

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
Zuellig Group N.A., Inc.		12/28/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	BI Nutraceuticals, Inc.		
Street Address:	2550 El Presidio		
City:	Long Beach		
State/Country:	CALIFORNIA		
Postal Code:	90810		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2103416	ROSEOX	
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:	963,680-3		
NAME OF SUBMITTER:	Shari L. Gordon		
Signature:	/Shari L. Gordon/		
Date:	05/01/2008		

CH \$40.00 2103416

Total Attachments: 3

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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 AMENDMENT OF "ZUELLIG GROUP N.A., INC.", CHANGING ITS NAME FROM "ZUELLIG GROUP N.A., INC." TO "BI NUTRACEUTICALS, INC.", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2007, AT 7:41 O'CLOCK P.M.

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

2067825 8100

071379259



You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 6277967

DATE: 01-02-08

TRADEMARK
REEL: 003770 FRAME: 0760

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF**

ZUELLIG GROUP N.A., INC.
a Delaware corporation

Zuellig Group N.A., Inc. (the "**Corporation**"), a corporation organized and existing under the General Corporation Law of the State of Delaware DOES HEREBY CERTIFY:


FIRST. The Certificate of Incorporation of the Corporation has been amended by deleting the text of Article One in its entirety and substituting the following thereof:

"The name of the Corporation is BI Nutraceuticals, Inc."

SECOND. The Board of Directors of the Corporation adopted a resolution which set forth the foregoing amendment to the Certificate of Incorporation, in accordance with Section 242 of the Delaware General Corporation Law, declaring that the amendment to the Certificate of Incorporation as proposed was advisable and directing that it be submitted for action thereon by the stockholders of the Corporation.

THIRD. That the amendment has been consented to and authorized and approved by the sole stockholder of all the issued and outstanding stock entitled to vote, by a written consent given in accordance with the provisions of Section 228 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, Zuellig Group N.A., Inc. has caused this Certificate to be signed by George Pontiakos, its President, and Christoph Kirchner, its Secretary, this 28th day of December, 2007.

BY: 

President

ATTEST: 

Secretary