

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
FRS Technologies LLC		06/21/2004	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA	
Name:	Quercegen Holdings LLC
Street Address:	51 Locust Avenue
Internal Address:	Suite 302A
City:	New Canaan
State/Country:	CONNECTICUT
Postal Code:	06840
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Serial Number:	78077480	A NEW DAWN IN HEALTHY NUTRITION
Serial Number:	78078701	
Serial Number:	78046135	FLAVOVIT
Serial Number:	78088943	FREE RADICAL SCAVENGERS
Registration Number:	2778635	FRS
Registration Number:	2837152	NEW SUN
Serial Number:	78072743	NEW SUN
Serial Number:	78078699	NEW SUN FLAVONOIDS CONTAINS FRS 50
Serial Number:	78076748	NEW SUN ANTIOXIDANT HEALTH BOOSTER
Serial Number:	78076741	NEW SUN FLAVONOIDS
Serial Number:	78076744	NEW SUN NATURALLY HEALTHY REFRESHMENT
Serial Number:	78076745	NEW SUN NUTRITION COMPANY
Serial Number:	78109204	ONE SUN
Serial Number:	78109202	ONE SUN FOR ALL

CH \$390.00 78077480

Serial Number:	78077482	T-PLUS
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CORRESPONDENCE DATA

Fax Number: (626)577-8800
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (626) 795-9900
Email: pto@cph.com
Correspondent Name: Christie, Parker & Hale, LLP
Address Line 1: P.O. Box 7068
Address Line 4: Pasadena, CALIFORNIA 91109-7068

ATTORNEY DOCKET NUMBER:	10.4/MM/Q46
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NAME OF SUBMITTER:	Michael J. MacDermott
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Total Attachments: 2 source=Quercegen4_Page_3#page1.tif source=Quercegen4_Page_4#page1.tif
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Delaware

PAGE 1

The First State

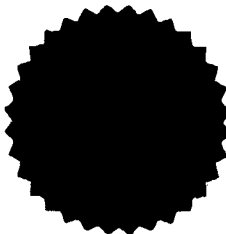
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"FRS TECHNOLOGIES LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "QUERCEGEN HOLDINGS LLC" UNDER THE NAME OF "QUERCEGEN HOLDINGS LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF JUNE, A.D. 2004, AT 12:52 O'CLOCK P.M.

3688420 8100M

040454381



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3183804

DATE: 06-21-04

TRADEMARK
REEL: 002887 FRAME: 0742

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:52 PM 06/21/2004
FILED 12:52 PM 06/21/2004
SRV 040434381 - 3688420 FILE

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC LIMITED LIABILITY COMPANIES**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned limited liability company executed the following Certificate of Merger:

FIRST: The name of the surviving limited liability company is Quercegen Holdings LLC, and the name of the limited liability company being merged into this surviving limited liability company is FRS Technologies LLC.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent limited liability companies.

THIRD: The name of the surviving limited liability company is Quercegen Holdings LLC.

FOURTH: The merger is to become effective immediately upon the filing of this Certificate of Merger with the Delaware Secretary of State.

FIFTH: The Agreement of Merger is on file at 51 Locust Avenue Suite 302A, New Canaan, Connecticut 06840, the place of business of the surviving limited liability company.

SIXTH: A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the constituent limited liability companies.

IN WITNESS WHEREOF, said surviving limited liability company has caused this certificate to be signed by an authorized person the 21 day of June, 2004.

By: 
Authorized Person

Name: Michael Graham

Title: Manager