

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
Quercegen Holdings LLC		06/21/2004	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	New Sun Nutrition LLC
Street Address:	1180 Eugenia Place
Internal Address:	Suite 104
City:	Carpinteria
State/Country:	CALIFORNIA
Postal Code:	93013
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Serial Number:	78077480	A NEW DAWN IN HEALTHY NUTRITION
Serial Number:	78180298	AQUA SOY
Serial Number:	78180301	AQUA SOYA
Serial Number:	78078701	
Serial Number:	78046135	FLAVOVIT
Serial Number:	78088943	FREE RADICAL SCAVENGERS
Registration Number:	2778635	FRS
Serial Number:	78171926	INTELLISOY
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

CH \$465.00 78077480

Serial Number:	78076745	NEW SUN NUTRITION COMPANY
Serial Number:	78109204	ONE SUN
Serial Number:	78109202	ONE SUN FOR ALL
Serial Number:	78077482	T-PLUS

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
NAME OF SUBMITTER:	Michael J. MacDermott

Total Attachments: 2
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Delaware

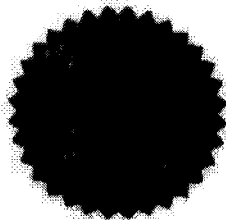
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The First State

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 MERGER, WHICH MERGES:

"QUERCEGEN HOLDINGS LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "NEW SUN NUTRITION LLC" UNDER THE NAME OF "NEW SUN NUTRITION 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 4:52 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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040457851

AUTHENTICATION: 3185647

DATE: 06-22-04

TRADEMARK
REEL: 002887 FRAME: 0750

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:04 PM 06/21/2004
FILED 04:52 PM 06/21/2004
SRV 040456950 - 3706158 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 New Sun Nutrition LLC, and the name of the limited liability company being merged into this surviving limited liability company is Quercegen Holdings 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 New Sun Nutrition 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 1180 Eugenia Place, Suite 104, Carpinteria, CA 93013, 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 20th day of June, 2004.

By: 
Authorized Person

Name: Richard Lamb

Title: President