registrant’s mark, ‘POPPY’S.’”

57. As a consequence of Applicant’s misrepresentations and omissions, the examining attorney withdrew the refusal without knowing the complete true material facts. The Examining Officer made clear in its Office Action Letter “Marks are compared in their entirety for similarities in appearance, sound, connotation, and commercial impression....Similarity in any one of these elements may be sufficient to find the marks confusingly similar.” Thus, Applicant’s misrepresentations bearing “any one of these elements,” including sight and sound, were material in that any reasonable examiner would consider them material, and the instant examiner did consider them material, as to their determination of likelihood of confusion and, thus, registration.

58.

59. Applicants knowing misrepresentations of fact, as set forth herein, were material in that any reasonable examiner would consider it material and important in deciding whether to allow the registration to know whether (1) the goods were similar, (not just soap, but both natural, environmentally friendly and green soap), (2) the goods were marketed in the same way, (natural, environmentally-friendly and green products made by moms), (3) the goods were marketed to the same consumer base (unsophisticated buyers), (4) the goods were sold in the same channels of trade for such reason (buyers of natural, environmentally-friendly and green products), (5) the marks sounded exactly same for purposes of aural similarity, and (6) the marks were even more visually similar than already evident, in that POPPY was in actuality used right alongside POPI to make sales -- all of which are material factors for assessing likelihood of confusion under the *DuPont* test, upon which test Lions Gate purported to rely in its Response.

60. In its August 24, 2015 Office Action Letter, the Examining Attorney, had instructed Applicant that if it submitted a Response “submitting evidence and arguments in support of registration” then such Response “must be personally signed by an individual applicant or someone with legal authority to bind an applicant (i.e., a corporate officer, a general partner, all joint applicants). If an applicant is represented by an attorney, the attorney must sign the response.” Applicant’s Attorney signed such Response.

61. Applicant’s attorney and Applicant had a shared duty of knowing what they were representing factually to the USPTO, as well as a duty not to make knowing misrepresentations to the USPTO. The highest standards of honesty are required on the

part of litigants in presenting facts to the Office in trademark proceedings. Sheppard Mullin attorneys, acting as counsel for Applicant, had a duty to make a reasonable inquiry in support of any factual representations, and to ensure the accuracy of the application documents and the truth of its statements.

62. Lions Gate's counsel's misrepresentations are imputed to Lions Gate. Lions Gate is responsible for all misrepresentations made on its behalf by counsel in the Response. It is well settled that a client is bound by the actions of its attorney even in misrepresentations made during attorney argument. The false statements were not an honest mistake regarding Applicant's mark and goods, but rather a deliberate attempt to alter the Examining Attorneys conclusion on the Likelihood of Confusion analysis as to the (1) similarity in sound, appearance, connotation, and commercial impression; (2) the similarity and relatedness of the goods, (3) the channels of trade, and (4) classes of consumers, among other things, for purposes of changing the Examining Attorneys Likelihood of Confusion analysis.

63. The Trademark Trial and Appeal Board Manual of Procedure § 309.03(c) provides as "grounds for opposition" that "defendant committed fraud in the procurement of its registration or during the prosecution of its application for registration."

64. In attempting to prosecute its application for registration, and secure the USPTO's reversal of its refusal to register the mark POPI on grounds of likelihood of confusion with Opposer's Mark, Applicant knowingly made false and misleading material misrepresentations of fact to the TTAB in connection with such application and

with the intent that the TTAB rely on these representations, in order to induce agents of the USPTO to rely on such false statements.

65. In reliance on Applicant's material misrepresentations in its' Response to Office Action, the USPTO agreed to allow Applicant's mark POPI to be published for opposition, notwithstanding the original refusal. The USPTO's reasonably relied on Applicant's representations, having no reason to suspect any misrepresentations, whereas Applicant had carefully sanitized the registration file of bad facts (for it) while simultaneously making affirmative misrepresentations of material fact impacting directly on the factors laid out by the examining attorney under a likelihood of confusion analysis against Lions Gate.

66. On April 1, 2015, the USPTO issued a Notice of Publication. The Application for the POPI Mark was published for opposition in the *Official Gazette* on April 21, 2015.

67. On May 19, 2015, before the end of the time to oppose, Opposer filed a timely 30-Day Request for Extension of Time to Oppose, which Request was granted that same day, extending the time period within which to file an opposition to Saturday 6/20/2015.

68. On July 16, 2015, Applicant filed a Motion to Dismiss, to which Opposer timely as of right with this First Amended Opposition.

69. Since July 12, 2010, Opposer Victoria Kheel has been consistently using the mark "POPPY'S" in commerce on soaps and other related products, including on "soaps for personal use." Opposer's mark was registered May 27, 2014. Opposer has continued to use said mark in commerce without abandonment or interruption in

connection with the goods stated in the Registration, including soap, and thus, Opposer has current ownership of a valid and subsisting registration. Opposer, therefore, has standing to bring this action.

70. Applicant submitted an (1)(B) “Intent to Use” application for the mark POPI on July 24, 2014. Opposer’s use of POPPY’S in commerce precedes that of Applicant by four years, having begun July 12, 2010. Opposer’s registration on May 27, 2014 also precedes Applicant’s use, according to Applicant’s July 24, 2014 “Intent to Use” Application. Thus, Opposer has priority of use.

71. Applicant’s mark POPI so resembles Opposer’s registered mark POPPY’S as to be likely, when used on or in connection with Applicant’s goods or services, as to cause confusion, or to cause mistake, or to deceive others as to the affiliation, or as to association of Opposer with Applicant, and also causes, and is likely to cause, confusion, mistake, or deception as to the origin, sponsorship, or approval of the goods and commercial activities of Opposer and Applicant. Trademark Act § 2(d), 15 U.S.C. § 1052(d).

72. Applicants’ use of such POPI mark was without the consent of the Registrant and in a manner that is likely to cause confusion among ordinary consumers of soap and related beauty and body care products, who are *not* sophisticated buyers and who are buying inexpensive products, namely soap, and in fact, even more similarly and confusingly soap sold as all-natural and environmentally friendly. Such low-cost goods are impulse buys of inexpensive products in which consumers will not make careful examination of the product. The marks and goods are so similar in their entireties that confusion as to the source of the goods offered under applicant’s and registrant’s marks

will result, as the recollection of the average purchaser normally retains a general rather than specific impression of trademarks.

73. Opposer has continuously used and promoted/advertised the POPPY'S trademark in various media, and has invested and continues to invest substantial sums in promoting the sale of products bearing the trademark for nearly (5) five years, establishing the mark's goodwill with consumers.

74. Applicant's mark POPI is virtually identical or identical in appearance, sound, connotation, and overall commercial impression to Opposer's mark POPPY's.

75. The goods covered by the Application are identical or closely related to the goods offered for sale and sold in connection with Opposer's mark, including all-natural and environmentally-friendly soap.

76. Applicant is already engaged in the sale of the same or related products as sold by Opposer, namely soap, and Applicant's application covers goods within the normal expansion of Opposer's goods/business.

77. Opposer's goods and Applicant's goods are both all-natural soap and related products and offered through identical channels of trade, including farmers markets and natural foods markets, targeting the same consumers of "all-natural" products free of "synthetic fragrances, artificial colorants or chemical preservatives" (Applicant), (**Exhibit B**, *supra*) and "free of artificial dyes and fragrances." (Opposer) (**Exhibit E**). Thus, Applicant advertises POPI soaps as having "No chemical preservatives, parabens or phthalates" (**Exhibit C**, *supra*) and Opposer, identically advertises its soaps as being "free of chemicals, additives, fragrances, and stabilizers." True and correct copies of Applicant's and Opposer's websites, respectively, are

attached as **Exhibit E** and **Exhibit F** hereto. Both are also advertised as being made by moms and made by small companies. Both are made in the *same* geographic area of sunny California and advertised as such. Both are natural and environmentally-friendly.

78. In addition, the marks are identical in sound (Applicant insisted that consumers use the exact same pronunciation as the Registered mark), and almost identical in wording, if not actually identical (“POPI (“poppy”), with differences having little, if any trademark significance.

79. Consumers of both goods are identical -- those in the market for all-natural soaps. Thus similarities in (i) the marks themselves (sound, appearance, connotation and commercial impression), (ii) the goods, (iii) consumers (unsophisticated buyers of inexpensive products), and channels of trade and advertising all establish likelihood of consumer confusion.

Wherefore, Opposer, Victoria Kheel, believes and avers that she is being and will continue to be damaged by the registration of the proposed POPI trademark, prays that said Application Serial No. 86,346,513 be refused in accordance with the provisions of the Trademark Act, that no registration be issued thereon to Applicant, and that this First Amended Opposition be sustained in favor of Opposer.

Respectfully Submitted,

/Ilana Makovoz/  
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Dated August 5, 2015

**CERTIFICATE OF SERVICE**

I certify that a true and accurate copy of the foregoing **FIRST AMENDED NOTICE OF OPPOSITION** was served by first class mail, postage prepaid, on August 5, 2015, upon Lions Gate Entertainment Inc.'s attorney of record at the following address of record of the USPTO:

Jill M. Pietrini

Sheppard, Mullin, Richter & Hampton LLP

1901 Avenue of the Stars, Suite 1600

Los Angeles, California 90067-6017

/Ilana Makovoz/

Ilana Makovoz

# United States of America

United States Patent and Trademark Office

# Poppy's

**Reg. No. 4,537,279**

KHEEL, VICTORIA (UNITED STATES INDIVIDUAL)  
13407 RAND DR.

**Registered May 27, 2014**

SHERMAN OAKS, CA 91423

**Int. Cl.: 3**

FOR: ALL PURPOSE CLEANING PREPARATIONS; ALL-PURPOSE CLEANERS; BATH SOAPS; CARPET CLEANING PREPARATIONS; CLEANING AGENTS AND PREPARATIONS; CLEANING PREPARATIONS; CLEANING PREPARATIONS FOR HOUSEHOLD PURPOSES; DISH DETERGENTS; GENERAL PURPOSE CLEANING, POLISHING, AND ABRASIVE LIQUIDS AND POWDERS; GLASS CLEANING PREPARATIONS; GRANULATED SOAPS; HAND SOAPS; HOUSEHOLD CLEANING PREPARATIONS; LAUNDRY SOAP; LEATHER CLEANING PREPARATIONS; LIQUID SOAPS FOR HANDS, FACE AND BODY; ODOR REMOVERS FOR PETS; OVEN CLEANERS; PET STAIN REMOVERS; POWDER CLEANERS FOR METALS, CERAMICS AND CARPETS; SOAP POWDER; SOAPS FOR HOUSEHOLD USE; SOAPS FOR PERSONAL USE; SOAPS FOR TOILET PURPOSES, IN CLASS 3 (U.S. CLS. 1, 4, 6, 50, 51 AND 52).

**TRADEMARK**

**PRINCIPAL REGISTER**

FIRST USE 7-12-2010; IN COMMERCE 7-12-2010.

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

SER. NO. 86-090,175, FILED 10-12-2013.

NAAKWAMA ANKRAH, EXAMINING ATTORNEY



*Michelle K. Lee*

Deputy Director of the United States  
Patent and Trademark Office

**REQUIREMENTS TO MAINTAIN YOUR FEDERAL  
TRADEMARK REGISTRATION**

**WARNING: YOUR REGISTRATION WILL BE CANCELLED IF YOU DO NOT FILE THE  
DOCUMENTS BELOW DURING THE SPECIFIED TIME PERIODS.**

**Requirements in the First Ten Years\***

**What and When to File:**

***First Filing Deadline:*** You must file a Declaration of Use (or Excusable Nonuse) between the 5th and 6th years after the registration date. See 15 U.S.C. §§1058, 1141k. If the declaration is accepted, the registration will continue in force for the remainder of the ten-year period, calculated from the registration date, unless cancelled by an order of the Commissioner for Trademarks or a federal court.

***Second Filing Deadline:*** You must file a Declaration of Use (or Excusable Nonuse) **and** an Application for Renewal between the 9th and 10th years after the registration date.\*  
See 15 U.S.C. §1059.

**Requirements in Successive Ten-Year Periods\***

**What and When to File:**

You must file a Declaration of Use (or Excusable Nonuse) **and** an Application for Renewal between every 9th and 10th-year period, calculated from the registration date.\*

**Grace Period Filings\***

The above documents will be accepted as timely if filed within six months after the deadlines listed above with the payment of an additional fee.

**The United States Patent and Trademark Office (USPTO) will NOT send you any future notice or  
reminder of these filing requirements.**

**\*ATTENTION MADRID PROTOCOL REGISTRANTS:** The holder of an international registration with an extension of protection to the United States under the Madrid Protocol must timely file the Declarations of Use (or Excusable Nonuse) referenced above directly with the USPTO. The time periods for filing are based on the U.S. registration date (not the international registration date). The deadlines and grace periods for the Declarations of Use (or Excusable Nonuse) are identical to those for nationally issued registrations. See 15 U.S.C. §§1058, 1141k. However, owners of international registrations do not file renewal applications at the USPTO. Instead, the holder must file a renewal of the underlying international registration at the International Bureau of the World Intellectual Property Organization, under Article 7 of the Madrid Protocol, before the expiration of each ten-year term of protection, calculated from the date of the international registration. See 15 U.S.C. §1141j. For more information and renewal forms for the international registration, see <http://www.wipo.int/madrid/en/>.

**NOTE: Fees and requirements for maintaining registrations are subject to change. Please check the USPTO website for further information. With the exception of renewal applications for registered extensions of protection, you can file the registration maintenance documents referenced above online at <http://www.uspto.gov>.**

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## FREQUENTLY ASKED QUESTIONS

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### THE COMPANY

**Q: What does “Chivas” mean?**

**A:** “Chivas” means “female goats” in Spanish. We chose this name because we use goat milk in the majority of our products. Plus, Donna speaks Spanish fluently, used to be a High School Spanish teacher, has traveled to Spain and is generally enthralled with the Spanish culture.

---

### THE GOATS

**Q: Who is in charge of the goats?**

**A:** Donna is certainly our resident expert on French Alpine goats. She’s been raising farm animals for 30 years, starting with sheep where she started raising her family in New Jersey.

**Q: Is a veterinarian involved in the birthing process?**

**A:** Donna takes care of any day-to-day health issues that may arise with the goats, including their weekly natural supplements. If we have a serious problem, then we certainly involve our local vet. The way a goat handles her pregnancy is different for each mother, just like with humans. But Donna handles most of the births herself.

**Q. How much milk do your goats produce? Do you still milk your goats before and after they give birth?**

A. Depending on the season, our goats produce between 1-2 gallons of milk each day. The goats are hand-milked twice a day. Donna often enjoys this time as a reflective, relaxing part of her day. Our goats aren't milked during the last few months of their pregnancies and until after about three months after they give birth, when we wean the kids. We miss having fresh milk for our morning coffee and other goodies, but we think it's important for the kids to have this nourishment from their mothers. This practice goes against industrial farming practices where kids are taken off their mother immediately and fed a powdered milk replacer.

**Q: If you're not milking the goats, then where do you get milk for your soaps?**

**A:** To plan ahead for being without milk for a few months, we store surplus milk in our industrial freezers and use this in our soaps while the goats prepare for their kids.

## THE SOAP

**Q: What does “all-natural soap” mean to us?**

**A:** When you read the label on our soap you should recognize each of the ingredients listed. This is a simple way to illustrate what we mean by “all-natural”. We do not use any synthetic fragrances, artificial colorants or chemical preservatives in our soap. The soaps do not contain any parabens, phthalates or mineral oils. They are scented with pure essential oils (rather than fragrance oils) and colored with herbs, spices and clays only. NOTE: Because we make our soaps in small batches, the colors of our soap may vary.

**Q: What does “saponification” mean?**

**A:** Saponification is the scientific term for the chemical process by which soap is made.

**Q: What is sodium hydroxide? That doesn't sound natural!**

**A:** Soap is made with sodium hydroxide, also known as lye. Yes, it is caustic in its natural form. Through saponification, the lye reacts with the oils and continues to neutralize through the curing process (which takes 30 days or more). In other words, after the soap properly saponifies, the lye is no longer present.

**Q: What are the differences between Essential Oils and Fragrance Oils?**

**A:** Essential oils are pure plant extracts that not only offer a beautiful scent, but also provide aromatherapeutic benefits. They are considered “all-natural.” Imagine: when you pick off a sprig of fresh

lavender and rub it in your hands, it smells like Lavender essential oil because that's precisely what it is. On the other hand, fragrance oils are man-made, synthetic scents. Some are made to mimic the scent of an essential oil, while others are a more traditional perfume or fruity concoction. Ask yourself: What did actual pomegranates smell like before Bath & Body Works created "Midnight Pomegranate"? Fragrance oils are like a creative interpretation of what takes place in the natural world. But they are NOT "all-natural" and may cause irritation to those with sensitive skin. Because fragrance oils can irritate both your skin and the environment, we have decided to only use essential oils when making our soaps.

**Q: I have sensitive skin. Can I use Chivas soap?**

**A:** Yes, our goat milk soap great for sensitive skin! It is very gentle and moisturizing without leaving any oily residue. If you have very sensitive skin (or eczema or psoriasis), we recommend trying our [Fragrance Free goat milk soap](#) first. If you have moderately sensitive skin, the [Lavender Oatmeal](#), [Peppermint Citrus](#) and Lemon Tea Tree goat milk soaps are also great choices. The only soap we would specifically not recommend is the Orange Spice goat milk soap, which while smelling amazing and working well for most people's skin, is made with cinnamon and clove essential oils which may irritate sensitive skin.

**Q. Is your soap non-comedogenic or designed for acne-prone skin?**

There are no regulations on the use of the term "non-comedogenic". But non-comedogenic cleansers are typically oil-free; and none of our products are oil-free. In fact, we believe that it is important to expose your skin to healthy oils so that your body is not stripped of oils and does not feel the need to over-produce oils. Our [Clarifying goat milk soap](#) is designed for normal to oily/acneic skin. It uses acne-fighting

witch hazel, as well as anti-bacterial essential oils like tea tree, cypress and juniper berry.

Also, goat milk helps to fight acne because it has:

- High content of alpha-hydroxy acids (lactic acid) that break down and remove dead skin cells that can otherwise clog the pores
- Anti-bacterial properties that delay the growth of microbial organisms that can otherwise spur the spread of acne.

We also offer a [Clarifying facial toner](#) for normal to oily/acneic skin. It helps to close pores, adjust the skin's pH and remove any remaining cleanser or dirt from the skin. The cooling cucumber hydrosol helps reduce puffiness & inflammation and the tea tree and black willowbark help fight acne with naturally occurring salicylic acid. Note, this toner does not contain goat milk.

Unfortunately, we do not currently carry a Clarifying goat milk facial cream. We recommend that you [sign up for our newsletter](#) so that you can be in the loop when we launch new Clarifying products like the cream.

**Q: Is your soap meant for body, hands, or face?**

**A:** Chivas soap is designed to be used on your hands, body AND face. 3-in-1: makes life simple!

**Q: Does Chivas soap contain glycerin?**

**A:** Yes, glycerin is a natural byproduct of the soap-making process. We retain all of the glycerin produced, which amounts to nearly 25% of each bar of soap. Glycerin is a humectant, meaning it attracts moisture to your skin. So, then what's the confusion about glycerin? Why do

some soaps not have it, and why are others specifically considered “glycerin soaps”? Since glycerin is a sellable commodity, many commercial soap-makers remove the majority of it from their soap to sell, keeping a trace amount to mention on their own labels. “Glycerin soaps” are generally “melt-and-pour” soaps. They are transparent because a sugar-alcohol compound is added (that tends to dry out the skin).

**Q: How long does each bar typically last?**

**A:** This is an impossible question to answer as it depends on many factors. But we can say that the soap lasts longer than most soaps because it is made with goat milk rather than water. Click here to read customer feedback. Also, read below to learn how to best care for your soap to extend its life.

**Q: How should I care for my soap?**

**A:** The key factor to maintaining your soap is air ventilation. If you let it sit in a pool of water it will get gooey. To avoid this, simply keep your soap in a dish that has holes or slots and keep it outside the stream of water, where moisture can collect. You can view our [wood soap dish here](#), but certainly any slotted soap dish will do the trick.

**Q: Are your soaps gluten-free?**

**A:** The 5 main ingredients in all of our soaps are: goat milk, palm oil, coconut oil, olive oil and soybean oil. The latter four are gluten-free. And from my research, it appears that milk is considered gluten free. But to be clear, our goats do eat a mix of fresh grass, alfalfa and organic goat feed (which contains oats, barley, wheat and corn). We

don't think that the barley & wheat that they eat would end up effecting the milk, but really can't be certain.

There are also a number of natural additives that we use in our different soap varieties:

- We use wheat germ oil in our Topanga Canyon (sage geranium) goat milk soap, which is NOT gluten free. So I would definitely NOT recommend this soap for those seeking a gluten-free lifestyle.
- We use ground oatmeal in our Lavender Oatmeal and Ojai Valley Retreat (lavender oatmeal) goat milk soaps and in our Clarifying facial soap. But according to the Celia Sprue Association (CSA), “conflicting studies exist on whether pure OATS are problematic for those diagnosed with celiac disease and dermatitis herpetiformis.” ([http://www.csaceliacs.org/gluten\\_grains.php](http://www.csaceliacs.org/gluten_grains.php)).
- We also use hemp seed in Patchouli Cedarwood goat milk soap and Oak Meadows Ranch (rosemary fennel) goat milk soap. From the CSA, we learned that there has been “no research on the dietary use of hemp for a celiac diet is on file in the CSA office. Should be gluten-free but sample of hemp flour tested ELISA 15 ppm gliadin in 2001” ([http://www.csaceliacs.org/gluten\\_grains.php](http://www.csaceliacs.org/gluten_grains.php)).

Other ingredients that we double-checked on, and that seem a-okay, are: cornmeal, sesame, shea butter, and soybean.

Please remember that we are not experts on gluten-free diets or lifestyles. You should definitely use your own research, caution and intuition. The good side is that we provide full ingredients list on all our individual product pages so that you will have full-disclosure when making your decision.



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~~\$48.00~~

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CART**



**GETTING CLEAN  
NEVER FELT SO  
DIRTY.**

In Season 1, Piper & Polly make soap together. Their soap company is called POPI ("poppy").

Chivas Skin Care has partnered with Lionsgate Entertainment to bring the fictional soap to life!



Vanilla & Verbena Soap  
\$12.00

Quantity:

ADD TO CART

Cucumber & Mint Soap  
\$12.00

Quantity:

ADD TO CART

Grapefruit & Basil Soap  
\$12.00

Quantity:

ADD TO CART

Lavender Sage Soap  
from \$6.00

Options:

Select Options

Quantity:

ADD TO CART

AS SEEN IN ...



## SEASON 1 // SOAP REFERENCES

### EPISODE 2. "TIT PUNCH"

In a flashback, Piper makes soap in

### Episode 3. "Lesbian Request Denied"

### Episode 5. "The Chickening"

Piper drops a prison phone call

Polly's kitchen. In prison, Piper creates lotion for Red's back pain.

Polly & Piper argue about how to run the soap business while Piper is in jail.

with Barney's to chase Red's mysterious chicken.

## THE REAL SOAPMAKERS



Real-life POPI soaps are also handmade by two best friends - a mother and her daughter. Donna (mother) started making soaps in her home kitchen with small, hand-poured batches. Lauren (daughter) helped grow her Mom's hobby into a successful business - Chivas Skin Care.

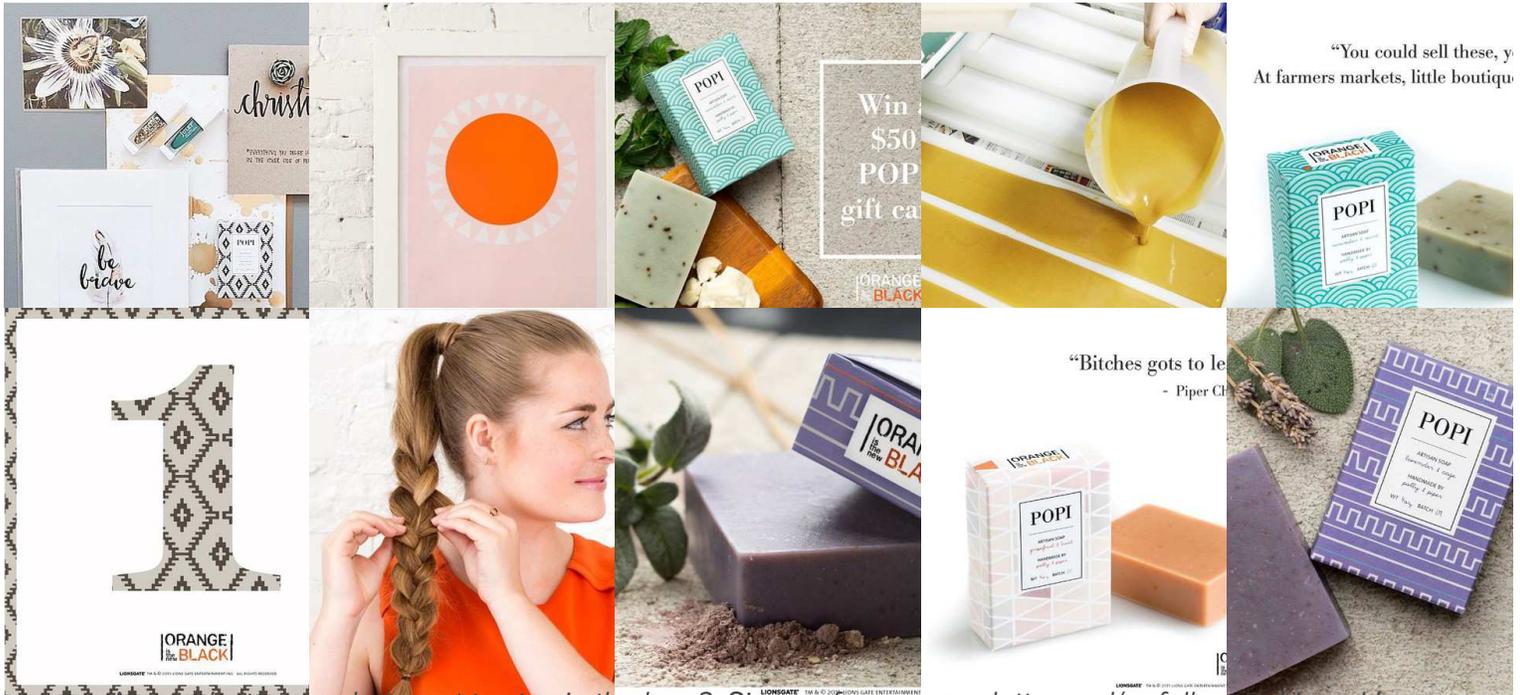
Like Polly and Piper, Donna and Lauren believe in the value of natural ingredients. They use essential oils, natural colorants and fair trade shea butter in every batch of soap. No chemical preservatives, parabens or pthalates.

Donna and Lauren's favorite natural ingredient is farm-fresh goat milk, sourced from their family farm just outside Los Angeles. Goat milk is moisturizing, nourishing & gentle for all skin types. Goat milk is used in every POPI bar of soap.

**MOST POPULAR  
CHIVAS SKIN CARE  
PRODUCTS >>>**



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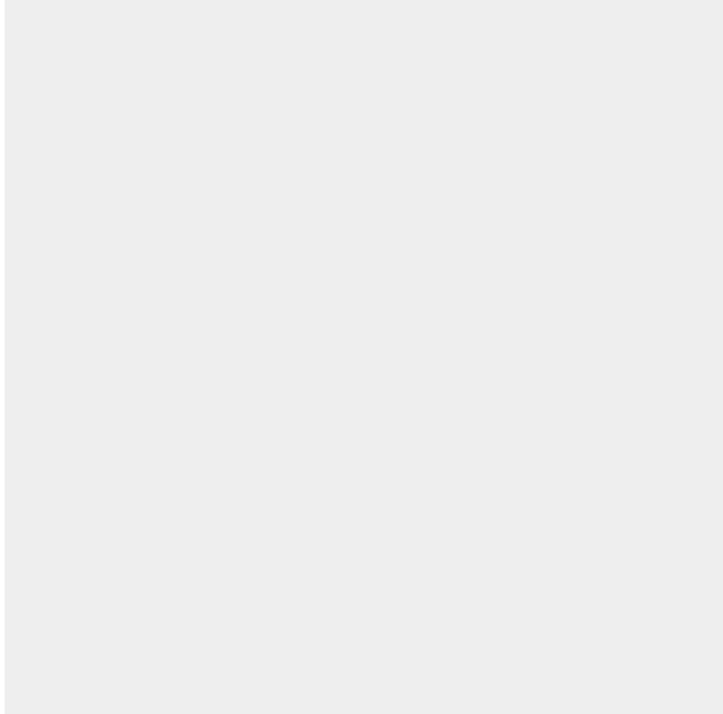
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## VANILLA & VERBENA SOAP

\$12.00

"We steep bourbon vanilla beans in rich, nutty hazelnut oil. Then swirl with unrefined, raw cocoa butter, deeply nourishing goat milk & aromatherapeutic peru balsam essential oil."

### Orange is the New Black (OITNB)

Chivas Skin Care has partnered with the Netflix hit-series, **OITNB**, to create POPI soap ... the soap that Piper started making in Polly's kitchen and later pitched to buyers via a collect call from prison! POPI (pronounced "poppy") is an amalgamation of the two best friends' names - Polly & Piper. We have worked hand-in-hand with the **OITNB** crew to develop scents and designs that perfectly reflect the vision of what POPI soap would have looked like.



Quantity:

ADD TO CART

Share

# | ORANGE | is the new BLACK

## INGREDIENTS

Palm oil, coconut oil, olive oil, soybean oil, goat milk, water, sodium hydroxide, hazelnut oil, fragrance, cocoa butter, shea butter, peru balsam essential oil, vanilla bean powder, rosemary extract.

Net Wt. 4.0 oz.

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## YOU MAY ALSO LIKE...



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Lavender Sage Soap

Cucumber & Mint Soap

Grapefruit & Basil Soap



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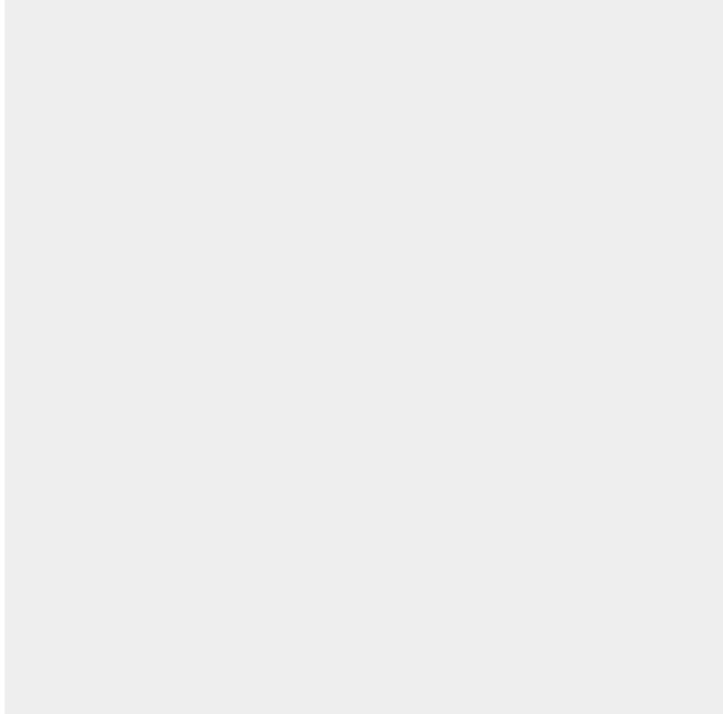
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## CUCUMBER & MINT SOAP

\$12.00

"We harvest peppermint leaves from Piper's Brooklyn balcony. Then sun-dry, hand-chop & mix with cooling peppermint essential oil, soothing aloe vera juice & antioxidant-rich cucumber."

### Orange is the New Black (OITNB)

Chivas Skin Care has partnered with the Netflix hit-series, **OITNB**, to create POPI soap ... the soap that Piper started making in Polly's kitchen and later pitched to buyers via a collect call from prison! POPI (pronounced "poppy") is an amalgamation of the two best friends' names - Polly & Piper. We have worked hand-in-hand with the **OITNB** crew to develop scents and designs that perfectly reflect the vision of what POPI soap would have looked like.



Quantity:

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## THE INGREDIENTS

Palm oil, coconut oil, olive oil, soybean oil, goat milk, sodium hydroxide, water, fragrance, pepper-mint essential oil, aloe vera gel, shea butter, cucumber powder, rosemary extract, peppermint leaves, indigo powder, blue ultramarine powder.

Net Wt. 4.0 oz.

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Grapefruit & Basil Soap

Lavender Sage Soap

Vanilla & Verbena Soap



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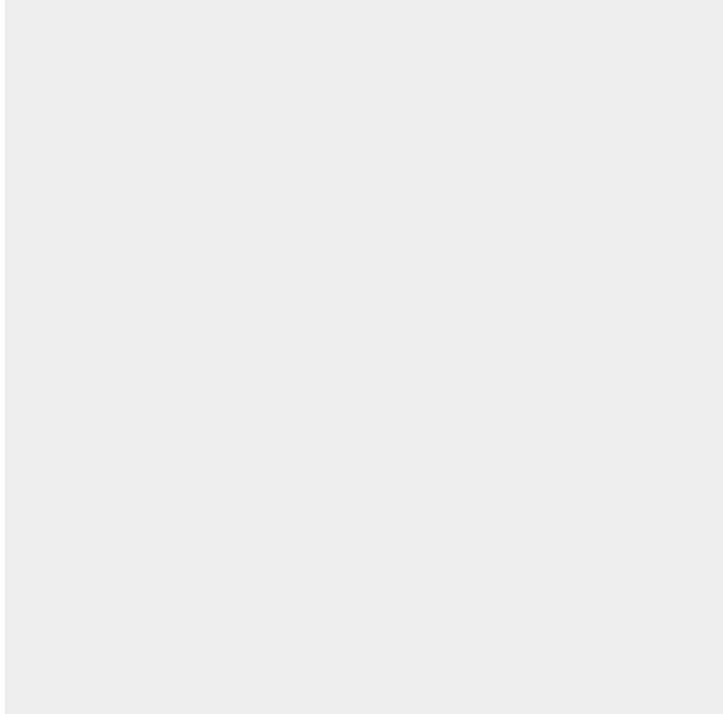
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## GRAPEFRUIT & BASIL SOAP

\$12.00

"Like our friendship, this blend proves that opposites attract. Bright, zesty grapefruit essential oil & gentle pink clay contrast with deep, earthy basil essential oil & exfoliating cornmeal."

### Orange is the New Black (OITNB)

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# ORANGE is the new BLACK

## THE INGREDIENTS

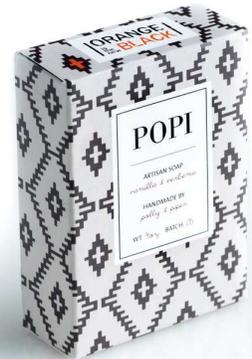
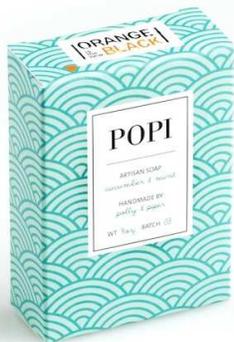
Palm oil, coconut oil, olive oil, soybean oil, goat milk, water, sodium hydroxide, shea butter, fragrance, grapefruit essential oil, basil essential oil, fennel essential oil, pink kaolin clay, cornmeal, grapefruit peel powder, rosemary extract.

Net Wt. 4.0 oz.

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## MORE POPI SOAP SCENTS...



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Cucumber & Mint Soap

Lavender Sage Soap

Vanilla & Verbena Soap



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## LAVENDER SAGE SOAP

from \$6.00

**POPI.** POPI is based on Piper's soap company in "Orange is the New Black." Even the packaging remains in character: "We are two best friends, Polly & Piper, who are passionate about crafting soaps with fun, good-for-you ingredients."

**This Soap.** "Purple Brazilian clay lends a deep, all-natural color & naturally detoxifies. We stir it with exfoliating oatmeal, calming lavender & purifying sage for a tranquil spa-in-a-box."

Options:

Select Options

Quantity:

1

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## INGREDIENTS & OPTIONS



Palm oil, coconut oil, olive oil, soybean oil, goat milk, water, sodium hydroxide, shea butter, fragrance, purple brazilian clay, lavender essential oil, sage essential oil, ground oatmeal, rosemary extract.

**Odds & Ends:** appx. 6 oz. of mixed shapes in bag.

**Individual Box:** 4 oz. bar.

**Set of 4:** 4 oz. per bar, no boxes.

## ORANGE IS THE NEW BLACK



'Orange is the New Black' follows the travails of Piper Chapman in a NY women's penitentiary, with flashbacks to her former life as a soapmaker.

Piper's artisan soap company is called POPI ('poppy'). In Season 1, we see her & her best friend, Polly, making soap together, but we never see the finished product... until now!

Thanks to a partnership between Lionsgate Entertainment & Chivas Skin Care, POPI soap has come to life!

## SAVE WHEN YOU BUY ALL 4



POPI Soap 4-Pack  
\$36.00 ~~\$48.00~~

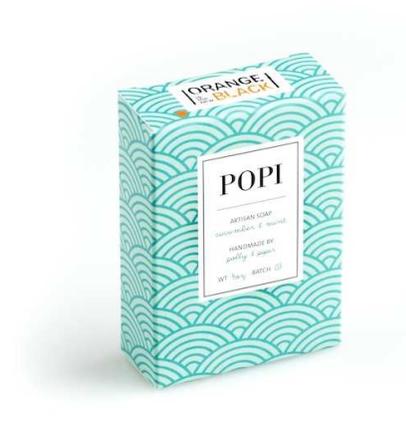
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## MORE SCRIPT-INSPIRED SOAPS SCENTS



Vanilla & Verbena Soap



Cucumber & Mint Soap



Grapefruit & Basil Soap



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## POPI SOAP 4-PACK

**SALE**

\$36.00 ~~\$48.00~~

This collection includes:

- Cucumber Mint
- Grapefruit Basil
- Lavender Sage
- Vanilla Verbena

### Orange is the New Black (OITNB)

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Quantity:



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MOST POPULAR CHIVAS PRODUCTS



Ojai Valley Retreat Goat Milk Soap | Calming Lavender Oatmeal



Nourishing Goat Milk Facial Cream: for normal to dry skin



Boutique Soap 6-Pack



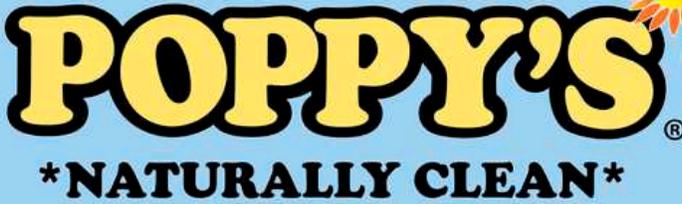
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**POPPY'S**  
\*NATURALLY CLEAN\*

Poppy's Naturally Clean products are 'certified' 100% chemical-free and biodegradable. They are free of artificial dyes and fragrances. Completely safe for you, your children, your pets, sensitive immune systems, and the environment.

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## OUR CERTIFICATION:

Poppy's Naturally Clean made the decision to seek out a third party verification company to evaluate all the ingredients in our products, because we feel that it is important for us to stand by the claim that all of our products are "certified" non toxic, chemical-free, biodegradable, compostable, and safe for grey water use.

Sadly, there are no laws at this time as per label content for cleaning products. Therefore, many companies will put on their labels key words such as: *Green, Eco-friendly, Natural, Organic, Biodegradable, Compostable, etc...* yet these products are far from these claims!

Our suggestion is to read the ingredients listed on the labels:

\*\*If Sodium Lauryl Sulfate is the 2nd or 3rd ingredient on the list, then there is too high of a percentage of this chemical in it and it can become harmful to those with skin sensitivities, as it is a



NATURAL  
verifiers®

known skin irritant.

\*\*If you see the words "fragrance" or "parfum" then there could be up to 2000 different chemicals in the product. Essential Oils are best to use for scent.

\*\*If you notice long words that are hard to pronounce, especially at the end of the ingredient list, these are most likely chemical preservatives.

\*\*Just because some of the "bigger" more well know companies, that have been around for decades, have been marketed as being "natural" products, DO NOT believe it! Again, read the ingredients.

\*\*Avoid any products that are tested on animals! This is cruel and unnessasary.

We chose to use the third party verification company Natural Verifiers. More information about this company can be found at:

<http://naturalverifiers.com/>





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## OUR MISSION:

All natural, non-toxic, biodegradable, compostable, recycled, organic, eco friendly, and “green” are all words that are being used more and more everyday to describe products that we use on a daily basis. Our mission, at Poppy's Naturally Clean, is to provide you with products that fall under these categories. It is important for us to offer products that not only work well and are good for the environment, but are also affordable! In our quest to expand this concept, for your benefit, we will continue to research and test out new products to add to [poppysnaturallyclean.com](http://poppysnaturallyclean.com).

Poppy's Naturally Clean products are non-toxic and biodegradable. They are not harmful to you, your children, your pets, the environment, or the earth. They are free of chemicals, additives, fragrances, and stabilizers. Our bottles can be recycled and we hope that you will follow through with this by recycling them. Now is the time for change. We all need to work together to make the changes that will brighten the future. We have the knowledge; we can make the right choices. Please join our mission to reduce the amount of toxins that are poisoning the world. Even the smallest efforts



can make a big difference!

All Poppy's Naturally Clean products are manufactured and packaged locally in Los Angeles, California. **100% MADE IN THE USA.**

**POPPY'S** Registered trademark issued 2014.

Our products are certified chemical-free and biodegradable by Natural Verifiers. For more information on this independent third party verification, please visit them at: [www.naturalverifiers.com](http://www.naturalverifiers.com).



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