

12-21-2000



101557322

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

12-4-00

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
11 30 99

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
11 30 99

Name Earthrise Farms

Formerly _____

- Individual General Partnership Limited Partnership 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

City

California

State/Country

94952

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 California

FOR OFFICE USE ONLY

Domestic Representative Name and Address

Enter for the first Receiving Party only.

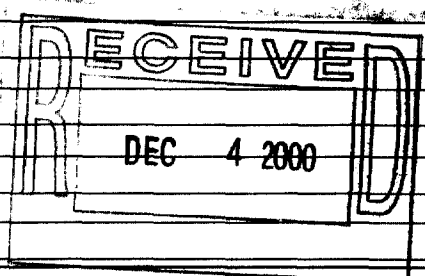
Name

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="75238127"/>	<input type="text" value="75856364"/>	<input type="text"/>	<input type="text" value="1311933"/>	<input type="text" value="1449234"/>	<input type="text" value="1609549"/>
<input type="text" value="75856359"/>	<input type="text" value="75856365"/>	<input type="text"/>	<input type="text" value="1300140"/>	<input type="text" value="1589679"/>	<input type="text" value="1689495"/>
<input type="text" value="75856363"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1419722"/>	<input type="text" value="1618394"/>	<input type="text" value="1695737"/>

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 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
Name of Person Signing

Signature

November 21, 2000
Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

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

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

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

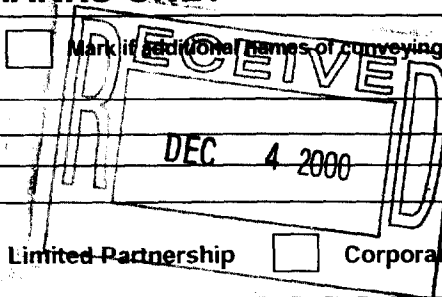
Name

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

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

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1788751	1790091	1944310
1760949	1794637	2012790
1703331	1807014	2019891
1787342	1820971	2012791
1797237	1864174	2099891
1794624	1852185	1963471
1799048	1977447	2105847

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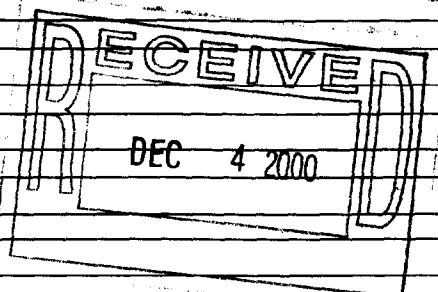
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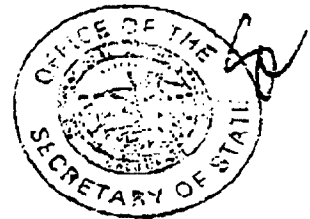
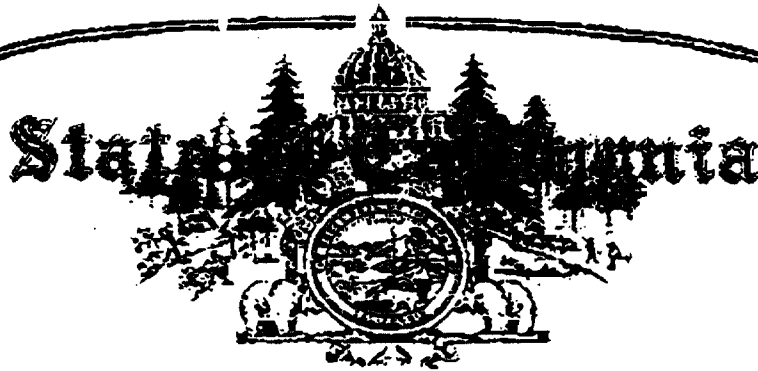
Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
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2083867	1692373	<input type="text"/>
2219332	<input type="text"/>	<input type="text"/>
2083876	<input type="text"/>	<input type="text"/>
2091103	<input type="text"/>	<input type="text"/>
2143517	<input type="text"/>	<input type="text"/>
2135717	<input type="text"/>	<input type="text"/>
2134441	<input type="text"/>	<input type="text"/>

OCT-13-00 FRI 10:27

P.06
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SECRETARY OF STATE

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

That the attached transcript of 1 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



OCT - 2000

Bill Jones

Secretary of State

Sec/State Form CE-107 (rev. 9/88)

3-17-2000 11:58AM FROM 562 463 5803

P. 2

03/02/00 14:27 213 626 8203

IWASAKI SHEFFIELD

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00520500

TRADEMARK



REEL: 002202 FRAME: 0501

OCT-13-00 FRI 10:28

P. 07

Sec/State Form CE-107 (rev. 8/88)

3-17-2000 11:58AM FROM 562 463 5803

P. 2

08/02/00 14:27 213 626 8203 IWASAKI SHEFFIEL

004

A0539528

CERTIFICATE OF AMENDMENT

OF

ARTICLES OF INCORPORATION

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

DEC 31 1999

BILL JONES, Secretary of State

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.
4. 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

Yoshimichi Ota
President

Anabelle F. Tecson

Anabelle F. Tecson
Secretary

