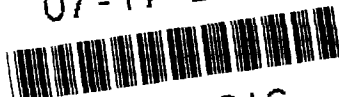


07-17-2000

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CORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document or copy thereof.

1. Name of conveying party(ies):

Irwin Naturals/4Health, Inc.

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State- **Utah**
☐ Other

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

3. Nature of conveyance:

- ☐ Assignment ☒ Change of Name
☐ Security Agreement ☐ Merger
☐ Other

Execution Date: **August 17, 1999**4. Application number(s) or registration number(s):
A. Trademark Application No.(s)

Additional numbers attached?

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

Name: **Thomas W. Cook**

Internal Address:

Street Address: **P.O. Box 1989****3030 Bridgeway, Suite 425**City: **Sausalito**State: **California** Zip: **94965**

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

Name: **Omni Nutraceuticals, Inc.**

Internal Address:

Street Address: **5310 Beethoven Avenue**City: **Los Angeles**State: **California** Zip: **90066**

- ☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation-State- **Utah**
☐ 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

B. Trademark Registration No.(s)

2,173,896

Additional numbers attached?

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41):..... \$ **40.00**☒ Enclosed☐ Authorized to be charged to deposit account

8. Deposit account number:

(Attache 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.

Thomas W. Cook

Name of Person Signing

Signature

Date

Total number of pages comprising cover sheet

07/18/2000 NTHAI1

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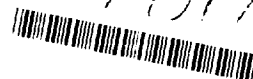
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 Washington, D.C. 20231

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TRADEMARK
 REEL: 002101 FRAME: 0414

EXPEDITE

06-06-2000

U.S. Patent & TMO/TM Mail Rcpt Dt. #54

State of Utah
Department of Commerce
Division of Corporations and Commercial Code

I hereby certify that the foregoing has been filed
approved on the 19 day of August 1999
as an office of this Division and hereby issue
this Certificate thereof.

Examiner

Date 8/20/99



LORENA R. RIFTO
DIVISION DIRECTOR

ARTICLES OF AMENDMENT**OF****ARTICLES OF INCORPORATION
OF****IRWIN NATURALS/4HEALTH, INC.****RECEIVED****AUG 19 1999**

UTAH DIV. OF CORP. AND COMM. CODE

08-19-99 P02:30 IN


IRWIN NATURALS/4HEALTH, INC., a corporation duly organized and existing
under the Business Corporation Act of the State of Utah (the "Corporation"), does hereby certify
that:

- FIRST:** The name of the Corporation is Irwin Naturals/4Health, Inc.
- SECOND:** Article I of the Corporation's Articles of Incorporation is amended
to read in its entirety as follows:
- "Article I
Name**
- The name of the Corporation shall be: Omni Nutraceuticals, Inc."
- THIRD:** The aforementioned amendment was adopted by the written
consent dated as of July 11, 1999 of the holders of a majority of
the shares of the capital stock of the Corporation outstanding on
July 7, 1999, the official record date for determining stockholders
eligible to execute such consent.
- FOURTH:** As of July 7, 1999, there were outstanding 28,164,555 shares of
common stock, par value \$0.01 per share (the "Common Stock"),
of the Corporation, entitled to one (1) vote per share. The
Common Stock is the only issued and outstanding class of capital
stock of the Corporation.
- FIFTH:** Recordholders of 20,977,401 shares of Common Stock,
representing approximately 74.4% of the Common Stock
outstanding on July 7, 1999, sufficient for approval of the
aforementioned amendment by the holders of the Common Stock,
pursuant to Section 1003(5) of the Utah Business Corporations

TRADEMARK**REEL: 002101 FRAME: 0415**

Act, have executed the written consent dated as of July 11, 1999 adopting the aforementioned amendment.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed by Louis Mancini, its authorized officer, on this 17 day of August, 1999.



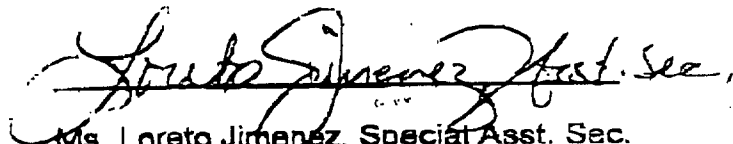
Louis Mancini
President

350077_1

August 19th, 1999

Letter of Release

CT Corporation System releases ***Omni Neutraceuticals, Inc.***
as a name reservation for the purpose of filing a name change
amendment.


Ms. Loreto Jimenez, Special Asst. Sec.
For CT Corporation System

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document or copy thereof.

1. Name of conveying party(ies):

Irwin Naturals/4Health, Inc.

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State- Utah
☐ Other _____

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

3. Nature of conveyance:

- ☐ Assignment ☒ Change of Name
☐ Security Agreement ☐ Merger
☐ Other _____

Execution Date: August 17, 1999

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

A. Trademark Application No.(s)

Additional numbers attached?

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

Name: Thomas W. Cook

Internal Address: _____

Street Address: P.O. Box 1989

3030 Bridgeway, Suite 425

City: Sausalito

State: California Zip: 94965

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

Name: Omni Nutraceuticals, Inc.

Internal Address: _____

Street Address: 5310 Beethoven Avenue

City: Los Angeles

State: California Zip: 90066

- ☐ Individual(s) citizenship _____
☐ Association _____
☐ General Partnership _____
☐ Limited Partnership _____
☒ Corporation-State Uta
☐ Other _____

If assignee is not domiciled in the United States representative designation is attached: ☐ Yes

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? ☐ Yes ☒ No

06-06-2000

U.S. Patent & TMO/TM Mail Rcpt Dt. #54

B. Trademark Registration No.(s)

2,101,234

Additional numbers attached?

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 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)

07/18/2000 NTHA11 00000027 2101234

01 FC:481

40.00 OP

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.

Thomas W. Cook

Name of Person Signing

Signature

Date

Total number of pages comprising cover sheet: 1

Do not detach this portion

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

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

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TRADEMARK
REEL: 002101 FRAME: 0418

C017929

EXPEDITE

State of Utah
Department of Commerce
Division of Corporations and Commercial Code

I hereby certify that the foregoing has been filed
approved on the 19 day of July 1999
in the office of this Division and hereby issue
this Certificate thereof.

Examiner

Date

8/20/99



LORENA R. RIFKIN
DIVISION DIRECTOR

ARTICLES OF AMENDMENT**OF****ARTICLES OF INCORPORATION
OF****IRWIN NATURALS/4HEALTH, INC.**

06-06-2000

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #54

RECEIVED**AUG 19 1999**

UTAH DIV. OF CORP. AND COMM. CODE

08-19-99 P02:30 IN

IRWIN NATURALS/4HEALTH, INC., a corporation duly organized and existing under the Business Corporation Act of the State of Utah (the "Corporation"), does hereby certify that:

- FIRST:** The name of the Corporation is Irwin Naturals/4Health, Inc.
- SECOND:** Article I of the Corporation's Articles of Incorporation is amended to read in its entirety as follows:
- "Article I
Name**
- The name of the Corporation shall be: Omni Nutraceuticals, Inc."
- THIRD:** The aforementioned amendment was adopted by the written consent dated as of July 11, 1999 of the holders of a majority of the shares of the capital stock of the Corporation outstanding on July 7, 1999, the official record date for determining stockholders eligible to execute such consent.
- FOURTH:** As of July 7, 1999, there were outstanding 28,164,555 shares of common stock, par value \$0.01 per share (the "Common Stock"), of the Corporation, entitled to one (1) vote per share. The Common Stock is the only issued and outstanding class of capital stock of the Corporation.
- FIFTH:** Recordholders of 20,977,401 shares of Common Stock, representing approximately 74.4% of the Common Stock outstanding on July 7, 1999, sufficient for approval of the aforementioned amendment by the holders of the Common Stock, pursuant to Section 1003(5) of the Utah Business Corporations

TRADEMARK**REEL: 002101 FRAME: 0419**

Act, have executed the written consent dated as of July 11, 1999 adopting the aforementioned amendment.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed by Louis Mancini, its authorized officer, on this 17 day of August, 1999.

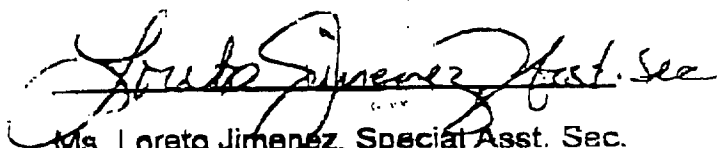


Louis Mancini
President

350077_1

August ¹⁹20, 1999**Letter of Release**

CT Corporation System releases ***Omni Neutraceuticals, Inc.***
as a name reservation for the purpose of filing a name change
amendment.



Ms. Loreto Jimenez, Special Asst. Sec.
For CT Corporation System

Mark: **IRWIN NATURALS**
Reg. No.: 2,101,234

CERTIFICATE OF MAILING UNDER 37 C.F.R. § 1.8(a)

I hereby certify that the attached **RECORDATION FORM COVER SHEET** is being deposited with the United States Postal Service with sufficient postage as first class mail in an envelope addressed to:

Assistant Commissioner for Trademarks
Box Assignments
2900 Crystal Drive
Arlington, Virginia 22202-3513

on June 2, 2000.


Beth Fowler