

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/30/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
New Sun Nutrition LLC		04/25/2007	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

Name:	New Sun Nutrition, Inc.
Street Address:	6450 Via Real
Internal Address:	Suite 3
City:	Carpinteria
State/Country:	CALIFORNIA
Postal Code:	93013
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 11**

Property Type	Number	Word Mark
Serial Number:	77153446	WHAT DRIVES YOU?
Serial Number:	78454566	AQUA SOYA
Serial Number:	77087231	WHAT MAKES YOU GO?
Registration Number:	3173831	ENERGY NOW HEALTH FOR LIFE
Registration Number:	3173832	ENERGY NOW HEALTH FOR LIFE
Registration Number:	3181619	FRS
Registration Number:	3124166	A NEW DAWN IN HEALTHY NUTRITION
Registration Number:	2778635	FRS
Registration Number:	2837152	NEW SUN
Registration Number:	3114770	NEW SUN
Registration Number:	3130449	NEW SUN NUTRITION

CH \$290.00 77153446

CORRESPONDENCE DATA

Fax Number: (714)513-5130

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 714.513.5100

Email: uspto-tm-oc@sheppardmullin.com

Correspondent Name: Carlo F. Van den Bosch / Sheppard Mullin

Address Line 1: 650 Town Center Drive

Address Line 2: Fourth Floor

Address Line 4: Costa Mesa, CALIFORNIA 92626

ATTORNEY DOCKET NUMBER:	13DP-126282
NAME OF SUBMITTER:	Terry Cloyd
Signature:	/tc/
Date:	07/10/2007

Total Attachments: 2

source=certificate of merger#page1.tif

source=certificate of merger#page2.tif

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"NEW SUN NUTRITION LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "NEW SUN NUTRITION, INC." UNDER THE NAME OF "NEW SUN NUTRITION, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF APRIL, A.D. 2007, AT 9:58 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF APRIL, A.D. 2007, AT 8:30 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

4333221 8100M

070485935



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5631633

DATE: 04-27-07

TRADEMARK  
REEL: 003577 FRAME: 0810

**CERTIFICATE OF MERGER**

OF

**NEW SUN NUTRITION LLC,**  
a Delaware limited liability company

WITH AND INTO

**NEW SUN NUTRITION, INC.,**  
a Delaware corporation

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law and Title 6, Section 18-209 of the Delaware Limited Liability Company Act, New Sun Nutrition, Inc., a Delaware corporation, does hereby certify to the following facts relating to the following merger of New Sun Nutrition LLC, a Delaware limited liability company, with and into New Sun Nutrition, Inc.

1. New Sun Nutrition, Inc. and New Sun Nutrition LLC are the constituent entities in the Merger and each was organized pursuant to the laws of the State of Delaware.
2. The Agreement and Plan of Merger dated April 13, 2007, has been approved, adopted, certified, executed and acknowledged by New Sun Nutrition, Inc. and New Sun Nutrition LLC.
3. The surviving corporation of the merger shall be New Sun Nutrition, Inc.
4. The executed Agreement and Plan of Merger is on file at 6450 Via Real, Suite 3, Carpinteria, CA 93013, the place of business of New Sun Nutrition, Inc.
5. A copy of the Agreement of Merger will be furnished by New Sun Nutrition, Inc., on request and without cost, to any stockholder of any constituent corporation or member of any constituent limited liability company.
6. The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.
7. This Certificate of Merger shall become effective at 8:30 a.m. Eastern Time on April 30, 2007.

**IN WITNESS WHEREOF**, said Corporation has caused this certificate to be signed by an authorized officer, the 25<sup>th</sup> day of April 2007.

New Sun Nutrition, Inc.,  
a Delaware corporation

By: 

Richard Lamb, President