

08-17-2001

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



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

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

1. Name of conveying party(ies): MDF Acquisition Corporation

8.10.01

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

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

2. Name and address of receiving party(ies)

Name: Biocetix, Inc. Internal Address: 11260 El Camino Real Street Address: San Diego State: California Zip: 92130

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: July 20, 2000

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

A. Trademark Application No.(s) 76/056,110; 76/056,118; 76/055,545; 76/055,565; 75/828,196; 75/827,976; 75/824,907

B. Trademark Registration No.(s)

40E

Additional number(s) attached Yes No

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

Name: Harold J. Milstein Internal Address: Heller Ehrman White & McAuliffe LLP Street Address: 275 Middlefield Road City: Menlo Park State: California Zip: 94025

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41) \$ 190.00 Enclosed Authorized to be charged to deposit account

8. Deposit account number:

08-1645

(Attach duplicate copy of this page if paying by deposit account)

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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.

Harold J. Milstein Name of Person Signing

Signature

8/7/01 Date

Total number of pages including cover sheet, attachments, and document: 3

08/17/2001 DBYRME 00000004 76056110

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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State of Delaware  
Office of the Secretary of State

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "MDF ACQUISITION CORP.", CHANGING ITS NAME FROM "MDF ACQUISITION CORP." TO "BIOCEUTIX INC.", FILED IN THIS OFFICE ON THE THIRD DAY OF AUGUST, A.D. 2000, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



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A handwritten signature in cursive script, reading "Edward J. Freel".

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Edward J. Freel, Secretary of State

AUTHENTICATION: 0600193

DATE: 08-03-00

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CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION OF  
MDF ACQUISITION CORP.,  
a Delaware corporation

MDF Acquisition Corp., a corporation organized and existing under and by virtue of the General Corporation law of the State of Delaware (the "DGCL") (hereinafter, the "Corporation"), DOES HEREBY CERTIFY:

FIRST: That pursuant to unanimous written consent of the Board of Directors in accordance with Section 141(f) of the DGCL, the Corporation adopted resolutions setting forth a proposed amendment to the Certificate of Incorporation of the Corporation, declaring said amendment to be advisable and authorizing the officers of the Corporation to present the proposed amendment to the stockholders of the Corporation for their consideration. The amendment is set forth below:

RESOLVED, that Article I of the Certificate of Incorporation is hereby amended to read in its entirety as follows:

"I.

The name of this corporation is BIOCEUTIX INC."

SECOND: That, thereafter, the proposed amendment was approved by the holder of a majority of the outstanding shares of preferred and common stock of the Corporation entitled to vote therein, pursuant to an action by Majority Consent of the Stockholders of the Corporation, in accordance with Sections 228(a) and 242(b) of the DGCL.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the DGCL.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be executed by Raymond D. Sphire Jr., its Chief Executive Officer as of this 12<sup>th</sup> day of July, 2000.



Raymond D. Sphire Jr., Chief Executive Officer

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 08/03/2000  
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M5391-001/6-26-00/lcd/xxx

RECORDED: 08/10/2001

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