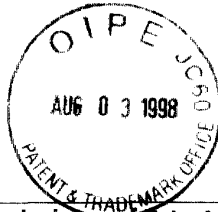


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**RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

**Submission Type**

- New
- Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_
- Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_
- Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

**Conveyance Type**

- Assignment
  - License
  - Security Agreement
  - Nunc Pro Tunc Assignment
  - Merger
  - Change of Name
  - Other \_\_\_\_\_
- Effective Date  
Month Day Year  
01 30 98

**Conveying Party**

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name Botanica Laboratories International, Inc.

01 30 98

Formerly \_\_\_\_\_

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Delaware

**Receiving Party**

Mark if additional names of receiving parties attached

Name Botanica BioScience Corporation

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 208 Spruce Avenue North, Suite 300

Address (line 2) P.O. Box 6066

Address (line 3) Ketchum

ID \_\_\_\_\_

State/Country

83340-6066

Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other \_\_\_\_\_

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization Delaware

**FOR OFFICE USE ONLY**

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**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

| Trademark Application Number(s)       |                                       |                                       | Registration Number(s) |                      |                      |
|---------------------------------------|---------------------------------------|---------------------------------------|------------------------|----------------------|----------------------|
| <input type="text" value="75393992"/> | <input type="text" value="75310345"/> | <input type="text" value="75310149"/> | <input type="text"/>   | <input type="text"/> | <input type="text"/> |
| <input type="text" value="75310347"/> | <input type="text" value="75310346"/> | <input type="text"/>                  | <input type="text"/>   | <input type="text"/> | <input type="text"/> |
| <input type="text" value="75310199"/> | <input type="text" value="75310148"/> | <input type="text"/>                  | <input type="text"/>   | <input type="text"/> | <input type="text"/> |

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees:

Yes

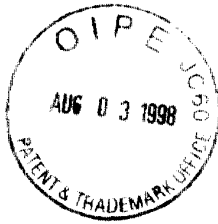
**Statement and Signature**

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Stephen Morrissey, President  
Name of Person Signing

[Signature]  
Signature

July 29, 1998  
Date Signed



STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 05/04/1998  
981169265 - 2523326

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
BOTANICA LABORATORIES INTERNATIONAL, INC.**

Botanica Laboratories International, Inc., a corporation organized and duly existing under the laws of the State of Delaware (the "Corporation"), does hereby certify that:

The amendment to the Corporation's Certificate of Incorporation as set forth below was approved and adopted by the Corporation's Board of Directors and by the Corporation's stockholders in accordance with the provisions of Section 228 and 242 of the Delaware General Corporation Law. The Corporation's Certificate of Incorporation is amended as follows:

1. Article **FIRST** is amended in its entirety to read as follows:

**FIRST:** The name of this corporation shall be:

**Botanica BioScience Corporation.**

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed and attested by its duly authorized officers this January 30, 1998.

BOTANICA LABORATORIES  
INTERNATIONAL, INC.

By: Stephen Morrissey  
Stephen Morrissey, *President*

Attest:

Jennifer Morrissey  
Jennifer Morrissey, *Secretary*