

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/05/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
NUPETRA LLC		02/03/2007	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	APPLIED FOOD BIOTECHNOLOGY, INC.
Doing Business As:	DBA AFB INTERNATIONAL
Street Address:	3 Research Park Drive
City:	St. Charles
State/Country:	MISSOURI
Postal Code:	63304
Entity Type:	CORPORATION: MISSOURI

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	1190152	BIOFLAVOR
Registration Number:	3104459	NUPETRA
Registration Number:	3172244	NUPETRA

CORRESPONDENCE DATA

Fax Number: (860)286-0115
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (860)286-2929
 Email: TM@cantorcolburn.com
 Correspondent Name: George A. Pelletier, Jr.
 Address Line 1: 55 Griffin Road South
 Address Line 2: Cantor Colburn LLP
 Address Line 4: Bloomfield, CONNECTICUT 06002

CH \$90.00 1190152

ATTORNEY DOCKET NUMBER:	AFB-0082-G
NAME OF SUBMITTER:	George A. Pelletier, Jr.
Signature:	/gapjr/
Date:	06/05/2007
Total Attachments: 3 source=Articles of Merger Nupetra into AFB#page1.tif source=Articles of Merger Nupetra into AFB#page2.tif source=Articles of Merger Nupetra into AFB#page3.tif	

ARTICLES OF MERGER

NUPETRA LLC,
a Delaware limited liability company and
NUSCI LABORATORIES LLC,
a Delaware limited liability company
with and into
APPLIED FOOD BIOTECHNOLOGY, INC.
a Missouri corporation

Pursuant to the provisions of Section 347.725 of the Missouri Revised Statutes, the undersigned certify the following:

1. The names and jurisdictions of organization of each of the constituent entities which are to merge are:
 - (a) NuPetra LLC, a Delaware limited liability company
 - (b) NuSci Laboratories LLC, a Delaware limited liability company
 - (c) Applied Food Biotechnology, Inc., a Missouri corporation
2. NuPetra LLC, a Delaware limited liability company and NuSci Laboratories LLC, a Delaware limited liability company, shall each merge with and into Applied Food Biotechnology, Inc., a Missouri corporation, in accordance with the Agreement and Plan of Merger (such merger is referred to herein as the "Merger") and which Agreement and Plan of Merger has been authorized and approved by each of the constituent entities as required by Section 347.720 of the Missouri Revised Statutes.
3. These Articles of Merger, and the Merger, shall be effective on the date the Secretary of State of the State of Missouri accepts these Articles of Merger.
4. The name of the surviving entity is Applied Food Biotechnology, Inc., a Missouri corporation (the "Surviving Entity").
5. The registered agent of the Surviving Entity shall be The Corporation Company, with an address at 120 South Central Avenue, Clayton, MO 63105.
6. There are no amendments or changes to the organizational documents of the Surviving Entity and the organizational documents of the Surviving Entity shall be its organizational documents.
7. The executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Entity, located at 3 Research Park Drive, St Charles, Missouri 63304.
8. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Entity, on request and without cost, to any partner, shareholder, member, or their equivalent of any entity that is a party to the Merger.

[The next page is the

HARTI-1372734-1


State of Missouri
Merger - Other 2 Page(s)



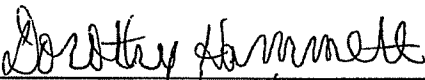
REEL: 003554 FRAME: 0628

IN AFFIRMATION THEREOF, the facts stated above are true and correct and the parties hereto have caused this Agreement to be duly executed as of February 3, 2007.

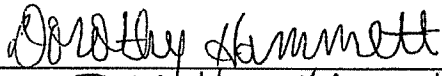
APPLIED FOOD BIOTECHNOLOGY, INC.
a Missouri corporation

By: 
Name: Jacquelyn A. Levin
Title: President, CEO

NUPETRA LLC,
a Delaware limited liability company

By: 
Name: DOROTHY HAMMETT
Title: Secretary

NUSCI LABORATORIES LLC,
a Delaware limited liability company

By: 
Name: DOROTHY HAMMETT
Title: Secretary

State of Missouri



Robin Carnahan
Secretary of State

CERTIFICATE OF MERGER MISSOURI ENTITY SURVIVING

WHEREAS, Articles of Merger of the following entities:

NUPETRA LLC -- FL0641206

*NUSCI LABORATORIES LLC - A Delaware Limited Liability Company not qualified
INTO:*

APPLIED FOOD BIOTECHNOLOGY, INC. -- 00290385

Organized and existing under laws of Missouri and Delaware have been received, found to conform to law, and filed.

NOW, THEREOF, I, ROBIN CARNAHAN, Secretary of State of the State of Missouri, issue this Certificate of Merger, certifying that the merger of the aforementioned entities is effected, with

APPLIED FOOD BIOTECHNOLOGY, INC. -- 00290385

as the surviving entity.

IN TESTIMONY WHEREOF, I hereunto
set my hand and cause to be affixed the
GREAT SEAL of the State of Missouri.
Done at the City of Jefferson, this
5th day of February, 2007.

A handwritten signature in cursive script that reads "Robin Carnahan".

Secretary of State

