

11-03-2000



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10-23-00

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

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

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

75684643

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3) City

State/Country

Zip Code

- Individual
 - General Partnership
 - Limited Partnership
 - Corporation
 - Association
- 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. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

11/02/00) BTOM11 00000217 75684643

01 FL:481
02 FL:482

40.00 OP
50.00 OP

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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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

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

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75684643"/>	<input type="text" value="75703258"/>	<input type="text" value="75703259"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

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<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

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

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

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.) #

Authorization to charge additional fees: Yes 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.

Robert E. Rosenthal, Esquire
Name of Person Signing


Signature

October 20, 2000
Date Signed

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

June 30, 1999

The State Corporation Commission finds the accompanying articles submitted on behalf of

LOTUS BIOCHEMICAL CORPORATION

to comply with the requirements of law. Therefore, it is ORDERED that this

CERTIFICATE OF MERGER

be issued and admitted to record with the articles in the office of the Clerk of the Commission. Each of the following:

BIOLOGICAL & POPULAR CULTURE, INC.

is merged into LOTUS BIOCHEMICAL CORPORATION, which continues to exist under the laws of VIRGINIA with the name LOTUS BIOCHEMICAL CORPORATION. The existence of each non-surviving entity ceases, according to the plan of merger.

The certificate is effective on June 30, 1999. at 10:00 am.

STATE CORPORATION COMMISSION

By



Commissioner

MERGACPT
CIS20352
99-08-30-0602

ARTICLES OF MERGER**MERGING****BIOLOGICAL & POPULAR CULTURE, INC.**

(a Virginia corporation)

WITH AND INTO**LOTUS BIOCHEMICAL CORPORATION**

(a Virginia corporation)

Pursuant to the provisions of Section 13.1-720 of the Virginia Stock Corporation Act (the "VSCA"), Lotus Biochemical Corporation, a Virginia corporation (the "Surviving Corporation"), as the surviving corporation, hereby adopts the following Articles of Merger:

I.

The Plan of Merger (the "Plan") pursuant to which Biological & Popular Culture, Inc., a Virginia corporation (the "Merged Corporation"), will merge with and into the Surviving Corporation (the "Merger"), is attached hereto as Exhibit A and made a part hereof.

II.

The Plan was duly approved and adopted as of June 30, 1999 by the Board of Directors of the Surviving Corporation by unanimous written consent. The Surviving Corporation owns greater than 90% of the outstanding shares of each class of capital stock of the Merged Corporation. Pursuant to Section 13.1-719 of the VSCA, no approval of the shareholders of the Surviving Corporation or the Merged Corporation was required.

III.

The effective time and date of the Merger shall be 10:00 a.m., Eastern Daylight Time, on June 30, 1999.

381756

IN WITNESS WHEREOF, said Lotus Biochemical Corporation has caused these Articles of Merger to be signed by its authorized officer this 30th day of June, 1999.

LOTUS BIOCHEMICAL CORPORATION

By: *Randal J. Kirk*

Name: Randal J. Kirk

Title: Chairman