

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/31/2005

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Merrell Pharmaceuticals Inc.		10/31/2005	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Aventis Inc.
Street Address:	3711 Kennett Pike
Internal Address:	Suite 200
City:	Greenville
State/Country:	DELAWARE
Postal Code:	19807
Entity Type:	CORPORATION: PENNSYLVANIA

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Serial Number:	78409263	CITRUCEL JUICESMOOTHIE

**CORRESPONDENCE DATA**

Fax Number: (212)813-5901  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 212-813-5900  
 Email: dsullivan@frosszelnick.com  
 Correspondent Name: Susan Upton Douglass  
 Address Line 1: Fross Zelnick Lehrman & Zissu, P.C.  
 Address Line 2: 866 United Nations Plaza  
 Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER:	MERR - 0505719
-------------------------	----------------

NAME OF SUBMITTER:	Susan Upton Douglass
--------------------	----------------------

CH \$40.00 78409263

Signature:	/susan upton douglass/
Date:	07/12/2006
<b>Total Attachments: 3</b> source=060712-0505719-MERR-merger CITRRUCEL JUICESMOOTHIE#page1.tif source=060712-0505719-MERR-merger CITRRUCEL JUICESMOOTHIE#page2.tif source=060712-0505719-MERR-merger CITRRUCEL JUICESMOOTHIE#page3.tif	

# 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:

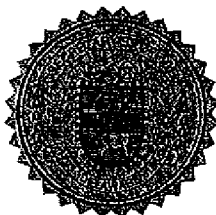
"MERRELL PHARMACEUTICALS INC.", A DELAWARE CORPORATION, WITH AND INTO "AVENTIS INC." UNDER THE NAME OF "AVENTIS INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF PENNSYLVANIA, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF OCTOBER, A.D. 2005, AT 12:02 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF OCTOBER, A.D. 2005, AT 5 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4052374 8100M

050882746



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4259938

DATE: 10-28-05

TRADEMARK  
REEL: 003346 FRAME: 0049

**CERTIFICATE OF MERGER**

**OF**

**MERRELL PHARMACEUTICALS INC.**  
(a Delaware corporation)

**WITH AND INTO**

**AVENTIS INC.**  
(a Pennsylvania 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>
Merrell Pharmaceuticals Inc.	Delaware
Aventis Inc.	Pennsylvania

**SECOND:** That an Agreement of Merger between 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 Delaware.

**THIRD:** That the name of the corporation surviving the merger is Aventis Inc., a Pennsylvania corporation (the "Surviving Corporation").

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

**FIFTH:** That an executed Agreement of Merger is on file at an office of the Surviving Corporation, the address of which is 300 Somerset Corporate Blvd., Bridgewater, New Jersey 08807.

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

**SEVENTH:** That the Surviving Corporation may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent Delaware corporation as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of Delaware, and it does

hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is 300 Somerset Corporate Blvd., Bridgewater, New Jersey 08807, Att: General Counsel, North America until the surviving corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose.

**EIGHTH:** That this Certificate of Merger shall be effective on October 31, 2005 at 5:00pm.

**MERRELL PHARMACEUTICALS INC.**

By: Joseph M. Palladino  
Joseph M. Palladino, President

**AVENTIS INC.**

By: Timothy Rothwell  
Timothy Rothwell, President

October 28, 2005