

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Bioceutix Inc.		08/31/2006	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	MD Formulations, Inc.
Street Address:	425 Bush Street
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94108
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 8**

Property Type	Number	Word Mark
Registration Number:	1733914	M.D.FORMULATIONS
Registration Number:	1814638	M.D. FORMULATIONS
Registration Number:	2241493	M.D. FORMULATIONS VIT-A-PLUS
Registration Number:	2498951	CELLABRASION
Serial Number:	76055545	BIOCEUTIX
Serial Number:	76055565	BIOCEUTIX
Registration Number:	3042110	BIOCEUTIX
Serial Number:	76405006	MD FORMULATIONS

**CORRESPONDENCE DATA**

Fax Number: (213)430-6407  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Email: gdurham@omm.com  
 Correspondent Name: Gina M. Durham, Esq.  
 Address Line 1: 400 South Hope Street  
 Address Line 2: O'Melveny & Myers LLP

CH \$215.00 1733914

Address Line 4: Los Angeles, CALIFORNIA 90071

NAME OF SUBMITTER:

Gina M. Durham

Signature:

/Gina M. Durham/

Date:

12/21/2006

Total Attachments: 2

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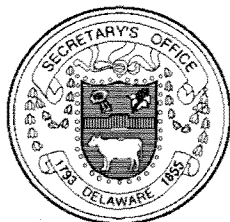
# Delaware

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 AMENDMENT OF "BIOCEUTIX INC.", CHANGING ITS NAME FROM "BIOCEUTIX INC." TO "MD FORMULATIONS, INC.", FILED IN THIS OFFICE ON THE FIFTH DAY OF DECEMBER, A.D. 2006, AT 4:52 O'CLOCK P.M.

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



3033463 8100

061109828

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5250584

DATE: 12-06-06

TRADEMARK  
REEL: 003448 FRAME: 0947

CERTIFICATE OF AMENDMENT  
OF  
AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION  
OF  
BIOCEUTIX, INC.

Bioceutix, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), hereby certifies as follows:

1. That pursuant to the authority conferred by the Amended and Restated Certificate of Incorporation and the Bylaws of the Corporation, the Board of Directors and sole stockholder duly adopted resolutions setting forth a proposed amendment to the Amended and Restated Certificate of Incorporation of the Corporation.

2. Upon the effectiveness hereof, Article First of the Amended and Restated Certificate of Incorporation shall be amended by striking out Article First in its entirety and by substituting in lieu of said Section the following new Section:

"FIRST: The name of the corporation (hereinafter the "Corporation") is:

**MD FORMULATIONS, INC."**

3. That the sole stockholder has given consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

4. That the aforesaid amendment was duly adopted in accordance with Sections 141(f), 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Bioceutix, Inc. has caused this certificate to be signed by an authorized officer thereof, this 31st day of August, 2006.

BIOCEUTIX, INC.

By: /s/ Leslie A. Blodgett

Name: Leslie A. Blodgett

Title: President

NSD\61826.3

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 04:59 PM 12/05/2006  
FILED 04:52 PM 12/05/2006  
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