

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2012

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
SB Glutino, L.P.		12/18/2012	LIMITED PARTNERSHIP: DELAWARE

RECEIVING PARTY DATA

Name:	GFA Brands, Inc.
Street Address:	115 West Century Road
Internal Address:	Suite 260
City:	Paramus
State/Country:	NEW JERSEY
Postal Code:	07652
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	3989209	GLUTINO
Serial Number:	85677722	WE ARE WHAT YOU EAT
Serial Number:	85725231	GLUTINO
Serial Number:	85736278	GLUTINO
Serial Number:	85739719	WE ARE WHAT YOU EAT

CORRESPONDENCE DATA

Fax Number: 4149788675
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 414 277 5675
 Email: marta.levine@quarles.com
 Correspondent Name: Marta S. Levine

CH \$140.00 3989209

Address Line 1: Quarles & Brady LLP
Address Line 2: 411 East Wisconsin Avenue
Address Line 4: Milwaukee, WISCONSIN 53202

ATTORNEY DOCKET NUMBER: 139986.00002

NAME OF SUBMITTER: Marta S. Levine

Signature: /MartaLevine/

Date: 01/08/2013

Total Attachments: 4

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER OF "GFA BRANDS, INC.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF DECEMBER, A.D. 2012, AT 7:58 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2012, AT 11:59 O'CLOCK P.M.

3761547 8100

130020504

You may verify this certificate online
at corp.delaware.gov/authvar.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0125698

DATE: 01-07-13

TRADEMARK
REEL: 004938 FRAME: 0604

CERTIFICATE OF MERGER
OF
SB GLUTINO, L.P.
WITH AND INTO
GFA BRANDS, INC.

Pursuant to Section 263 of the Delaware General Corporation Law
and Section 17-211 of the Delaware Revised Uniform Limited Partnership Act

The undersigned, a corporation organized and existing under and by virtue of the Delaware General Corporation Law (the "DGCL"), hereby certifies, as of December 18, 2012, as follows:

FIRST: The name and jurisdiction of domicile, formation or organization of each of the constituent entities in the merger is as follows:

<u>Name</u>	<u>Jurisdiction of Domicile, Formation or Organization</u>
GFA Brands, Inc.	Delaware
SB Glutino, L.P.	Delaware

SECOND: The Agreement and Plan of Merger dated December 18, 2012 (the "Merger Agreement"), between GFA Brands, Inc., a Delaware corporation ("GFA"), and SB Glutino, a Delaware limited partnership ("SB Glutino"), has been approved, adopted, certified, executed and acknowledged by GFA and by SB Glutino in accordance with the requirements of Section 263 of the DGCL and Section 17-211 of the Delaware Revised Uniform Limited Partnership Act.

THIRD: The name of the surviving corporation of the merger is "GFA Brands, Inc."

FOURTH: The Certificate of Incorporation of GFA in effect immediately prior to the Effective Time (defined below) shall be the certificate of incorporation of the surviving corporation until duly amended in accordance with the terms thereof and the DGCL.

FIFTH: The executed Merger Agreement is on file at the office of the surviving corporation, the address of which is 115 West Century Road, Suite 260, Paramus, NJ 07652.

SIXTH: A copy of the Merger Agreement will be furnished by the surviving corporation on request and without cost to any stockholder of GFA and to any general or limited partner of SB Glutino.

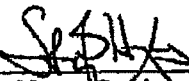
SEVENTH: This Certificate of Merger shall become effective as of 11:59 p.m. Eastern Standard Time on December 31, 2012 (the "Effective Time").

[Signature Page Follows]


IN WITNESS WHEREOF, the undersigned have executed this Certificate of Merger as of the date first above written.

SB GLUTINO, L.P.

By: SMART BALANCE, INC.
its general partner

By: 
Name: Stephen B. Hughes
Title: Chief Executive Officer and
Chairman

GFA BRANDS, INC.
the surviving corporation

By: 
Name: Stephen B. Hughes
Title: Chief Executive Officer and
President

[Signature Page to Certificate of Merger - GFA and SB Glutino]