

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	03/14/2006		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PERMAXIM, LLC		03/14/2006	LIMITED LIABILITY COMPANY: CALIFORNIA
RECEIVING PARTY DATA			
Name:	REDWOOD TOXICOLOGY LABORATORY, INC.		
Street Address:	3650 Westwind Boulevard		
City:	Santa Rosa		
State/Country:	CALIFORNIA		
Postal Code:	95403		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	78702365	PERMAXIM	
Serial Number:	78708397	REDI-CLIN	
Registration Number:	3031790	REDITEST	
CORRESPONDENCE DATA			
Fax Number:	(213)430-6407		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	(213) 430-8308		
Email:	sgordon@omm.com		
Correspondent Name:	Shari L. Gordon		
Address Line 1:	400 S. Hope Street		
Address Line 2:	18th Floor		
Address Line 4:	Los Angeles, CALIFORNIA 90071-2899		
ATTORNEY DOCKET NUMBER:	019,642-32		

CH \$90.00 78702365

900045405

TRADEMARK
REEL: 003278 FRAME: 0891

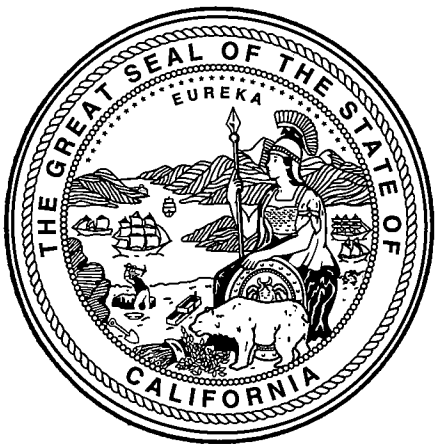
NAME OF SUBMITTER:	Svetlana G. Attestatova
Signature:	/Svetlana G. Attestatova/
Date:	03/29/2006
<p>Total Attachments: 7</p> <p>source=PerMaxim Merger#page1.tif</p> <p>source=PerMaxim Merger#page2.tif</p> <p>source=PerMaxim Merger#page3.tif</p> <p>source=PerMaxim Merger#page4.tif</p> <p>source=PerMaxim Merger#page5.tif</p> <p>source=PerMaxim Merger#page6.tif</p> <p>source=PerMaxim Merger#page7.tif</p>	

State of California
Secretary of State



I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That the attached transcript of 6 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

MAR 27 2006

A handwritten signature in cursive script, reading "Bruce McPherson".

BRUCE McPHERSON
Secretary of State

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

**AGREEMENT OF MERGER
MERGING
PERMAXIM, LLC
WITH AND INTO
REDWOOD TOXICOLOGY LABORATORY, INC.**

MAR 17 2006

March 14, 2006

Pursuant to Section 1113 of the California General Corporation Law ("CGCL"), REDWOOD TOXICOLOGY LABORATORY, INC. ("RTL"), a California corporation, hereby submits the following agreement of merger ("Agreement of Merger"), whereby PERMAXIM, LLC ("PerMaxim"), a California limited liability company and wholly-owned subsidiary of RTL, will merge with and into RTL (the "Merger").

1. Entities. The names and places of incorporation or organization of the entities planning to merge pursuant to this Agreement of Merger are as follows:

(a) PERMAXIM, LLC, a California limited liability company;

(b) REDWOOD TOXICOLOGY LABORATORY, INC., a California corporation.

2. Surviving Entity. RTL shall be the Surviving Entity of the Merger (hereinafter referred to as the "Surviving Entity"). The separate existence of PerMaxim shall cease upon the effective date of the Merger (the "Effective Time"). The Effective Time, as used herein, shall mean the date and time which this Agreement of Merger has been duly filed with the Secretary of State of California. The Merger shall have the effects set forth in Section 1107 of the CGCL and all other effects specified in the CGCL.

3. Articles of Incorporation. The Articles of Incorporation of RTL as the Surviving Entity shall be the same Articles of Incorporation of RTL as in effect immediately prior to the Effective Time and shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the CGCL.

4. Approval of Board of Directors and Sole Manager. The Board of Directors of RTL and the sole Manager of PerMaxim have approved the terms of this Agreement of Merger.

5. Approval of Sole Member. The sole member of PerMaxim has approved the terms of this Agreement of Merger.

6. Effect on Capital Stock and Membership Interests. At the Effective Time, by virtue of the Merger and without any action on the part of RTL, PerMaxim, any shareholder of RTL or any member of PerMaxim, all membership interests in PerMaxim outstanding immediately prior to the Effective Time shall be converted into the right to receive \$1.

8. Further Assurances. PerMaxim and RTL shall, from time to time, take all such actions, and execute and deliver, or cause to be executed and delivered, all such instruments and documents, as may be deemed necessary or advisable to carry out the intent and purpose of the Merger.

9. Counterparts. This Agreement of Merger may be executed in two or more counterparts, all of which shall be deemed an original and all of which shall constitute but one and the same instrument.

[Signature page follows]

IN WITNESS WHEREOF, the parties hereto have caused this Agreement of Merger to be duly executed as of the day and year first above written.

PERMAXIM, LLC,
a California limited liability company

By: Robert Mount
Name: Robert Mount
Title: Manager

REDWOOD TOXICOLOGY LABORATORY,
INC.,
a California corporation

By: Robert Mount
Name: Robert Mount
Title: President & Secretary

**CERTIFICATE OF APPROVAL
OF
AGREEMENT OF MERGER**

March 14, 2006

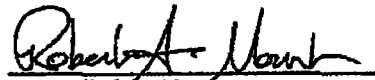
The undersigned certifies that:

1. He is the President and Secretary, of Redwood Toxicology Laboratory, Inc., a California corporation ("RTL").
2. The Agreement of Merger in the form attached hereto was entitled to be and was duly approved by the board of directors of RTL (as provided in Section 1201 of the California General Corporation Law).

The undersigned further declares under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct to his own knowledge.

[Signature page follows]

Executed on March 14, 2006.

A handwritten signature in dark ink, appearing to read "Robert Meunt", written over a horizontal line.

Name: Robert Meunt

Title: President and Secretary

LA1:1101471

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State of California
Secretary of State

CERTIFICATE OF MERGER

(Corporations Code sections 1113(g), 6019.1, 8019.1,
9840, 12540.1, 15678.4, 16915(b) and 17552)

IMPORTANT — Read all instructions before completing this form.

This Space For Filing Use Only

1. NAME OF SURVIVING ENTITY Redwood Toxicology Laboratory, Inc.	2. TYPE OF ENTITY corporation	3. CA SECRETARY OF STATE FILE NUMBER C1744126	4. JURISDICTION California
5. NAME OF DISAPPEARING ENTITY PerMaxim, LLC	6. TYPE OF ENTITY limited liability company	7. CA SECRETARY OF STATE FILE NUMBER 200300710111	8. JURISDICTION California
9. THE PRINCIPAL TERMS OF THE AGREEMENT OF MERGER WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. IF A VOTE WAS REQUIRED, SPECIFY THE CLASS AND THE NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE ON THE MERGER AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS. ATTACH ADDITIONAL PAGES, IF NECESSARY.			
<u>SURVIVING ENTITY</u>		<u>DISAPPEARING ENTITY</u>	
CLASS AND NUMBER	AND	CLASS AND NUMBER	AND
PERCENTAGE VOTE REQUIRED		PERCENTAGE VOTE REQUIRED	
A vote was not required.		membership interest 1	51%
10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER, CHECK THE APPLICABLE STATEMENT. <input type="checkbox"/> No vote of the shareholders of the parent party was required. <input type="checkbox"/> The required vote of the shareholders of the parent party was obtained.			
11. IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, PROVIDE THE REQUISITE CHANGES (IF ANY) TO THE INFORMATION SET FORTH IN THE SURVIVING ENTITY'S ARTICLES OF ORGANIZATION, CERTIFICATE OF LIMITED PARTNERSHIP OR STATEMENT OF PARTNERSHIP AUTHORITY RESULTING FROM THE MERGER. ATTACH ADDITIONAL PAGES, IF NECESSARY.			
12. IF A DISAPPEARING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, ENTER THE PRINCIPAL ADDRESS OF THE SURVIVING ENTITY.			
PRINCIPAL ADDRESS OF SURVIVING ENTITY		CITY AND STATE	ZIP CODE
3650 Westwind Blvd.		San Jose, CA	95128
13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED. ATTACH ADDITIONAL PAGES, IF NECESSARY.			
14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER.		15. FUTURE EFFECTIVE DATE, IF ANY ____/____/____ (Month) (Day) (Year)	
16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE.			
17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.			
SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY		DATE	
Robert Mouni		3-14-06	
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON			
Robert Mouni, President			
SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY		DATE	
Robert Mouni		3-14-06	
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON			
Robert Mouni, Secretary			
SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY		DATE	
Robert Mouni		3-14-06	
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON			
Robert Mouni, Manager			
SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY		DATE	
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON			
For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing: _____			

OSE MERGER-1 (REV 01/2006)

