

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Hauser, Inc.		12/09/1999	CORPORATION: COLORADO

RECEIVING PARTY DATA	
Name:	Hauser, Inc.
Street Address:	5555 Airport Boulevard
City:	Boulder
State/Country:	COLORADO
Postal Code:	80301
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 2		
Property Type	Number	Word Mark
Registration Number:	2107775	STABILENHANCE
Registration Number:	2606070	COLORENHANCE

CORRESPONDENCE DATA

Fax Number: (415)369-8731
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 415 369 7367
 Email: btroutman@thelenreid.com
 Correspondent Name: Becky L. Troutman
 Address Line 1: Thelen Reid & Priest LLP
 Address Line 2: P.O. Box 190187
 Address Line 4: San Francisco, CALIFORNIA 94119-0187

ATTORNEY DOCKET NUMBER:	010556-16
NAME OF SUBMITTER:	Becky L. Troutman

Total Attachments: 3
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CERTIFICATE OF MERGER

OF

HAUSER, INC.

(a Colorado corporation)

WITH AND INTO

HAUSER, INC.

(a Delaware corporation)

The undersigned corporation DOES HEREBY CERTIFY:

FIRST: That the names and states of incorporation of each of the constituent corporations of the merger are as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
Hauser, Inc.	Colorado
Hauser, Inc.	Delaware

SECOND: That an Agreement and Plan of Merger between, Hauser, Inc., a Delaware corporation ("Hauser-DEL"), and Hauser, Inc., a Colorado corporation ("Hauser-Col"), the parties to the merger, has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation of the merger, Hauser-DEL, is "Hauser, Inc." (the "Surviving Corporation").

FOURTH: That the Certificate of Incorporation of Hauser-DEL shall continue in full force and effect as the Certificate of Incorporation of the Surviving Corporation.

FIFTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation, the address of which is 5555 Airport Boulevard, Boulder, Colorado 80301.

SIXTH: That a copy of the Agreement and Plan of Merger will be furnished, on request and without cost, to any stockholder of either constituent corporation.

SEVENTH: That the authorized capital stock of Hauser-DEL is twenty million (20,000,000) shares of common stock, \$.001 par value per share.

EIGHTH: That this Certificate of Merger shall be effective on December 9, 1999.

IN WITNESS WHEREOF, Hauser, Inc., a Delaware corporation, has caused this Certificate of Merger to be signed by Volker Wypyszyk, its authorized officer, this 9th day of December, 1999.

IN WITNESS WHEREOF, Hauser, Inc., a Colorado corporation, has caused this Certificate of Merger to be signed by Volker Wypyszyk, its authorized officer, this 9th day of December, 1999.

HAUSER, INC. (Delaware)

By: [Signature]
Volker Wypyszyk
President

ATTEST:

By: [Signature]
Ralph L. Heimann
Secretary

HAUSER, INC. (Colorado)

By: [Signature]
Volker Wypyszyk
President

ATTEST:

By: [Signature]
Ralph L. Heimann
Secretary