

**IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION**

MARS, INCORPORATED

and

MARS PETCARE US, INC.,

Plaintiffs,

v.

BIL-JAC FOODS, INC.,

US PET NUTRITION, INC.,

THAI UNION INTERNATIONAL, INC.,

and

KELLY FOODS CORPORATION,

Defendants.

Civil Action No. 3:13-cv-00928

**District Judge Campbell
Magistrate Judge Brown**

AGREED ORDER

Defendants Bil-Jac Foods, Inc. (“Bil-Jac”) and Kelly Foods Corporation (“Kelly”) and Plaintiffs Mars, Incorporated and Mars Petcare US, Inc. (“Mars”) (collectively, the “Parties”) having (i) entered into a confidential settlement agreement (“Settlement Agreement”) resolving this dispute and (ii) jointly moved for entry of this Agreed Order dismissing with prejudice Mars’s claims against Bil-Jac and Kelly, and Bil-Jac and Kelly’s counterclaims against Mars, it is hereby ORDERED, ADJUDGED AND DECREED THAT:

1. This Court has jurisdiction over the subject matter of this dispute under Section 39 of the Trademark Act of 1946, 15 U.S.C. § 1121, and under the Judicial Code, 28 U.S.C. §§ 1331, 1332, 1338, and the doctrine of supplemental jurisdiction, 28 U.S.C. § 1367.


2. Bil-Jac, Kelly, and Mars have entered into a confidential Settlement Agreement relating to the subject matter of this litigation, and the terms of the Parties' confidential Settlement Agreement are hereby incorporated in this Agreed Order.

3. Mars's claims against Bil-Jac and Kelly are hereby dismissed with prejudice.

4. Bil-Jac and Kelly's counterclaims against Mars are hereby dismissed with prejudice.

5. Although the Parties' claims and counterclaims are being dismissed with prejudice, this Court expressly retains jurisdiction of this matter and the Parties for purposes of enforcing this Order and the confidential Settlement Agreement entered into by the Parties.

SO ORDERED:


United States District Judge

Date

AGREED TO:

**MARS, INCORPORATED AND
MARS PETCARE US, INC.**

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**BIL-JAC FOODS, INC. AND
KELLY FOODS CORPORATION**

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and Kelly Foods Corporation*

CERTIFICATE OF SERVICE

The undersigned counsel certifies that the foregoing Agreed Order was filed electronically and, therefore, was served on all counsel of record via the court's electronic filing on this 20th day of June, 2014.

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/s/ James A. DeLanis

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