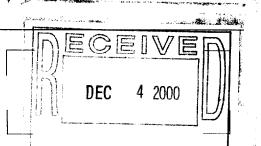
FORM PTO-1618A Expires 06/30/99 OMB 0651-0027



12-21-2000



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RECORDATION FORM COVER SHEET

TRADEMARKS ONLY /2-4-00				
TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).				
Submission Type Conveyance Type				
X New Assignment License				
Resubmission (Non-Recordation) Security Agreement Nunc Pro Tunc Assignment				
Document ID # Effective Date				
Correction of PTO Error Merger 11 30 99				
Reel # X Change of Name				
Corrective Document				
Reel # Other				
Conveying Party Mark if additional names of conveying parties attached Execution Date Month Day Year				
Name Earthrise Farms 11 30 99				
Formerly				
Individual General Partnership Limited Partnership X Corporation Association				
Other				
Citizenship/State of Incorporation/Organization California				
Receiving Party Mark if additional names of receiving parties attached				
Name Earthrise Nutritionals				
DBA/AKA/TA				
Composed of				
Address (line 1) 424 Payran Street				
Address (line 2)				
Address (line 3) Petaluma California 94952				
City State/Country Zip Code				
assignment and the receiving party is				
X Corporation Association not domiciled in the United States, an appointment of a domestic representative should be attached.				
Other (Designation must be a separate document from Assignment.)				
Citizenship/State of Incorporation/Organization California				
FOR OFFICE USE ONLY				

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS

Mail documents to be recorded with required cover sheet(s) information to:

Commissioner of Patents and Trademarks, Box Assignments , WashingRADE.WARK

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FORM PTO-1618B Expires 06/30/99 OMB 0651-0027	e 2	U.S. Department of Commerce Patent and Trademark Office TRADEMARK		
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Correspondent Name and Address Area Code and	Telephone Number (310) 824	<u> </u>		
Name I.Morley Drucker	The state of the s	Property (
Address (line 1) Fulwider Patton Lee & Utech	it, LLP			
Address (line 2) 6060 Center Drive, 10th Fl.				
Address (line 3) Los Angeles, California 90045				
Address (line 4)				
Pages Enter the total number of pages of the adincluding any attachments.	tached conveyance document	# 6		
Trademark Application Number(s) or Registration Number(s) Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).				
Trademark Application Number(s)	Registration Nu			
75238127 75856364	1311933 1449234	1609549		
75856359 75856365	1300140 1589679	1689495		
75856363	1419722 1618394	1695737		
Number of Properties Enter the total number of properties involved. # 43				
Fee Amount Fee Amount for Properties	Listed (37 CFR 3.41): \$ 1	090.00		
Method of Payment: Enclosed X Deposit Account	Deposit Account	030.00		
(Enter for payment by deposit account or if additional fees can be Deposit Account		-2425		
Authorization t	o charge additional fees: Yes	X No		
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.				
I. Morley Drucker	lay 1822	November 21 , 2000		
Name of Person Signing	Signature	Date Signed		

TRADEMARK 2 of 4 REEL: 002202 FRAME: 0498

FORM PTO-1618C CONTINUA Expires 06/30/99 OMB 0651-0027 TRADEMARK		U.S. Department of Commerce Patent and Trademark Office TRADEMARK	
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DBA/AKA/TA			
Address (line 1)			
Address (line 2)			
Address (line 3) City State/Country Tip Code Individual General Partnership Limited Partnership 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 the Assignment.)			
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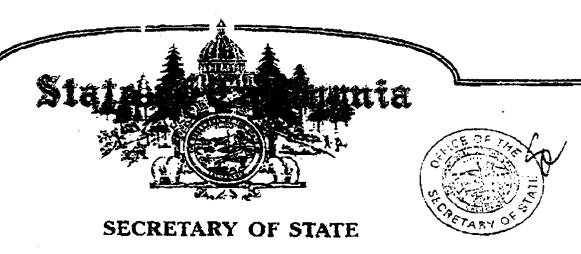
FORM PTO-1618C Expires 06/30/99 OMB 0651-0027

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

U.S. Department of Commerce Patent and Trademark Office TRADEMARK

Conveying Party M	ark if additional names of conveying parties attached Execution Date			
Enter Additional Conveying Party Name	Month Day Year			
Formerly				
Individual General Partnership Limited Partnership Corporation Association				
Other				
Citizenship State of Incorporation/Organization				
Receiving Party Enter Additional Receiving Party Mark if additional names of receiving parties attached.				
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Address (line 1)				
Address (line 2)				
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City State/Country Tip Class T				
Corporation Association Association Association				
	representative should be attached (Designation must be a separate			
Other	document from the Assignment.)			
Citizenship/State of Incorporation/Organization				
Trademark Application Number(s) or Registrate Enter either the Trademark Application Number or the Registration				
Trademark Application Number(s)	Registration Number(s)			
	2083867 1692373			
	2219332			
	2083876			
	2091103			
	2143517			
	[2135717]			
	2134441			

Pg. 4 of 4



I, BILL JONES, Secretary of State of the State of California, hereby certify:

That the attached transcript of _____ page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

Secretary of State

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CERTIFICATE OF AMENDMENT

OF

ARTICLES OF INCORPORATION

ENDORSED - FIL in the office of the Secretary of of the State of California

DEC 3 1 1999

BILL JONES, Secretary of Si

Yoshimichi Ota and Anabelle F. Tecson certify that:

- 1. They are the president and the secretary of Earthrise Farms, a California corporation.
- 2. Article I of the articles of incorporation of this corporation is amended to read as follows:

"The name of this corporation is Earthrise Nutritionals."

- 3. The foregoing amendment of articles of incorporation has been duly approved by the board of directors.
- The foregoing amendment of articles of incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the corporation is 6,700. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: November 30, 1999

Yoshimichi Ota

President

Anabeile F/Tecs

Secretary

TRADEMARK A

REEL: 002202 FRAME: 0502

RECORDED: 12/04/2000