

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
Bank of Montreal, as Administrative Agent		07/09/2013	Canadian Chartered Bank: CANADA

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: 41

Property Type	Number	Word Mark
Registration Number:	3881694	GREAT TASTE & GOOD HEALTH. . . TOGETHER A
Registration Number:	3878157	SMART BALANCE
Registration Number:	3871585	HEARTRIGHT
Registration Number:	3868803	SMART BALANCE OMEGA
Registration Number:	3865917	SMART BALANCE
Registration Number:	3747526	SMART BALANCE
Registration Number:	3708400	EARTH BALANCE
Registration Number:	3649833	SMART BALANCE
Registration Number:	3648468	EARTH BALANCE
Registration Number:	3138972	ENJOY TO YOUR HEART'S CONTENT
Registration Number:	3123451	NO-BURN
Registration Number:	2941879	BUTTERY BURST
Registration Number:	2958216	SMART BALANCE OMEGA

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Registration Number:	3151479	OCEAN BALANCE
Registration Number:	3151478	OMEGA BALANCE
Registration Number:	2952127	SMART BALANCE
Registration Number:	2678729	SOY GARDEN
Registration Number:	2237867	EARTH BALANCE
Registration Number:	2200663	SMART BALANCE
Registration Number:	2302961	SMART COW
Registration Number:	2182820	SMART OIL
Registration Number:	2276285	SMART BALANCE
Registration Number:	2045728	SMART SLICES
Registration Number:	2175327	SMARTER THAN BUTTER!
Registration Number:	1750812	DEDICATED TO HEART HEALTH
Registration Number:	2084664	SMART SQUEEZE
Registration Number:	1836307	SMART SPREAD
Registration Number:	1810146	SMART MAYO
Registration Number:	1933384	SMART SLICES
Registration Number:	1754419	SMART BEAT
Registration Number:	309722	NUCOA
Registration Number:	44779	NUCOA
Registration Number:	3455597	BESTLIFE
Registration Number:	3455598	BESTLIFE
Registration Number:	3958463	SMART BALANCE
Registration Number:	4029021	EARTH BALANCE
Registration Number:	3967828	EARTH BALANCE
Registration Number:	4029650	EARTH BALANCE
Registration Number:	4064806	MINDFULMAYO
Registration Number:	4112473	EARTH BALANCE
Registration Number:	4128992	HEARTRIGHT

CORRESPONDENCE DATA

Fax Number: 2128594000

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

Phone: 212-859-8000

Email: teas@ffhsj.com,henry.lebowitz@friedfrank.com

Correspondent Name: Henry Lebowitz

Address Line 1: One New York Plaza

TRADEMARK
REEL: 005065 FRAME: 0915

Address Line 2: Fried Frank LLP
Address Line 4: New York, NEW YORK 10004

ATTORNEY DOCKET NUMBER:	32639-8 LEBOWITZ
NAME OF SUBMITTER:	Henry Lebowtiz
Signature:	/HCL/
Date:	07/09/2013

Total Attachments: 5
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**RELEASE OF SECURITY INTEREST
IN TRADEMARK COLLATERAL**

This **RELEASE OF SECURITY INTEREST IN TRADEMARK COLLATERAL** (this "Release") is made as of July 9, 2013, by Bank of Montreal, a Canadian chartered bank, acting through its Chicago branch, in its capacity as administrative agent for the Secured Creditors (in such capacity, the "Administrative Agent"), in favor of GFA Brands, Inc., a Delaware corporation, (the "Debtor"). Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed thereto in the Trademark Collateral Agreement (as defined below), or if not defined therein, in the Security Agreement (as defined below).

WITNESSETH:

WHEREAS, the Debtor is a party to that certain Credit Agreement, dated as of July 2, 2012, by and among the Debtor, certain Affiliates of the Debtor, and the Administrative Agent, (as amended, modified or restated from time to time, the "Credit Agreement"), pursuant to which the Debtor executed and delivered that certain Trademark Collateral Agreement, dated as of July 2, 2012 (as amended, modified or restated from time to time, the "Trademark Collateral Agreement");

WHEREAS, the Debtor and certain affiliates of the Debtor entered into a Security Agreement Re. Intellectual Property, dated as of July 2, 2012 (as amended, modified or restated from time to time, the "Security Agreement") in favor of the Administrative Agent, pursuant to which Debtor granted a security interest to the Administrative Agent in certain trademarks, trademark registrations and trademark applications;

WHEREAS, pursuant to the Trademark Collateral Agreement, the Debtor granted to the Administrative Agent, for the benefit of the Secured Creditors, a continuing security interest in the following property, to secure the payment and performance of all Secured Obligations of the Debtor: (i) each trademark, trademark registration and trademark application listed on Schedule A thereto and hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each such trademark, trademark registration, and trademark application; and (ii) all proceeds of the foregoing, including without limitation any claim by the Debtor against third parties for damages by reason of past, present or future infringement of any trademark, trademark registration, or trademark application listed on Schedule A thereto and hereto or by reason of injury to the goodwill associated with any such trademark, trademark registration, or trademark application, in each case together with the right to sue for and collect said damages (collectively, the "Trademark Collateral"); and

WHEREAS, the Trademark Security Agreement was recorded with the United States Patent and Trademark Office at Reel/Frame 4813/0493 on July 2, 2012; and

WHEREAS, the Administrative Agent acknowledges full performance of the Debtor's Secured Obligations and accordingly has agreed to release the grant of its security interest in the Trademark Collateral, and to reconvey any and all rights it may have in the Trademark Collateral to the Debtor;

NOW THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent hereby releases, relinquishes and discharges its security interest in the Trademark Collateral, and re-assigns to the Debtor any and all right, title or interest it may have in such Trademark Collateral.

The Administrative Agent hereby authorizes the Debtor, or the Debtor's authorized representatives to: (a) record this Release with the United States Patent and Trademark Office and/or any other applicable governmental office or Agency, and (b) file UCC financing statement amendments with the applicable filing office in order to memorialize the release of the security interest of the Administrative Agent in the Trademark Collateral.

[Signature page follows]

IN WITNESS WHEREOF, the Administrative Agent has caused this Release to be duly executed by its duly authorized representative as of the day and year first above written.

BANK OF MONTREAL,
as Administrative Agent

By:


Name: **Philip Langheim**
Title: **Managing Director**

[Signature Page to Release of Security Interest in Trademark Collateral]

TRADEMARK
REEL: 005065 FRAME: 0919

SCHEDULE A
U.S. REGISTERED TRADEMARKS

Owner	Trademark	Registration No.	Registration Date
GFA Brands, Inc.	GREAT TASTE & GOOD HEALTH... TOGETHER AT LAST	3,881,694	23-Nov-2010
GFA Brands, Inc.	SMART BALANCE	3,878,157	16-Nov-2010
GFA Brands, Inc.	HEARTRIGHT	3,871,585	2-Nov-2010
GFA Brands, Inc.	SMART BALANCE OMEGA	3,868,803	26-Oct-2010
GFA Brands, Inc.	SMART BALANCE	3,865,917	19-Oct-2010
GFA Brands, Inc.	SMART BALANCE	3,747,526	9-Feb-2010
GFA Brands, Inc.	EARTH BALANCE	3,708,400	10-Nov-2009
GFA Brands, Inc.	SMART BALANCE	3,649,833	7-Jul-2009
GFA Brands, Inc.	EARTH BALANCE	3,648,468	30-Jun-2009
GFA Brands, Inc.	ENJOY TO YOUR HEART'S CONTENT	3,138,972	6-Sep-2006
GFA Brands, Inc.	NO-BURN	3,123,451	1-Aug-2006
GFA Brands, Inc.	BUTTERY BURST	2,941,879	19-Apr-2005
GFA Brands, Inc.	SMART BALANCE OMEGA	2,958,216	31-May-2005
GFA Brands, Inc.	OCEAN BALANCE	3,151,479	3-Oct-2006
GFA Brands, Inc.	OMEGA BALANCE	3,151,478	3-Oct-2006
GFA Brands, Inc.	SMART BALANCE	2,952,127	17-May-2005
GFA Brands, Inc.	SOY GARDEN	2,678,729	21-Jan-2003
GFA Brands, Inc.	EARTH BALANCE	2,237,867	April 6, 1999
GFA Brands, Inc.	SMART BALANCE	2,200,663	27-Oct-1998
GFA Brands, Inc.	SMART COW	2,302,961	21-Dec-1999

Owner	Trademark	Registration No.	Registration Date
GFA Brands, Inc.	SMART OIL	2,182,820	18-Aug-1998
GFA Brands, Inc.	SMART BALANCE	2,276,285	7-Sep-1999
GFA Brands, Inc.	SMART SLICES	2,045,728	18-Mar-1997
GFA Brands, Inc.	SMARTER THAN BUTTER!	2,175,327	21-Jul-1998
GFA Brands, Inc.	DEDICATED TO HEART HEALTH Design	1,750,812	2-Feb-1993
GFA Brands, Inc.	SMART SQUEEZE	2,084,664	29-Jul-1997
GFA Brands, Inc.	SMART SPREAD	1,836,307	10-May-1994
GFA Brands, Inc.	SMART MAYO	1,810,146	7-Dec-1993
GFA Brands, Inc.	SMART SLICES	1,933,384	7-Nov-1995
GFA Brands, Inc.	SMART BEAT	1,754,419	23-Feb-1993
GFA Brands, Inc.	NUCOA (stylized)	309,722	30-Jan-1934
GFA Brands, Inc.	NUCOA	44,779	25-Jul-1905
GFA Brands, Inc.	BESTLIFE	3,455,597	24-Jun-2008
GFA Brands, Inc.	BESTLIFE	3,455,598	24-Jun-2008
GFA Brands, Inc.	SMART BALANCE	3,958,463	10-May-2011
GFA Brands, Inc.	EARTH BALANCE	4,029,021	20-Sep-2011
GFA Brands, Inc.	EARTH BALANCE	3,967,828	24-May-2011
GFA Brands, Inc.	EARTH BALANCE	4,029,650	20-Sep-2011
GFA Brands, Inc.	MINDFULMAYO	4,064,806	29-Nov-2011
GFA Brands, Inc.	EARTH BALANCE	4,112,473	13-Mar-2012
GFA Brands, Inc.	HEARTRIGHT	4,128,992	17-Apr-2012