

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Second Lien Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		11/04/2009	CORPORATION:

RECEIVING PARTY DATA

Name:	BSB Acquisition Co., Inc.
Street Address:	115 W. Century Rd.
Internal Address:	Suite 260
City:	Paramus
State/Country:	NEW JERSEY
Postal Code:	07652
Entity Type:	CORPORATION: DELAWARE

Name:	Boulder Specialty Brands, Inc.
Street Address:	115 W. Century Rd.
Internal Address:	Suite 260
City:	Paramus
State/Country:	NEW JERSEY
Postal Code:	07652
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 55

Property Type	Number	Word Mark
Registration Number:	23770	H-O
Registration Number:	44779	NUCOA
Registration Number:	59917	H-O
Registration Number:	217379	CREAM
Registration Number:	309722	NUCOA
Registration Number:	436002	H-O

900146946

**TRADEMARK
 REEL: 004090 FRAME: 0983**

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Registration Number:	531766	FANNING'S
Registration Number:	808170	SPIN BLEND
Registration Number:	1275379	MRS. FANNING'S
Registration Number:	1247220	TASTE THIS GOOD HAPPENS ONCE IN A PICKLE
Registration Number:	1296665	H-O
Registration Number:	1496034	H-O
Registration Number:	1532238	HEARTBEAT
Registration Number:	1550337	HEART BEAT
Registration Number:	1662599	HEART BEAT
Registration Number:	1668672	HEART BEAT
Registration Number:	1754419	SMART BEAT
Registration Number:	1933384	SMART SLICES
Registration Number:	1810146	SMART MAYO
Registration Number:	1836307	SMART SPREAD
Registration Number:	1874017	THE ORIGINAL BREAD 'N BUTTER PICKLES
Registration Number:	2084664	SMART SQUEEZE
Registration Number:	1750812	DEDICATED TO HEART HEALTH
Registration Number:	2175327	SMARTER THAN BUTTER!
Registration Number:	2045728	SMART SLICES
Registration Number:	2290357	POWER OATS
Registration Number:	2276285	SMART BALANCE
Registration Number:	2182820	SMART OIL
Registration Number:	2302961	SMART COW
Registration Number:	2200663	SMART BALANCE
Registration Number:	2237867	EARTH BALANCE
Registration Number:	2678729	SOY GARDEN
Registration Number:	2586911	BALANCING YOUR FATS
Registration Number:	2952127	SMART BALANCE
Registration Number:	2727374	MOVIE PALACE
Registration Number:	3151478	OMEGA BALANCE
Registration Number:	3151479	OCEAN BALANCE
Registration Number:	2958216	SMART BALANCE OMEGA
Registration Number:	2862957	OMEGA 3 FROM THE SEA
Registration Number:	2943251	PATENTED BLEND TO HELP BALANCE CHOLESTEROL
Registration Number:	2941879	BUTTERY BURST

TRADEMARK

REEL: 004090 FRAME: 0984

Registration Number:	3040858	CANOLA BALANCE
Registration Number:	3123451	NO-BURN
Registration Number:	3138972	ENJOY TO YOUR HEART'S CONTENT
Serial Number:	77154180	SMART TOMATO
Serial Number:	78323269	HDL SMART!
Serial Number:	78335601	CHOLESTEROL BALANCE
Serial Number:	78417462	BUTTER BALANCE
Serial Number:	78653747	ONE TASTY DOLLOP PACKS AN OMEGA-3 WALLOP
Serial Number:	78717567	OMEGA BUTTER BALANCE
Serial Number:	78934143	HEARTSTAKES
Serial Number:	78860185	SMART BALANCE OMEGA
Serial Number:	78888005	AGRAGRANDE
Serial Number:	78900440	SMART BALANCE OMEGA
Serial Number:	78922587	YOU CAN ALMOST TASTE IOWA IN EVERY BITE

CORRESPONDENCE DATA

Fax Number: (414)278-3763
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
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ATTORNEY DOCKET NUMBER:	33616.96404
NAME OF SUBMITTER:	Patrick M. Bergin
Signature:	/Patrick M. Bergin/
Date:	11/04/2009

Total Attachments: 8
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RELEASE OF SECOND LIEN INTELLECTUAL PROPERTY SECURITY INTEREST

This RELEASE OF SECOND LIEN INTELLECTUAL PROPERTY SECURITY INTEREST (the "Second Lien IP Security Release") is made this 4th day of November, 2009, by BANK OF AMERICA, N.A. ("Bank of America"), in its capacity as collateral agent (the "Collateral Agent") for the Secured Parties (as defined in the Credit Agreement referred to below), in favor of the Grantors (as defined in the Second Lien IP Security Agreement referred to below).

WHEREAS, BSB Acquisition Co., Inc., a Delaware corporation, entered into that certain Credit Agreement dated as of May 21, 2007 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), with Boulder Specialty Brands, Inc., a Delaware corporation, Bank of America, N.A. as Collateral Agent and as Administrative Agent, and the Lender Parties thereto. Terms defined in the Credit Agreement and not otherwise defined herein are used herein as defined in the Credit Agreement.

WHEREAS, as a condition precedent to the making of Loans, each Grantor has executed and delivered that certain Second Lien Security Agreement dated May 21, 2007 made by the Grantors to the Collateral Agent (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Security Agreement").

WHEREAS, under the terms of the Security Agreement, the Grantors granted to the Collateral Agent, for the ratable benefit of the Secured Parties, a security interest in, among other property, certain intellectual property of the Grantors, and agreed as a condition thereof to execute the Second Lien IP Security Agreement for recording with the U.S. Patent and Trademark Office, the United States Copyright Office and other governmental authorities.

WHEREAS, the Second Lien IP Security Agreement was recorded with the Patent Division of the United States Patent and Trademark Office on November 1, 2007 at Reel/Frame 020056/000026;

WHEREAS, the Second Lien IP Security Agreement was recorded with the Trademark Division of the United States Patent and Trademark Office on November 1, 2007 at Reel/Frame 003652/0891;

WHEREAS, the Collateral Agent now desires to release its security interest in and to the Grantors' right, title and interest in and to the Collateral (as defined in the Second Lien IP Security Agreement).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent and the Grantors hereby agree as follows:

SECTION 1. Release of Security Interest. The Collateral Agent hereby terminates and releases in its entirety its security interest in and to each of Grantor's right, title and interest in and to the Collateral, including, without limitation, the Collateral set forth on Schedule A and B. hereto.

SECTION 2. Recordation. The Collateral Agent authorizes and requests that the Commissioner for Patents and the Commissioner for Patents and Trademarks and any other applicable government officer records this Second Lien IP Security Release.

SECTION 3. Execution in Counterparts. This Second Lien IP Security Release may be executed in any number of counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute on and the same agreement.

SECTION 4. Governing Law. This Second Lien IP Security Release shall be governed by, and construed in accordance with, the laws of the State of New York.

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IN WITNESS WHEREOF, the Collateral Agent has caused this Release of Second Lien Intellectual Property Security Interest to be executed and delivered by its duly authorized officer as of the date first set forth above.

BANK OF AMERICA, N.A., as Collateral Agent

By Liliana Claar
Name: Liliana Claar
Title: Vice President

SCHEDULE A

Patents

<u>Grantor</u>	<u>Patent Titles</u>	<u>Country</u>	<u>Patent No.</u>	<u>Application No.</u>	<u>Filing Date</u>	<u>Issue Date</u>
Bonower	Process for the continuous production of high-internal-phase-ratio emulsions	US	5,147,134	07/724,699	July 2, 1991	September 15, 1992
	Method of oil well corrosion inhibition via emulsions and emulsions therefore	US	5,027,901	07/403,635	September 6, 1989	July 2, 1991
	Method of oil well corrosion inhibition via emulsions and emulsions therefore	CA	2,019,516		June 21, 1990	
	Oxidative stabilization of omega-3 fatty acids in low linoleic acid-containing peanut butter	US		10/834,518	4/29/2004	
	Oxidative stabilization of omega-3 fatty acids in low linoleic acid-containing peanut butter	WO		PCT/US2005/14563	4/27/2005	
	Oxidative stabilization of omega-3 fatty acids in low linoleic acid-containing peanut butter	AU			4/27/2005	
	Oxidative stabilization of omega-3 fatty acids in low linoleic acid-containing peanut butter	CA		2,563,791	4/27/2005	
	Oxidative stabilization of omega-3 fatty acids in low linoleic acid-containing peanut butter	EP			4/27/2005	

SCHEDULE B

Trademarks

<u>Grantor</u>	<u>Domain Name/Mark</u>	<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>Application No.</u>	<u>Filing Date</u>	<u>Issue Date</u>
Borrower	Mark	US	YOU CAN ALMOST TASTE IOWA IN EVERY BITE		78/922,587	July 5, 2006	
	Mark	US	SMART BALANCE OMEGA		78/900,440	June 5, 2006	
	Mark	US	AGRAGRANDE		78/888,005	May 19, 2006	
	Mark	US	SMART BALANCE OMEGA		78/860,185	April 12, 2006	
	Mark	US	ENJOY TO YOUR HEART'S CONTENT	3,138,972	78/725,465	October 3, 2005	September 6, 2006
	Mark	US	HEARTSTAKES		78/934,143	July 20, 2006	
	Mark	US	OMEGA BUTTER BALANCE		78/717,567	September 21, 2005	
	Mark	US	NO-BURN	3,123,451	78/688,892	August 9, 2005	August 1, 2006
	Mark	US	ONE TASTY DOLLOP PACKS AND OMEGA-3 WALLOP		78/653,747	June 19, 2005	
	Mark	US	CANOLA BALANCE	3,040,858	78/501,422	October 18, 2004	January 10, 2006
	Mark	US	BUTTER BALANCE		78/417,462	May 12, 2004	
	Mark	US	BUTTERY BURST	2,941,879	78/366,180	February 11, 2004	April 19, 2005
	Mark	US	PATENTED BLEND TO HELP BALANCE CHOLESTEROL	2,943,251	78/335,775	December 3, 2003	April 19, 2005
	Mark	US	CHOLESTEROL BALANCE		78/335,601	December 3, 2003	
	Mark	US	HDL SMART!		78/323,269	November 5, 2003	
	Mark	US	OMEGA 3 FROM THE SEA	2,862,957	78/315,678	October 20, 2003	July 13, 2004
	Mark	US	SMART BALANCE OMEGA	2,958,216	78/272,133	July 9, 2003	May 31, 2005
	Mark	US	OCEAN BALANCE	3,151,479	78/178,597	October 25, 2002	October 3, 2006
	Mark	US	OMEGA BALANCE	3,151,478	78/178,596	October 25, 2003	October 3, 2006

Mark	US	MOVIE PALACE	2,727,374	78/165,053	September 17, 2002	June 17, 2003
Mark	US	SMART TOMATO		78/154,180	April 11, 2007	
Mark	US	SMART BALANCE	2,952,127	76/252,358	May 4, 2001	May 17, 2005
Mark	US	BALANCING YOUR FATS	2,586,911	76/234,644	April 3, 2001	June 25, 2002
Mark	US	SOY GARDEN	2,678,729	76/112,120	August 18, 2000	January 21, 2003
Mark	US	EARTH BALANCE	2,237,867	75/978,107	Jun 26, 1996	April 6, 1999
Mark	US	SMART BALANCE	2,200,663	75/977,525	July 1, 1996	October 27, 1998
Mark	US	SMART COW	2,302,961	78/567,856	October 8, 1998	December 21, 1999
Mark	US	SMART OIL	2,182,820	75/179,824	October 8, 1996	August 18, 1998
Mark	US	SMART BALANCE	2,276,285	75/127,811	July 1, 1996	September 7, 1999
Mark	US	POWER OATS	2,290,357	75/110,329	May 28, 1996	November 2, 1999
Mark	US	SMART SLICES	2,045,728	75/047,855	January 24, 1996	March 18, 1997
Mark	US	SMARTER THAN BUTTER!	2,175,327	75/026,237	November 30, 1995	July 21, 1998
Mark	US	DEDICATED TO HEART HEALTH	1,750,812	74/800,892	May 2, 1990	February 2, 1993
Mark	US	SMART SQUEEZE	2,084,664	74/727,963	September 12, 1995	July 29, 1997
Mark	US	THE ORIGINAL BREAD AND BUTTER PICKLES	1,874,017	74/399,101	June 4, 1993	January 17, 1995
Mark	US	SMART SPREAD	1,836,307	74/223,620	November 15, 1991	May 10, 1994
Mark	US	SMART MAYO	1,810,146	74/222,639	November 15, 1991	December 7, 1993
Mark	US	SMART SLICES	1,933,384	74/222,616	November 15, 1991	November 7, 1995
Mark	US	SMART BEAT	1,754,419	74/173,035	June 4, 1991	February 23, 1993
Mark	US	HEARTBEAT	1,668,672	74/147,728	March 14, 1991	December 17, 1991
Mark	US	HEARTBEAT (and design)	1,662,599	73/780,084	February 10, 1989	October 29, 1991
Mark	US	HEART BEAT	1,550,337	73/756,391	October 7, 1998	August 1, 1989
Mark	US	HEARTBEAT	1,532,238	73/711,034	February 16, 1988	March 28, 1989
Mark	US	H-O	1,496,034	73/680,555	August 24, 1987	July 12, 1988
Mark	US	H-O (and design)	1,296,665	73/440,020	August 18, 1983	September 18, 1984

	Mark	US	TASTE THIS GOOD HAPPENS ONCE IN A PICKLE	1,247,220	73/345,918	January 18, 1982	August 2, 1983
	Mark	US	MRS. FANNING'S	1,275,379	73/340,979	December 10, 1981	April 24, 1984
	Mark	US	SPIN BLEND	808,170	72/210,653	January 26, 1965	May 10, 1966
	Mark	US	FANNING'S	531,766	71/579,528	May 26, 1949	October 10, 1950
	Mark	US	H-O	436,002	71/512,369	November 12, 1946	January 20, 1948
	Mark	US	NUCOA (stylized)	309,722	71/339,383	June 30, 1933	January 30, 1934
	Mark	US	CREAM	217,379	71/226,056	January 18, 1926	August 31, 1926
	Mark	US	H-O (stylized)	59,917	71/019,623	May 17, 1906	January 22, 1907
	Mark	US	NUCOA	44,779	71/000,706	April 7, 1905	July 25, 1905
	Mark	US	H-O	23,770	70/023,770	August 18, 1893	October 31, 1893
	Mark	Australia	EARTH BALANCE	1108589		April 11, 2006	December 7, 2006
	Mark	Australia	HEALTHY BALANCE	1108588		April 11, 2006	
	Mark	Canada	NUCOA	N.S.144/3 683			September 22, 1979
	Mark	Canada	SMART BALANCE	TMA 670634	1,185,460	July 23, 2003	August 21, 2006
	Mark	Canada	EARTH BLANCE	TMA 658,646	1,185,459	July 23, 2003	February 9, 2006
	Mark	European Communit y	SMART BALANCE	3902079	3902079	June 25, 2004	August 24, 2006
	Mark	Japan	HEALTHY BALANCE		2006-33298	April 12, 2006	
	Mark	Japan	EARTH BALANCE		2006-33297	April 12, 2006	
	Mark	Malaysia	SMART BALANCE		2003/04567	April 18, 2003	
	Mark	Malaysia	EARTH BALANCE		2003/04566	April 18, 2003	
	Mark	Singapore	SMART BALANCE	T03/0588 3G	T03/05883G	April 24, 2003	September 1, 2003
	Mark	Singapore	EARTH BALANCE	T03/0588 21	T03/058821	April 24, 2003	April 24, 2003
	Mark	United Arab Emirates	SMART BALANCE	56099	66471	January 12, 2005	November 27, 2005

SCHEDULE C

Copyrights

None.