

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
HSBC Mezzanine Partners USA, L.P.		11/14/2012	LIMITED PARTNERSHIP: DELAWARE

RECEIVING PARTY DATA

Name:	Balance Bar Company
Street Address:	115 E. Stevens Avenue
Internal Address:	Suite 202
City:	Valhalla
State/Country:	NEW YORK
Postal Code:	10595
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Registration Number:	3694017	B KIDS
Registration Number:	2745850	BALANCE
Registration Number:	3937988	BALANCE
Serial Number:	85099094	BALANCE
Registration Number:	2652365	BALANCE+
Registration Number:	3036771	BALANCE BAR
Registration Number:	2659753	BALANCE BAR
Serial Number:	85099118	BALANCE BAR
Registration Number:	4062171	BALANCE BAR
Registration Number:	2999244	BALANCE BAR GOLD
Registration Number:	3004988	BALANCE BAR. GRAB LIFE.
Registration Number:	3436917	BALANCE BARE
Registration Number:	2636101	BALANCE GOLD

CH \$515.00 3694017

Registration Number:	2868192	BALANCE OUTDOOR
Registration Number:	3760265	BALANCE PURE
Registration Number:	2939897	CARBWELL
Registration Number:	3035144	GRAB LIFE
Registration Number:	2998506	NEVER BE OUT OF BALANCE
Serial Number:	85157087	WITHIN
Serial Number:	85157093	WITHIN

**CORRESPONDENCE DATA**

Fax Number: 6123408856  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 612-492-6842  
Email: cadwell.jeffrey@dorsey.com  
Correspondent Name: Jeffrey R. Cadwell  
Address Line 1: Dorsey & Whitney LLP  
Address Line 2: 50 South Sixth Street, Suite 1500  
Address Line 4: Minneapolis, MINNESOTA 55402-1498

ATTORNEY DOCKET NUMBER:	M218561
NAME OF SUBMITTER:	Jeffrey R. Cadwell
Signature:	/Jeffrey R. Cadwell/
Date:	11/16/2012

**Total Attachments: 3**  
source=Trademark release (exec Nov 2012)-v1 (4)#page1.tif  
source=Trademark release (exec Nov 2012)-v1 (4)#page2.tif  
source=Trademark release (exec Nov 2012)-v1 (4)#page3.tif

DISCHARGE OF RECORDED SECURITY INTEREST

WHEREAS, by an Intellectual Property Security Agreement (the "Security Agreement") dated November 15, 2010 (the "Security Agreement"), Balance Bar Company ("Balance Bar") granted a security interest in the United States trademarks listed in Exhibit A attached hereto and certain other collateral (the "Collateral") to HSBC Mezzanine Partners USA, L.P., as Administrative Agent and Collateral Agent for certain Secured Parties (hereinafter referred to as the "Agent"), in order to secure repayment of certain amounts owing to such Secured Parties (the "Indebtedness").

AND WHEREAS the Security Agreement was recorded in the records of the United States Patent and Trademark Office (herein referred to as the "U.S. Trademark Office") on December 10, 2010, and such recordation is located on Reel 4414 at Frame 0199 of the U.S. Trademark Office.

NOW THEREFORE, to all who it may concern be it known that for and in consideration of the payment to the Agent of the full amount of the Indebtedness, the Agent hereby (a) releases and discharges all the security interests granted by the Security Agreement, being the security interests granted in respect of the Collateral and (b) acknowledges, confirms and agrees that the Security Agreement is discharged, released and terminated and of no further force or effect.

[The remainder of this page is intentionally left blank]

Executed at 4 pm this 14<sup>th</sup> day of November, 2012.

HSBC MEZZANINE PARTNERS USA, L.P., as Administrative Agent and Collateral Agent for the Note Purchasers (as defined in the Security Agreement)

- By: HSBC Mezzanine Investors USA, L.P., its General Partner
- By: HSBC Mezzanine GP, LLC, its General Partner
- By: HSBC CAPITAL (USA) INC., its Managing Partner
- By: Graycliff Partners LP, as Attorney-in-Fact for HSBC Capital USA Inc.

By: 

(Authorized signatory)

WILL HENDERSON, PRINCIPAL

(Print name and title)

**EXHIBIT A**  
**TRADEMARKS**

<b><u>Mark</u></b>	<b><u>Registration No.</u></b>	<b><u>Registration Date</u></b>	<b><u>Filing Date</u></b>
B Kids	3,694,017	Oct. 6, 2009	Nov. 10, 2008
Balance	2,745,850	Aug. 5, 2003	Jan. 16, 2001
Balance	3,937,988	March 29, 2011	Aug. 3, 2010
Balance	<i>(app s/n 85/099094)</i>		Aug. 3, 2010
Balance +	2,652,365	Nov. 19, 2002	Oct. 24, 1997
Balance Bar	3,036,771	Dec. 27, 2005	May 10, 2004
Balance Bar	2,659,753	Dec. 10, 2002	July 8, 1997
Balance Bar	<i>(app s/n 85/099118)</i>		Aug. 3, 2010
Balance Bar	4,062,171	Nov. 29, 2011	Aug. 3, 2010
Balance Bar Gold	2,999,244	Sep. 20, 2005	Apr. 27, 2004
Balance Bar, Grab Life	3,004,988	Oct. 4, 2005	Oct. 8, 2003
Balance Bare	3,436,917	May 27, 2008	Nov. 30, 2006
Balance Gold	2,636,101	Oct. 15, 2002	Nov. 20, 1999
Balance Outdoor	2,868,192	Aug. 3, 2004	May 14, 1999
Balance Pure	3,760,265	Mar. 16, 2010	May 12, 2009
Carbwell	2,939,897	Apr. 12, 2005	Dec. 24, 2003
Grab Life	3,035,144	Dec. 27, 2005	Oct. 13, 2004
Never Be Out of Balance	2,998,506	Sep. 20, 2005	Feb. 9, 1999
Within	<i>(app s/n 85/157087)</i>		Oct. 20, 2010
Within	<i>(app s/n 85/157093)</i>		Oct. 20, 2010

\* \* \* \* \*