

03-03-2000

U.S. Department of Commerce  
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TRADEMARK

101280450  
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Submission Type

New  
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Document ID # \_\_\_\_\_

Correction of PTO Error  
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Conveyance Type

Assignment  
 Security Agreement  
 Merger  
 Change of Name  
 Other  
 Other  
 License  
 Nunc Pro Tunc Assignment  
Effective Date  
Month Day Year 12311997

Conveying Party

Mark if additional names of conveying parties attached

Name Syntex Health Products, Inc.

Execution Date  
Month Day Year  
12311997

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of conveying parties attached

Name HLR Consumer Health, Inc.

DBA/AKA/TA

Composed of

Address (line 1) One Commerce Center

Address (line 2) Suite 1050

Address (line 3) Wilmington DE 19801

City State/Country Zip 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.  
 Corporation  Association

Other (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization Delaware

FOR OFFICE USE ONLY

03/02/2000 DC0ATES 00000397 1274082

01 FC:481 40.00 DP  
02 FC:482 25.00 DP

RETAIN THIS NUMBER-CUSTOMER RECEIPT WILL BE MAILED TO YOU.

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Mail documents to be recorded with required cover sheet(s) information to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

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 (415) 772-6881
Name Beth M. Goldman
Address (line 1) Heller Ehrman White & McAuliffe
Address (line 2) 525 University Avenue
Address (line 3) Palo Alto
Address (line 4) CA 94301
Pages Enter the total number of pages of the attached conveyance document including any attachments # 1

Trademark Application Number(s) or Registration Numbers(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).

Table with 2 main columns: Trademark Application Number(s) and Registration Number(s). Contains entries 1274082 and 2020311.

Number of Properties Enter the total number of properties involved. # 2

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): # \$65.00

Method of Payment: Enclosed [X] Deposit Account [ ]
Deposit Account
(Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: # 08-1645
Authorization to 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.
Beth M. Goldman
Name of Person Signing Signature Date Signed

CERTIFICATE OF MERGER  
OF  
SYNTEX HEALTH PRODUCTS, INC.  
INTO  
HLR CONSUMER HEALTH, INC.

HLR Consumer Health, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

NAME	STATE OF INCORPORATION
Syntex Health Products, Inc.	Delaware
HLR Consumer Health, Inc.	Delaware

SECOND: That a plan and agreement of merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: That the surviving corporation of the merger is HLR Consumer Health, Inc.

FOURTH: That the Certificate of Incorporation of HLR Consumer Health, Inc., a Delaware corporation, the surviving corporation, shall be the Certificate of Incorporation of the surviving corporation.

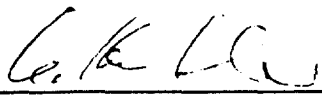
FIFTH: That the executed agreement of merger is on file at the principal place of business of HLR Consumer Health, Inc., the surviving corporation. The address of the principal place of business of the surviving corporation is One Commerce Center, Suite 1050, Wilmington, Delaware 19801.

SIXTH: That a copy of the executed agreement of merger will be furnished by the surviving corporation, on request and without cost to any stockholder of any constituent corporation.

SEVENTH: That this Certificate of Merger shall be effective after the close of business on December 31, 1997.

IN WITNESS WHEREOF, HLR Consumer Health, Inc. has caused the Certificate to be signed by Marcel Kohler, its authorized officer, as of this 31st day of December, 1997.

HLR CONSUMER HEALTH, INC.

BY:   
Marcel Kohler  
Secretary

AGREEMENT OF MERGER