

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
IVP Holdings, Inc.		09/24/2008	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	My Inner World Inc.		
Street Address:	350 East 72nd Street		
Internal Address:	Suite 2B		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10021		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3511676	MY INNER WORLD	
CORRESPONDENCE DATA			
Fax Number:	(212)752-6380		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(212) 421-2233		
Email:	lsteinau@sillerwilk.com		
Correspondent Name:	Leslie Steinau		
Address Line 1:	675 Third Avenue		
Address Line 2:	9th Floor		
Address Line 4:	New York, NEW YORK 10017-5704		
ATTORNEY DOCKET NUMBER:	1406.01		
NAME OF SUBMITTER:	Leslie Steinau, Esq.		
Signature:	/Leslie Steinau/		

CH \$40.00 3511676

Date:

10/15/2008

Total Attachments: 4

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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 RESTATED CERTIFICATE OF "IVP HOLDINGS, INC.", CHANGING ITS NAME FROM "IVP HOLDINGS, INC." TO "MY INNER WORLD INC.", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF SEPTEMBER, A.D. 2008, AT 1:24 O'CLOCK P.M.

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

4181628 8100

080982310



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6874702

DATE: 09-25-08

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

TRADEMARK
REEL: 003871 FRAME: 0509

AMENDED AND RESTATED CERTIFICATE OF INCORPORATION

OF

IVP HOLDINGS, INC.

IVP Holdings, Inc., a corporation organized and existing under the laws of the State of Delaware, does hereby certify that:

1. The name of the corporation is IVP Holdings, Inc. (the "Company"). The original Certificate of Incorporation of the Company was filed with the Secretary of State of the State of Delaware on June 26, 2006.

2. Pursuant to Section 245 of the Delaware General Corporation Law (the "General Corporation Law"), this Amended and Restated Certificate of Incorporation restates, integrates and amends the provisions of the Company's Certificate of Incorporation.

3. The amendment and restatement herein set forth has been duly approved by the Board of Directors of the Company and by the stockholders of the Company pursuant to Section 141(f), Section 228, Section 242 and Section 245 of the Delaware General Corporation Law.

4. The text of the Certificate of Incorporation of the Company is amended and restated to read as follows:

The undersigned, for the purpose of organizing a corporation pursuant to the provisions of the General Corporation Law, hereby certifies that:

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

My Inner World Inc.

SECOND: The address of the registered office of the Corporation in the State of Delaware is 3500 South Dupont Highway, Dover, Delaware 19901 in the county of Kent; and the name of the registered agent of the Corporation in the State of Delaware at such address is W/K Incorporating Services, Inc.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Delaware.

FOURTH: The total number of shares of all classes of stock which the Corporation shall have authority to issue is 10,000 shares of Common Stock all of which shall be without par value ("Common Stock"). The holders of the Common Stock are entitled to one vote for each share of Common Stock held at all meetings of stockholders (and written actions in lieu of meetings). There shall be no cumulative voting.

FIFTH: The Corporation is to have perpetual existence.

SIXTH: Whenever a compromise or arrangement is proposed between this Corporation and its creditors or any class of them and/or between this Corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of this Corporation or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for this Corporation under Section 291 of the General Corporation Law, or on the application of trustees in dissolution or of any receiver or receivers appointed for this Corporation under Section 279 of the General Corporation Law, order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this Corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this Corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this Corporation as a consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of the Corporation, as the case may be, and also on the Corporation.

SEVENTH: The management of the business and the conduct of the affairs of the Corporation shall be vested in its Board of Directors. The number of directors which shall constitute the whole Board of Directors shall be fixed by, or in the manner provided in, the Bylaws. The phrase "whole Board" and the phrase "total number of directors" shall be deemed to have the same meaning, to wit, the total number of directors which the Corporation would have if there were no vacancies. Elections of directors need not be by written ballot unless the Bylaws of the Corporation shall so provide.

EIGHTH: The Board of Directors is expressly authorized to make, repeal, alter, amend and rescind any or all of the Bylaws of the Corporation, except as such power may be restricted or limited by the General Corporation Law.

NINTH: Meetings of stockholders may be held within or without the State of Delaware, as the Bylaws of the Corporation may provide. The books of the Corporation may be kept outside the State of Delaware at such place or places as may be designated from time to time by the Board of Directors or in the Bylaws.

TENTH: To the fullest extent permitted by law, a director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. If the General Corporation Law or any other law of the State of Delaware is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the General Corporation Law as so amended.


Any repeal or modification of the foregoing provisions of this Article Tenth by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of, or increase the liability of any director of the Corporation with respect to any acts or omissions of such director occurring prior to, such repeal or modification.

ELEVENTH: To the fullest extent permitted by applicable law, the Corporation is authorized to provide indemnification of (and advancement of expenses to) directors, officers and agents of the Corporation (and any other persons to which the General Corporation Law permits the Corporation to provide indemnification) through Bylaw provisions, agreements with such agents or other persons, vote of stockholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by Section 145 of the General Corporation Law.

Any amendment, repeal or modification of the foregoing provisions of this Article Eleventh shall not adversely affect any right or protection of any director, officer or other agent of the Corporation existing at the time of, or increase the liability of any director of the Corporation with respect to any acts or omissions of such director, officer or other agent occurring prior to, such amendment, repeal or modification.

TWELFTH: The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by the laws of the State of Delaware, and all rights conferred upon stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 14th day of March, 2008.


Michele Bernhardt
President