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(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Lifestream International, LLC

- Individual(s)
- General Partnership
- Corporation-State
- Other Delaware limited liability company
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: _____

2. Name and address of receiving party(ies)

Name: Lifestream International, Inc.

Internal

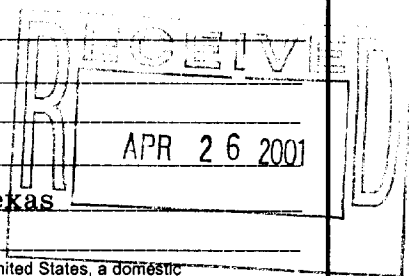
Address: The Woodlands Research Forest

Street Address: 2828 North Crescent Ridge Dr.

City: The Woodlands State: TX Zip: 77381

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Texas
- 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



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

A. Trademark Application No.(s)

75 754458

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Jeffery S. Norman, Esq.

Internal Address: Kirkland & Ellis

Street Address: 200 East Randolph Drive

City: Chicago State: IL Zip: 60601

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:

220440

(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.

Donna R. Gasiorowski, Senior Legal Assistant to Jeffery S. Norman

Name of Person Signing Norman

Donna R. Gasiorowski
Signature

4/24/01
Date

Total number of pages including cover sheet, attachments, and document: 6

LS-217

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

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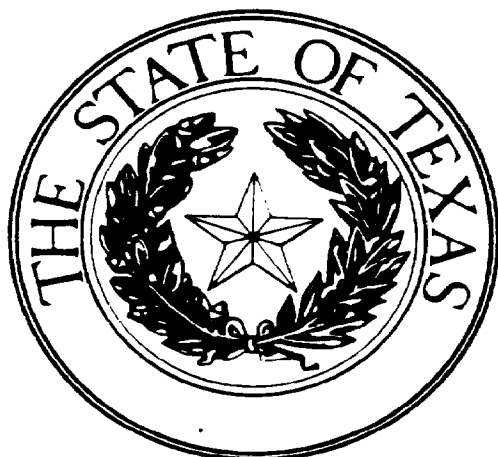
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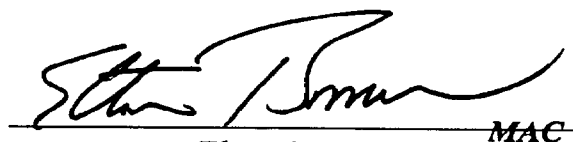
The State of Texas

SECRETARY OF STATE

I, **ELTON BOMER**, Secretary of State of the State of Texas, **DO HEREBY CERTIFY** that the attached is a copy of the Articles of Merger for **LIFESTREAM INTERNATIONAL, LLC.**, a **DELAWARE** limited liability company, and **LIFESTREAM INTERNATIONAL, INC.**, a **TEXAS** corporation, which was filed in this office on **OCTOBER 06, 1999**, and that according to the terms of the Merger the surviving corporation is **LIFESTREAM INTERNATIONAL, INC.**, a **TEXAS** corporation.



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, on October 6, 1999.


MAC

Elton Bommer
Secretary of State
TRADEMARK

**ARTICLES OF MERGER
OF
LIFESTREAM INTERNATIONAL, LLC
WITH AND INTO
LIFESTREAM INTERNATIONAL, INC.**

FILED
In the Office of the
Secretary of State of Texas
OCT 06 1999
Corporations Section

Pursuant to the provisions of Article 5.04 of the Texas Business Corporation Act, the undersigned corporation and limited liability company certify the following Articles of Merger adopted for the purpose of merging Lifestream International, LLC, a Delaware limited liability company, into Lifestream International, Inc., a Texas corporation, in accordance with the provisions of Part Five of the Texas Business Corporation Act.

1. The names of the undersigned corporation and limited liability company that are parties to the plan of merger, the type of such corporation or other entity and the laws under which such entity's are respectively organized are:

<u>Name of Entity</u>	<u>Type of Entity</u>	<u>State</u>
Lifestream International, LLC	Limited Liability Company	Delaware
Lifestream International, Inc.	Corporation	Texas


2. A plan of merger was approved and adopted in accordance with the provisions of Article 5.03 of the Texas Business Corporation Act providing for the combination of Lifestream International, Inc. and Lifestream International, LLC, resulting in Lifestream International, Inc. being the surviving corporation in the merger and such plan of merger is attached hereto as Exhibit A and is incorporated herein by reference (the "Plan of Merger").

3. As to each of the undersigned entities, the approval of whose shareholders or members is required, the number of outstanding shares (or units) of each class or series of stock (or units) of such entity, entitled to vote, with other shares (or units) or as a class, on the Plan of Merger are as follows:

<u>Name of Corporation</u>	<u>Number of Shares/Units Outstanding</u>	<u>Class or Series</u>	<u>Number of Shares/Units Entitled To Vote as a Class or Series</u>
Lifestream International, LLC	1	Units	1
Lifestream International, Inc.	1,000	Common Stock	1,000

Dated this 6th day of October, 1999.

LIFESTREAM INTERNATIONAL, LLC

By: 
Name: Robert W. Kleinert
Title: Chief Executive Officer and President

LIFESTREAM INTERNATIONAL, INC.


By: 
Name: Robert W. Kleinert
Title: Chief Executive Officer and President

Exhibit A

PLAN OF MERGER

THIS PLAN OF MERGER is by and between Lifestream International, Inc., a Texas corporation ("Lifestream Inc.") and Lifestream International, LLC, a Delaware limited liability company ("Lifestream LLC"). Lifestream LLC and Lifestream Inc. are hereinafter sometimes collectively referred to as the "Merging Corporations."

1. **The Merger.** Pursuant to the provisions of Article 5.04 of the Texas Business Corporation Act ("TBCA"), at the Effective Time (as defined below), Lifestream LLC will be merged with and into Lifestream Inc. (the "Merger"). As a result of the Merger, Lifestream Inc. will continue as the surviving corporation (the "Surviving Corporation"), and the separate corporate existence of Lifestream LLC shall cease. At the Effective Time, the Surviving Corporation shall be considered the same business and corporate entity as each of the Merging Corporations and thereupon and thereafter, all the property, rights, powers, and franchises of each of the Merging Corporations shall vest in the Surviving Corporation and the Surviving Corporation shall be subject to and be deemed to have assumed all of the debts, liabilities, obligations and duties of each of the Merging Corporations and shall have succeeded to all of each of their relationships, fiduciary or otherwise, as fully and to the same extent as if such property, right, privileges, powers, franchises, debts, obligations, duties and relationships had been originally acquired, incurred or entered into by the Surviving Corporation. In addition, any reference to either of the Merging Corporations in any contract, will or document, whether executed or taking effect before or after the Effective Time, shall be considered a reference to the Surviving Corporation if not inconsistent with the other provisions of the contract, will or document; and any pending action or other judicial proceeding to which either of the Merging Corporations is a party, shall not be deemed to have been abated or to have been discontinued by reason of the Merger, but may be prosecuted to final judgment, order or decree in the same manner as if the Merger had not been made, or the Surviving Corporation may be substituted as a party to such action or proceeding, and any judgment, order or decree may be rendered for or against it that might have been rendered for or against either of the Merging Corporations if the Merger had not occurred. In addition to the foregoing, the Merger will have the effects set forth in Article 5.06 of the Texas Business Corporation Act.

2. **Effective Time.** The Merger shall become effective at the date and time specified on the Certificate of Merger issued by the Secretary of State of the State of Texas (the "Effective Time").

3. **Articles of Incorporation.** The Restated Articles of Incorporation of Lifestream Inc., as the Surviving Corporation, in effect at the time of the Merger, shall be the Restated Articles of Incorporation, until such Restated Articles of Incorporation are amended as provided by law.

4. **By-Laws.** The By-Laws of Lifestream Inc., as in effect immediately prior to the Effective Time, shall continue in full force and effect as the By-Laws of the Surviving Corporation, until amended as provided by law.

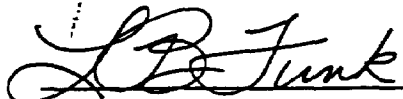
5. Manner and Conversion of the Lifestream LLC Interests. At the Effective Time, each limited liability company interest of the Lifestream LLC issued and outstanding immediately prior to the Merger and all rights in respect thereof shall automatically be cancelled and forthwith cease to exist.

6. Termination. This Plan of Merger may be terminated and abandoned at any time prior to the Effective Time by the written consent of the parties hereto.

IN WITNESS WHEREOF, this Plan of Merger is executed and deemed effective this 6th day of October, 1999.

LIFESTREAM INTERNATIONAL, INC.

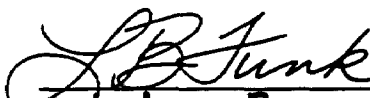
ATTEST:

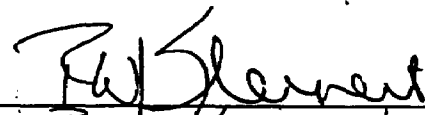

Name: Lisa Bossard Funk
Title: Secretary

By: 
Name: Robert W. Kleinert
Title: Chief Executive Officer and President

ATTEST:

LIFESTREAM INTERNATIONAL, LLC


Name: Lisa Bossard Funk
Title: Asst. Secretary

By: 
Name: R.W. Kleinert
Title: President & CEO