

To the Honorable Commissioner

09-02-1999

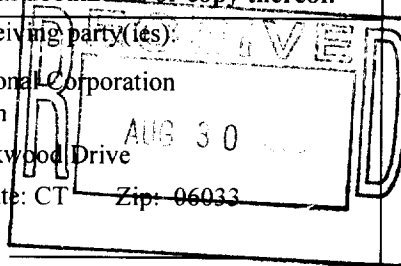
Record the attached original documents or copy thereof.

1. Name of conveying party(ies)
Kelly Distributors
35 Marshall Road
Rocky Hill, CT 06067



101132407
8.30.99

Name and address of receiving party(ies):
Name: Biotech International Corporation
d/b/a Biotech Corporation
Street Address: 107 Oakwood Drive
City: Glastonbury State: CT Zip: 06033



- [ ] Individual(s) [ ] Association
[ ] General Partnership [ ] Limited Partnership
[x] Corporation - State ( Connecticut )
[ ] Other

- [ ] Individual(s) citizenship:
[ ] Association
[ ] General Partnership
[ ] Limited Partnership
[x] Corporate - State - Connecticut

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

3. Nature of conveyance:

- [ ] Assignment [ ] Merger
[ ] Security Agreement [x] Change of Name
[ ] Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached: [ ] Yes [x] No

Execution Date: (May 12, 1995)

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? [ ] Yes [x] No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,996,583

Additional numbers attached? [ ] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Mark D. Giarratana, Esq.
Internal Address: Cummings & Lockwood
Street Address: 700 State Street
P.O. Box 1960
City: New Haven State: CT Zip: 06509-1960

6. Total number of applications and registrations involved: [ 1 ]

7. Total fee (37 CFR 3.41): \$40.00
[X] Enclosed
[ ] Authorized to be charged to deposit account

8. Deposit account number: 11-0231

(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.

Mark D. Giarratana

Signature of Mark D. Giarratana

Date August 23, 1999

Total number of pages including cover sheet, attachments and documents: [ 4 ]

Do not detach this portion

09/01/1999 MTHAI1 00000283 1996583

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

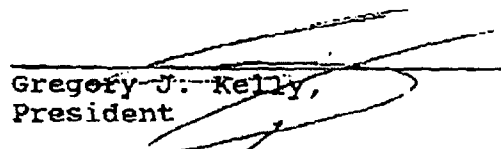
CERTIFICATE OF AMENDMENT  
of the  
CERTIFICATE OF INCORPORATION  
of  
KELLY DISTRIBUTORS, INC.

The undersigned hereby certifies as follows:

1. The name of the Corporation is: Kelly Distributors, Inc.
2. The Certificate of Incorporation of the Corporation is hereby amended to change the name of the Corporation to: Biotech International Corporation.
3. This Amendment to the Certificate of Incorporation has been duly adopted by unanimous consent in writing of all of the shareholders and directors of the Corporation pursuant to Section 33-330 and 33-316(d) of the Connecticut Stock Corporation Act.
4. The vote of the shareholders required for adoption was 67 shares; the vote in favor of adoption was 100 shares.
5. The vote of directors required to adopt such resolution was 1; the vote in favor of such resolution was 1.

The undersigned hereby declare under the penalties of false statement that the statements made in the foregoing certificate are true.

May 12, 1995

  
\_\_\_\_\_  
Gregory J. Kelly,  
President

  
\_\_\_\_\_  
Richard T. Keppelman,  
Assistant Secretary

SECRETARY OF THE STATE  
30 TRINITY STREET  
HARTFORD, CT 06106

MAY 12, 1995

ATTN: DEBBIE CORNELIO  
LEVY & DRONEY, P.C.  
P.O. BOX 887  
FARMINGTON, CT 06034

RE: Acceptance of Business Filing

This letter is to confirm the acceptance of a filing for the following business:

KELLY DISTRIBUTORS, INC.

Work Order Number: 1995055722-001

Business Filing Number: 0001530785

Type of Request: ~~CERTIFICATE OF AMENDMENT~~ - Change of Name

Date Accepted: MAY 12 1995

Time Accepted: 03:11 PM

Payment Received: 75.00

Account Balance: 110.00

Customer Id: 000363

Business Id: 0302531

If applicable for this type of request, a summary of the business information we have on record is enclosed.

If you would like copies of this filing you must complete a Request for Corporate Copies and submit it with the appropriate fee.

Commercial Recording Division  
LISA NEMETH

BUSINESS FILING REPORT

WORK ORDER NUMBER:1995055722-001  
BUSINESS FILING NUMBER: 0001530785

BUSINESS NAME:

~~BUSINESS~~ INTERNATIONAL CORPORATION

BUSINESS LOCATION:

MAILING ADDRESS:

35 MARSHALL ROAD  
ROCKY HILL, CT 06067

\*\* END OF REPORT \*\*