

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

**RECORDATION FORM COVER SHEET**  
**TRADEMARKS ONLY**

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.

<p>1. Name of conveying party(ies): <u>America's Pharmacy Inc.</u></p> <p><input type="checkbox"/> Individual(s)                      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership              <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u>  <input type="checkbox"/> Other _____</p> <p>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>Systemed Pharmacy Inc.</u> Internal Address: _____ Street Address: <u>140 columbia</u> City: <u>Laguna Hills</u> State: <u>CA</u> Zip: <u>92656</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u>  <input type="checkbox"/> Other _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small></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 _____</p> <p>Execution Date: <u>February 27, 1995</u></p>	

<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s) <u>792,104; 1,451,699; 1,452,592 and 1,513,175</u></p>
Additional number(s) attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Mary L. Kevlin, Esq.</u> Internal Address: _____ <u>Cowan, Liebowitz &amp; Latman, P.C.</u> Street Address: <u>1133 Avenue of the Americas</u> City: <u>New York</u> State: <u>NY</u> Zip: <u>10036-6799</u></p>	<p>6. Total number of applications and registrations involved: ..... <u>4</u></p> <p>7. Total fee (37 CFR 3.41) ..... <u>\$115.00</u>  <input type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>03-3415</u> (Attach duplicate copy of this page if paying by deposit account)</p>
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**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.*

Mary L. Kevlin                      Mary Kevlin                      June 29, 2004  
 Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and document: 6

**CERTIFICATE OF FACSIMILE TRANSMISSION**

The undersigned hereby certifies that the above-captioned correspondence is being transferred by facsimile to the United States Patent and Trademark Office on the date shown above.

Mary L. Kevlin  
 Name: Mary L. Kevlin  
 Date: June 29, 2004

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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 ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "SYSTEMED PHARMACY INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE THIRD DAY OF JANUARY, A.D. 1985, AT 10 O'CLOCK A.M.

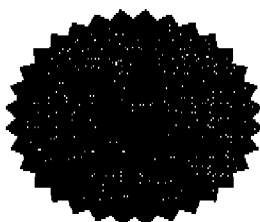
CERTIFICATE OF OWNERSHIP, FILED THE THIRTIETH DAY OF JANUARY, A.D. 1990, AT 10 O'CLOCK A.M.

CERTIFICATE OF OWNERSHIP, FILED THE TWENTY-EIGHTH DAY OF MAY, A.D. 1991, AT 10 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "AMERICA'S PHARMACY, INC." TO "SYSTEMED PHARMACY INC.", FILED THE TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 1995, AT 10 O'CLOCK A.M.

CERTIFICATE OF MERGER, FILED THE EIGHTH DAY OF JANUARY, A.D. 1997, AT 4 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2809540

DATE: 12-12-03  
TRADEMARK

REEL: 002883 FRAME: 0187

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 10:00 AM 02/28/1995  
95004364 - 2052000

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
AMERICA'S PHARMACY, INC.

America's Pharmacy, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the Delaware General Corporation Law,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of the Corporation by unanimous written consent duly adopted resolutions setting forth proposed amendments to the Certificate of Incorporation of the Corporation declaring said amendments to be advisable. The resolutions setting forth the proposed amendments are as follows:

NOW, THEREFORE, BE IT RESOLVED, that Article FIRST of this Corporation's Certificate of Incorporation be amended to read in full as follows:

"FIRST. The name of this Corporation is Systemed Pharmacy Inc."

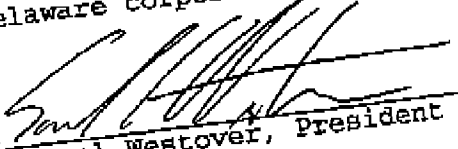
RESOLVED FURTHER, that Article NINTH of this Corporation's Certificate of Incorporation be deleted in its entirety.

SECOND: That at a duly held meeting of the stockholders of the Corporation, the stockholders have unanimously approved said amendments in accordance with the provisions of Section 242 of the Delaware General Corporation Law.

THIRD: That the aforesaid amendments were duly adopted in accordance with the applicable provisions of Section 242 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by Samuel Westover, its President, and attested by Judith W. Archbold, its Secretary, this 27<sup>th</sup> day of February, 1995.

AMERICA'S PHARMACY, INC.,  
a Delaware corporation

By:   
Samuel Westover, President

ATTEST:

By:   
Judith W. Archbold, Secretary