

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/30/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Applied Biosciences Corporation		11/30/2008	CORPORATION: UTAH

RECEIVING PARTY DATA

Name:	Zenon Environmental Corp.
Street Address:	760 Shadowridge Drive
City:	Vista
State/Country:	CALIFORNIA
Postal Code:	92083
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Serial Number:	76513056	ABMET
Serial Number:	76513054	ABMET

CORRESPONDENCE DATA

Fax Number: (203)373-2171
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 203-373-2895
 Email: trademark@corporate.ge.com
 Correspondent Name: Catherine Mennenga
 Address Line 1: 3135 Easton Turnpike
 Address Line 2: General Electric Company - CTO
 Address Line 4: Fairfield, CONNECTICUT 06828-0001

ATTORNEY DOCKET NUMBER:	ZENON MERGER-DCH
NAME OF SUBMITTER:	Catherine Mennenga

CH \$65.00 76513056

Signature:	/Catherine Mennenga/
Date:	12/30/2008
Total Attachments: 5 source=Merger Applied Biosciences into Zenon Envl Corp - Articles of Merger UT#page1.tif source=Merger Applied Biosciences into Zenon Envl Corp - Articles of Merger UT#page2.tif source=Merger Applied Biosciences into Zenon Envl Corp - Articles of Merger UT#page3.tif source=Merger Applied Biosciences into Zenon Envl Corp - Articles of Merger UT#page4.tif source=Merger Applied Biosciences into Zenon Envl Corp - Articles of Merger UT#page5.tif	

DELAYED EFFECTIVE DATE

Date: 11/20/2008

Receipt Number: 2666432

Amount Paid: \$450.00

1320534-0142 merged into LLC

EXPEDITE \$11200



State of Utah DEPARTMENT OF COMMERCE Division of Corporations & Commercial Code Articles of Merger / Share Exchange

Non-Refundable Processing Fee: [] Domestic \$37.00 [] Foreign \$37.00

RECEIVED

NOV 20 2008

State of Utah

Department of Commerce

Division of Corporations and Commercial Code I hereby certified that the foregoing has been filed and approved on this 20th day of Nov 2008 in this office of this Division and hereby issued This Certificate thereof.

APPLIED BIOSCIENCES CORPORATION the non-surviving corporation Into ZENON ENVIRONMENTAL CORP. the surviving corporation

Utah Div. Of Corp. & Comm. Code

Examiner [Signature] Date 11/20

ARTICLE I - Surviving Corporation

Section 1

The name of the corporation surviving the merger is ZENON ENVIRONMENTAL CORP. and such name [] has [X] has not been changed as a result of the merger.



[Signature] Kathy Berg Division Director

The principal address of the surviving corporation is:

760 Shadowridge Drive Vista CA 92083 Address City State Zip

Section 2

A. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Utah Revised Business Corporation Act incorporated on

B. The surviving corporation is a foreign corporation incorporated under the laws of the State of Delaware and [] qualified [X] not qualified to do business in Utah.

Note: If application for Certificate of Authority to Transact Business is filed concurrently herewith state "Upon approval of Application for Certificate of Authority."

C. The effective date of the merger described herein shall be the date upon which these Articles are filed with the Utah Division of Corporations and Commercial Code, or 30 November 2008, in compliance with Sec. 16-10a-110.

ARTICLE II - Non-surviving Corporation(s)

The name, state of incorporation, and date incorporation or qualification (if applicable) respectively, of each Utah domestic corporation and/or foreign corporation, other than the survivor, which is party to the merger are as follows:

Name of Corporation: Applied Biosciences Corporation

State of Domicile: Utah Date of Incorporation / Qualification in Utah: 06 August 1996

Name of Corporation:

State of Domicile: Date of Incorporation / Qualification in Utah:

Name of Corporation:

State of Domicile: Date of Incorporation / Qualification in Utah:

Name of Corporation:

State of Domicile: Date of Incorporation / Qualification in Utah:

Name of Corporation:

State of Domicile: Date of Incorporation / Qualification in Utah:

ARTICLE III - Plan of Merger or Share Exchange

The Plan of Merger or Share Exchange, containing such information as required by Utah Code 16-10a-1101, is set forth in "Exhibit A", attached hereto and made a part hereof.

Under GRAMA {63-2-201}, all registration information maintained by the Division is classified as public record. For confidentiality purposes, you may use the business entity physical address rather than the residential or private address of any individual affiliated with the entity.

TRADEMARK

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11-20-08P02:09 RCVD

ARTICLE IV - Manner of Adoption & Vote of Surviving Corporation (must complete Section 1 or 2)

Section 1

Shareholder vote not required. The merger/ share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

Section 2

Vote of shareholders (complete either A or B) The designation (i.e., common, preferred or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange and the number of votes of each voting group represented at the meeting is set forth below:

- A. Unanimous written consent executed on 04 November, 2008 and signed by all shareholders entitled to vote.
- B. Vote of shareholders during a meeting called by the Board of Directors.

	TOTAL	A	B	C
Designation of each voting group (i.e. preferred and common)				
Number of outstanding shares				
Number of votes entitled to be cast				
Number of votes represented at meeting				
Shares voted in favor				
Shares voted against				

ARTICLE V - Manner of Adoption & Vote of Non-surviving Corporation (must complete Section 1 or 2)

Section 1

Shareholder vote not required. The merger/ share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

Section 2

Vote of shareholders (complete either A or B) The designation (i.e., common, preferred or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange and the number of votes of each voting group represented at the meeting is set forth below:

- A. Unanimous written consent executed on _____, 20__ and signed by all shareholders entitled to vote.
- B. Vote of shareholders during a meeting called by the Board of Directors.

	TOTAL	A	B	C
Designation of each voting group (i.e. preferred and common)				
Number of outstanding shares				
Number of votes entitled to be cast				
Number of votes represented at meeting				
Shares voted in favor				
Shares voted against				

In Witness Whereof, the undersigned being the Secretary of the surviving corporation executes these Articles of Merger / Share Exchange and verifies, subject to penalties of perjury that the statements contained herein are true, this 4th day of November, 2008.

Signature [Handwritten Signature] Printed Name Elynn Key

Mailing/Faxing Information: www.corporations.utah.gov/contactus.html Division's Website: www.corporations.utah.gov

(EXHIBIT A)

AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER, dated this 4th day of November, 2008, pursuant to Section 252 of the General Corporation Law of the State of Delaware and Utah Code 16-10a-1104, between Zenon Environmental Corp., a Delaware corporation (the "Surviving Corporation") and Applied Biosciences Corporation, a Utah corporation (the "Merging Corporation").

WITNESSETH that:

WHEREAS, the Surviving Corporation owns 100% of the issued and outstanding capital stock of the Merging Corporation; and

WHEREAS, the constituent corporations desire to merge into a single corporation;

NOW, THEREFORE, the constituent corporations, parties to this Agreement, in consideration of the mutual covenants, agreements and provisions hereinafter contained, do hereby prescribe the terms and conditions of said merger and mode of carrying the same into effect as follows:

FIRST: Zenon Environmental Corp. hereby merges into itself Applied Biosciences Corporation and said Applied Biosciences Corporation shall be and hereby is merged into Zenon Environmental Corp., which shall be the surviving corporation.

SECOND: The Articles of Incorporation of Zenon Environmental Corp. as heretofore amended and as in effect on the date of the merger provided for in this Agreement, shall continue in full force and effect as the Articles of Incorporation of the corporation surviving this merger.

THIRD: It is agreed that:

(a) Each share of common stock of the Surviving Corporation, which shall be issued and outstanding on the effective date of this Agreement, shall remain issued and outstanding.

(b) Each share of common stock of the Merging Corporation which shall be outstanding on the effective date of this Agreement, and all rights in respect thereof shall forthwith be cancelled without consideration.

FOURTH: The terms and conditions of the merger are as follows:

(a) The by-laws of the Surviving Corporation as they shall exist on the effective date of this Agreement shall be and remain the by-laws of the surviving corporation until the same shall be altered, amended and repealed as therein provided.

(b) The directors and officers of the Surviving Corporation shall continue in office until the next annual meeting of stockholders and until their successors shall have been elected and qualified.

(c) This merger shall become effective on **November 30, 2008**.

(d) Upon the merger becoming effective, all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the merged corporation shall be transferred to, vested in and devolve upon the surviving corporation without further act or deed and all property, rights, and every other interest of the surviving corporation and the merged corporation shall be as effectively the property of the surviving corporation as they were of the surviving corporation and the merged corporation respectively. The merged corporation hereby agrees from time to time, as and when requested by the surviving corporation or by its successors or assigns, to execute and deliver or cause to be executed and delivered all such deeds and instruments and to take or cause to be taken such further or other action as the surviving corporation may deem to be necessary or desirable in order to vest in and confirm to the surviving corporation title to and possession of any property of the merged corporation acquired or to be acquired by reason of or as a result of the merger herein provided for and otherwise to carry out the intent and purposes hereof and the proper officers and directors of the merged corporation and the proper officers and directors of the surviving corporation are fully authorized in the name of the merged corporation or otherwise to take any and all such action.

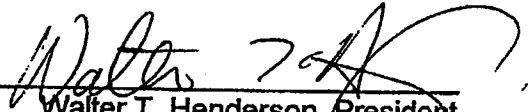
FIFTH: The Surviving Corporation may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the Merging Corporation as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding 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 the State 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 proceedings. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is

4636 Somerton Road, Treose, PA 19053


until the Surviving Corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose. Service of such process may be made by personally delivering to and leaving with the Secretary of State of Delaware duplicate copies of such process, one of which copies the Secretary of State of Delaware shall forthwith send by registered mail to said Zenon Environmental Corp. at the above address.

IN WITNESS WHEREOF, the parties to this Agreement, pursuant to the approval and authority duly given by resolutions adopted by their respective Boards of Directors, have caused these presents to be executed by the President or Vice President of each party hereto as the respective act, deed and agreement of said corporations on this 4th day of November, 2008.

Zenon Environmental Corp.

By: 
Walter T. Henderson, President

Applied Biosciences Corporation

By: 
Glen Messina, Vice President