

1-31-92

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

Patent and Trademark Office
Attorney Docket No: NUCX51880

To the Director - U.S. Patent and Trademark Office: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): Nutraceutix, Inc. <input type="checkbox"/> Individuals <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____ Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): Name: <u>SCOLR, Inc.</u> Address: <u>8340 - 154th Avenue N.E.</u> City: <u>Redmond</u> State: <u>WA</u> ZIP: <u>98052-3864</u> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association <u>State of</u> _____ <input type="checkbox"/> General Partnership <u>State of</u> _____ <input type="checkbox"/> Limited Partnership <u>State of</u> _____ <input checked="" type="checkbox"/> Corporation-State <u>State of Delaware</u> <input type="checkbox"/> Other _____ If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution date: <u>July 31, 2002</u></p>	<p>4. Application number(s) or registration number(s): A. Trademark Application No(s). <u>76/290,134; 76/292,634; 76/290,807; 78/159,037; 78/261,152</u> B. Trademark Registration No(s). <u>1,392,081; 2,507,519; 1,405,455;</u> Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed. <u>Lee E. Johnson, Esq.</u> <u>CHRISTENSEN O'CONNOR</u> <u>JOHNSON KINDNESS^{PLLC}</u> <u>1420 Fifth Avenue</u> <u>Suite 2800</u> <u>Seattle, WA 98101-2347</u> <u>206.682.8100</u></p>	<p>6. Total number of applications and registrations involved: <u>8</u> 7. Total fee (37 CFR 3.41):.....\$ <u>215.00</u> 8. The Director is authorized to charge any fees that may be required or credit any overpayment to Deposit Account Number 03-1740.</p>

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.
Lee E. Johnson Lee E. Johnson 11/20/03
Name of Attorney or Agent Signature Date
Registration No. 22,946
Direct Dial 206.695.1701
Total number of pages including cover sheet, attachments and document: 4

OMB No. 0651-0011 (exp. 4/94)

I hereby certify that, on the date indicated below, this correspondence is being transmitted by facsimile to the U.S. Patent and Trademark Office, Assignment Division, Facsimile No. (703) 306-5995.

Date: 11/20/03 Peggy Sloane
Peggy Sloane

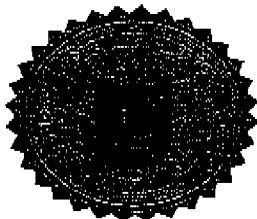
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Delaware

PAGE 1

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

2442396 8100

030627018

AUTHENTICATION: 2692211

DATE: ~~TRADEMARK~~
REEL: 002750 FRAME: 0782

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 07/31/2002
020488023 - 2442396

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.

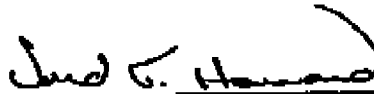
The Preferred Stock and the Common Stock may be issued in such classes or series, and may have such voting powers, full or limited, or no voting powers, and such designations, preferences and relative, participating, optional or other special rights, and qualifications, or restrictions thereof, as shall 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.

Nutraceutical, Inc.



By: David T. Howard
Its: President