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To the Honorable Commissioner of Patent and Trademarks: Please return in duplicate original documents or copy thereof.

1. Name of conveying party(ies): Biological & Popular Culture, Inc. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [X] Corporation-State [] Other Additional name(s) of conveying party(ies) attached? [] Yes [X] No

2. Name and address of receiving party(ies) Name: Lotus Biochemical Corporation Internal Address: Street Address: 100 5th Street City: Bristol State: TN Zip: 37620 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [X] Corporation-State Virginia [] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [X] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [] Yes [X] No

3. Nature of conveyance: [] Assignment [X] Merger [] Security Agreement [] Change of Name [] Other Execution Date: 6-30-99

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 75/197,049 B. Trademark Registration No.(s) Additional number(s) attached [] Yes [X] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: William H. Murray, Esquire Internal Address: Duane Morris LLP Street Address: One Liberty Place City: Philadelphia State: PA Zip: 19103-7396

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41) \$ 40.00 [X] Enclosed [] Authorized to be charged to deposit account

8. Deposit account number:

9. Signature. Robert E. Rosenthal, Esquire Name of Person Signing Signature Date July 24, 2002 Total number of pages including cover sheet, attachments, and document: 3

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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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.

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SENT BY:HUNTON & WILLIAMS

12-8-99 ; 5:40PM ;

Richmond

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: 

Name: Randal J. Kirk

Title: Chairman