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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings



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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):

Nutraceutix, Inc.

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

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

2. Name and address of receiving party(ies)

Name: SCOLR, Inc.

Internal

Address:

Street Address: 8340 154th Avenue NE

City: Redmond State: WA Zip: 98052

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State of 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: 07/31/2002

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,375,452; 1,402,806;

1,711,123; 1,801,374; 2,300,634

Additional number(s) attached Yes No

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

Name: Suzanne L. Glassburn, Esq.

Internal Address: Nutter McClennen & Fish, LLP

Street Address: 155 Seaport Boulevard

City: Boston State: MA Zip: 02210-2604

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41) \$ 140.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

SUZANNE L. GLASSBURN Name of Person Signing

Suzanne L. Glassburn Signature

3/10/03 Date

Total number of pages including cover sheet, attachments, and document: 4

03/11/2003 TD1021 00000113 1375452

01 FC:0521 02 FC:0522

40.00 DP 100.00 DP

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

TRADEMARK REEL: 002687 FRAME: 0261

**CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION**  
**OF**  
**NUTRACEUTIX, INC.**

It is hereby certified that:

1. The name of the corporation (hereinafter called the "Corporation") is Nutraceutix, Inc.

2. The Certificate of Incorporation of the Corporation is hereby amended by striking out Articles One and Four and substituting in lieu thereof the following new Articles:

FIRST: The name of the Corporation is SCOLR, Inc.

FOURTH: The Corporation shall have authority to issue in the aggregate 55,000,000 shares of stock. Such shares shall be divided into two classes as follows:

- a. 50,000,000 shares of Common Stock with a par value of \$.001.
- b. 5,000,000 shares of Preferred Stock with a par value of \$.01.

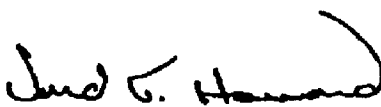
The Preferred Stock and the Common Stock may be issued in such classes or series, and may have such voting powers, full or limited, or no voting powers, and such designations, preferences and relative, participating, optional or other special rights, and qualifications, or restrictions thereof, as shall be stated and expressed in the Certificate of Incorporation or of any amendment thereto, or in the resolution or resolutions providing for the issue of such stock adopted by the Board of Directors pursuant to the authority which is expressly vested in it by the provisions hereof. Any of the voting powers, designations, preferences, rights and qualifications, limitations or restrictions of any such class or series of stock may be made dependent upon facts ascertainable outside the Certificate of Incorporation or of any amendment thereto, or outside the resolution or resolutions providing for the issue of such stock adopted by the Board of Directors pursuant to the authority which is expressly vested in it by the provisions hereof, provided that the manner in which such facts shall operate upon the voting powers, designations, preferences, rights and qualifications, limitations or restrictions of such class or series of stock is clearly and expressly set forth in this Certificate of Incorporation or in the resolution or resolutions providing for the issue of such stock adopted by the Board of Directors. Notwithstanding the foregoing, each share of Common Stock shall be entitled to one vote on all matters requiring approval by the holders of the Corporation's Common Stock. Fully paid stock of this Corporation shall not be liable to any further call or assessment. All shares of stock shall be voted together on all

matters except those pertaining to the rights of particular classes of stock. The rights of any class of stock may not be changed without the consent of a majority of the shares entitled to vote on such a change.

3. The amendments of the Certificate of Incorporation herein certified have been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

Signed on this 11 day of July, 2002.

Nutraceutix, Inc.

A handwritten signature in cursive script, appearing to read "David T. Howard", written over a horizontal line.

By: David T. Howard

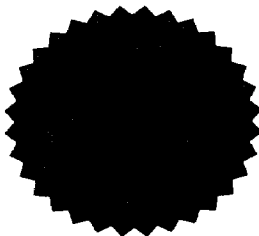
Its: President

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, 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 "NUTRACEUTIX, INC.", CHANGING ITS NAME FROM "NUTRACEUTIX, INC." TO "SCOLR, INC.", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF JULY, A.D. 2002, AT 9 O'CLOCK A.M.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2292106

030148456

DATE: 03-06-03

RECORDED: 03/11/2003

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