



100808272

To the Honorable Commissioner of Patent

original documents or copy thereof.

1. Name of conveying party(ies):
HAUSER CHEMICAL RESEARCH, INC.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State of **COLORADO**
 Other _____
Additional name(s) of conveying party(ies) attached?
 Yes No

2. Name and address of receiving party(ies):
Name: **HAUSER, INC.**
Internal Address: _____
Street Address: **5555 Airport Boulevard**
City: **BOULDER** State: **COLORADO**
ZIP: **80301**
 Individual citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State **COLORADO**
 Other _____
If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No
(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

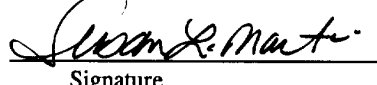
3. Nature of conveyance
 Assignment Merger
 Security Agreement Change of Name
 Other _____
 Execution Date: **November 27, 1996**

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) **75/045859** B. Trademark Registration No.(s)
Additional numbers attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **STEVEN C. PETERSEN**
Internal Address: **1900 FIFTEENTH STREET**
Street Address: **1900 FIFTEENTH STREET**
City: **BOULDER** State: **CO** ZIP: **80302**

6. Total number of applications and registrations involved: **[1]**
7. Total Fee (37 C.F.R. 3.41) \$ **40.00**
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number: _____
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.
SUSAN L. MARTIN  **8-21-98**
Name of Person Signing Signature Date

Total number of pages comprising cover sheet: **[5]**

~~06-10-1998~~



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To the Honorab

cord the attached original documents or copy thereof.

1. Name of conveying party(ies):
- Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State of COLORADO
 Other _____

Additional name(s) of conveying party(ies) attached?
 Yes No

2. Name and address of receiving party(ies):

Name: HAUSER, INC.

Internal Address: _____

Street Address: 5555 Airport Boulevard

City: BOULDER State: COLORADO
ZIP: 80301

- Individual citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State COLORADO
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No
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06/10/1998 JSHABAZZ 00000022 75045859

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DO NOT USE THIS SPACE

9. 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.

SUSAN L. MARTIN
Name of Person Signing

Susan L. Martin
Signature

May 21, 1998
Date

Total number of pages comprising cover sheet: [5]

ARTICLES OF MERGER OF
HAUSER CHEMICAL RESEARCH, INC. FP 881083716
(a Delaware corporation) *go.ve*

into
HAUSER, INC. FP 961152360 7961155847 C \$60.00
(a Colorado corporation) *go.ve* SECRETARY OF STATE
12-02-96 16:06

Pursuant to the provisions of §7-111-105 of the Colorado Business Corporations Act, the undersigned corporations adopt the following Articles of Merger:

1. Hauser Chemical Research, Inc., a Delaware corporation (hereinafter referred to as Hauser Delaware), and Hauser, Inc., a Colorado corporation (hereinafter referred to as Hauser Colorado) have entered into an Agreement and Plan of Merger which provides, inter alia, as follows:

- a) Hauser Delaware shall merge with and into Hauser Colorado and Hauser Colorado shall be the surviving corporation.
- b) Upon the effective date of the merger, the two constituent corporations shall be a single corporation, which shall be Hauser Colorado and the separate existence of Hauser Delaware shall cease, except to the extent provided by the laws of the State of Delaware.
- c) The manner and basis of converting the shares of Hauser Delaware into shares of Hauser Colorado is as follows:
 - i) The 100 shares of Common Stock, \$.001 par value, of the Colorado Corporation now owned and held by the Delaware Corporation shall be cancelled and no shares of stock of the Colorado Corporation shall be issued in respect thereof, and the capital of the Colorado Corporation shall be deemed to be reduced by the amount of \$100, the amount represented by said 100 shares of stock.
 - ii) Each of the Common shares, \$.001 par value, of the Delaware Corporation issued as of the Effective Date of the Merger shall be converted into one fully paid and nonassessable share of Common Stock, \$.001 par value, of the Colorado Corporation.
- d) The Articles of Incorporation of Hauser Colorado shall not be amended in any respect by reason of the Agreement and Plan of Merger, and said Articles of Incorporation, as filed in the office of the Secretary of State of Colorado, shall constitute the Articles of Incorporation of the surviving corporation.

Handwritten initials

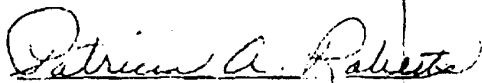
Handwritten initials

2. The number of votes cast by the shareholders of Hauser Delaware and Hauser Colorado for the plan of merger by each voting group entitled to vote separately on the merger was sufficient for approval by that voting group.


3. The merger referred to above is to be effective on December 3, 1996.

IN WITNESS WHEREOF, the undersigned have affixed their signatures hereto this 27th day of November, 1996.

ATTEST:

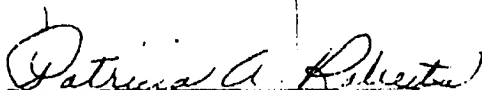

Patricia A. Roberts, Secretary

HAUSER CHEMICAL RESEARCH, INC.


By: 
Dean P. Stull, Chief Executive Officer

961155847 C \$60.00
SECRETARY OF STATE
12-02-96 16:06

ATTEST:


Patricia A. Roberts, Secretary

HAUSER, INC.

By: 
Dean P. Stull, Chief Executive Officer

MERGER _____ CONSOLIDATION _____

CANCELLATION OF LIMITED PARTNERSHIP DUE TO MERGER _____

DOMESTIC _____ FOREIGN _____ PROFIT _____ NONPROFIT _____

MERGER #961155847

HAUSER CHEMICAL RESEARCH INC (fp 881083716)

INTO

HAUSER INC (DP 961152362); THE SURVIVOR

**STATE OF COLORADO
DEPARTMENT OF STATE**

I hereby certify that this is a true and complete copy of the document filed in this office and admitted to record in

File 961155847

DATED Nov 7 1997

Victoria Buckley
Secretary of State

By [Signature]

