

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/15/2011

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
INGfertility, LLC		06/15/2011	LIMITED LIABILITY COMPANY: WASHINGTON

RECEIVING PARTY DATA

Name:	BioOrigyn, LLC
Street Address:	5915 S. Regal Road, Suite 211
City:	Spokane
State/Country:	WASHINGTON
Postal Code:	99223
Entity Type:	LIMITED LIABILITY COMPANY: WASHINGTON

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Serial Number:	85251660	PRE-SEED SENSITIVE
Registration Number:	2762605	ING FERTILITY
Registration Number:	2767785	ING FERTILITY NATURALLY ENHANCING REPRODUCTION
Registration Number:	2972756	PRE-SEED
Registration Number:	3484598	PRÉ
Registration Number:	2861378	
Serial Number:	77706108	PRÉ VUE
Registration Number:	3856239	SERIOUSLY FUN BABY-MAKING

CORRESPONDENCE DATA

Fax Number: (303)572-6540
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 303-572-6500

900197296

**TRADEMARK
 REEL: 004585 FRAME: 0254**

CH \$215.00 85251660

Email: denipmail@gtlaw.com
Correspondent Name: Gayle L. Strong
Address Line 1: 1200 17th St., Suite 2400
Address Line 4: Denver, COLORADO 80202

ATTORNEY DOCKET NUMBER:	054849-020000
NAME OF SUBMITTER:	Gayle L. Strong
Signature:	/Gayle L. Strong/
Date:	07/18/2011

Total Attachments: 8
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UNITED STATES OF AMERICA

The State of



Washington

Secretary of State

CERTIFICATE OF MERGER

I, Sam Reed, Secretary of State of the State of Washington and custodian of its seal, hereby certify that documents meeting statutory requirements have been filed and processed with the Secretary of State merging the listed "Merging Entities" into:

BIO-ORIGYN LLC.

WA Limited Liability Company

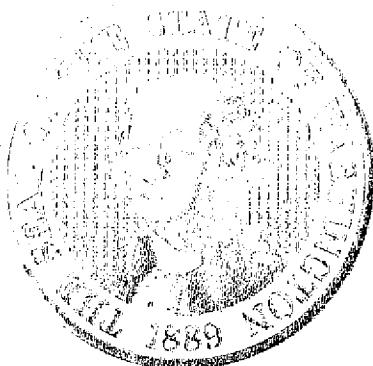
UBI: 602-107-346

Filing Date: June 15, 2011

Merging Entities:

602-145-017

INGFERTILITY LLC



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

A handwritten signature in cursive script that reads "Sam Reed".

Sam Reed, Secretary of State

TRADEMARK

REEL: 004585 FRAME: 0256

FILED
SECRETARY OF STATE
JUN 15 2011
STATE OF WASHINGTON

UBI#: 602-107-346

ARTICLES OF MERGER
of
INGFERTILITY, LLC,
a Washington limited liability company,
with and into
BIO-ORIGYN, LLC,
a Washington limited liability company

Pursuant to RCW § 25.15.405, the undersigned limited liability companies hereby execute and deliver to the Secretary of State of the State of Washington these Articles of Merger for purposes of compliance with the Revised Code of Washington.

Article I

The names of the limited liability companies merging pursuant to these Articles of Merger and the states under the laws of which each such entity is organized, are as follows:

<u>Name of Corporation</u>	<u>State of Incorporation</u>
INGfertility, LLC ("ING")	Washington
Bio~OriGyn, LLC ("Bio~OriGyn")	Washington

Article II

The merger is being effected pursuant to that certain "Plan and Agreement of Merger," a copy of which is attached hereto as Exhibit A (the "Plan of Merger"), which sets forth the terms and conditions of the merger, including the information required under RCW § 25.15.395(2).

Article III

The board of managers of ING adopted and approved the Plan of Merger pursuant to unanimous written consent resolutions and the sole member of ING adopted and approved the Plan of Merger in accordance with RCW § 25.15.400.

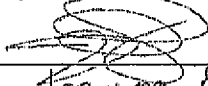
The board of managers of Bio~OriGyn adopted and approved the Plan of Merger pursuant to unanimous written consent resolutions and the members of Bio~OriGyn adopted and approved the Plan of Merger in accordance with RCW § 25.15.400.

Article IV

The merger will become effective as of the Effective Date (as defined in the Plan of Merger).

IN WITNESS WHEREOF, each of the undersigned limited liability companies has caused these Articles of Merger to be executed in its name by their respective duly authorized officers as of this 14th day of June, 2011.

INGfertility, LLC, a Washington limited liability company

By: 
Name: Joanna Ellington
Title: VP

Bio-OriGyn, LLC, a Washington limited liability company

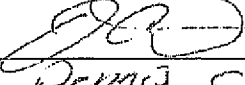
By: 
Name: Dennis Clifton
Title: CEO

EXHIBIT A
Plan of Merger

PLAN AND AGREEMENT OF MERGER
of
INGFERTILITY, LLC,
a Washington limited liability company
with and into
BIO-ORIGYN, LLC,
a Washington limited liability company

This Plan and Agreement of Merger ("Plan of Merger") is entered into and made effective this 14th day of June, 2011, between INGfertility, LLC, a Washington limited liability company ("ING"), and Bio~OriGyn, LLC, a Washington limited liability company ("Bio~OriGyn").

WHEREAS, Bio~OriGyn, as the sole member of ING, deems it advisable and in the best interests of its members that its wholly-owned subsidiary, ING, be merged with and into Bio~OriGyn, upon the terms and conditions set forth herein and in accordance with the laws of the State of Washington (the "Merger").

NOW, THEREFORE, in consideration of the mutual promises and agreements herein contained and of the mutual benefits hereby provided, it is agreed by and between the parties hereto as follows:

1. **Merger.** As of the Effective Date (as defined below) of the Merger, ING shall be and it hereby is merged with and into Bio~OriGyn.
2. **Effective Date.** This Plan of Merger shall become effective on the date the Articles of Merger are filed with the Secretary of State of the State of Washington (the "Effective Date").
3. **Surviving Entity.** Bio~OriGyn shall survive the merger herein contemplated and the separate limited liability company existence of ING shall terminate upon the Effective Date. Bio~OriGyn shall continue to be governed by the laws of the State of Washington and the principal office of Bio~OriGyn is and shall continue to be located at 5915 South Regal, Suite 211, Spokane, Washington 99223.
4. **Membership Interests.** Upon the consummation of the Merger, all membership and economic interests of (a) ING shall be extinguished and cease to exist, and (b) Bio~OriGyn shall remain unchanged and continue to be owned in the same proportions as immediately prior to the consummation of the Merger.
5. **Certificate of Formation.** The Certificate of Formation (the "Certificate") of Bio~OriGyn is hereby amended to reflect that the name of Bio~OriGyn shall be "BioOrigyn, LLC". The Certificate is hereby amended to reflect that the registered agent and registered office of Bio~OriGyn shall be National Registered Agents, Inc., 1780 Barnes Blvd., S.W. Bldg. G, Tumwater, WA 98512-0410. The registered agent so

consents to being appointed. Except as otherwise set forth in this Section 5, the Certificate as it exists on the Effective Date shall be the Certificate of Bio~OriGyn following the Effective Date unless and until the same shall be amended or repealed in accordance with the provisions thereof or the Washington Limited Liability Company Act.

6. **Limited Liability Company Agreement.** The Second Amended and Restated Limited Liability Company Agreement (the "LLC Agreement") of Bio~OriGyn as it exists on the Effective Date shall be the LLC Agreement of Bio~OriGyn following the Effective Date unless and until it shall be amended or repealed in accordance with the provisions thereof.

7. **Officers.** The officers of Bio~OriGyn, if any, immediately after the Effective Date of the Merger shall be those persons who were the officers of Bio~OriGyn immediately prior to the Effective Date of the Merger and such persons shall serve in such office for the terms provided by law or in the LLC Agreement of Bio~OriGyn, or until their respective successors are elected and qualified.


8. **Rights and Liabilities of Bio~OriGyn.** At and after the Effective Date, Bio~OriGyn shall succeed to and possess, without further act or deed, all of the estate, rights, privileges, powers and franchises, both public and private, and all of the property, real, personal and mixed, of each of the parties hereto; all debts due to ING on whatever account shall be vested in Bio~OriGyn; all claims, demands, property, rights, privileges, powers and franchises and every other interest of either of the parties hereto shall be as effectively the property of Bio~OriGyn as they were of the respective parties hereto prior to the Merger; the title to any real estate vested by deed or otherwise in ING shall not revert or be in any way impaired by reason of the Merger, but shall be vested in Bio~OriGyn; all rights of creditors and all liens upon any property of either of the parties hereto shall be preserved unimpaired, limited in lien to the property affected by such lien at the Effective Date; all debts, liabilities and duties of the respective parties hereto shall attach to Bio~OriGyn and may be enforced against it to the same extent as if such debts, liabilities and duties had been incurred or contracted by it; and Bio~OriGyn shall indemnify and hold harmless the officers and directors of each of the parties hereto against all such debts, liabilities and duties against all claims and demands arising out of this merger.

9. **Abandonment.** This Plan of Merger may be terminated and the Merger abandoned for any reason by resolution adopted by Bio~OriGyn's Board of Managers at any time prior to the Effective Date, even though this Plan of Merger shall have been approved by Bio~OriGyn's Board of Managers and Members, provided such abandonment is in accordance with the laws of the State of Washington.

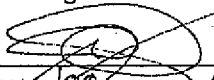
10. **Counterparts.** This Plan of Merger may be executed in one (1) or more counterparts, all of which shall be considered one and the same instrument. Any party may execute this Plan of Merger by facsimile signature, which shall be deemed to constitute an original for all purposes.

IN WITNESS WHEREOF each of the parties hereto has caused this Plan of Merger to be executed by an authorized officer.

INGfertility, LLC,
a Washington limited liability company

By: 
Name: Dennis Chisholm
Title: CEO

Bio-Origyn, LLC,
a Washington limited liability company

By: 
Name: Joanna Ellington
Title: VP

SECRETARY
of STATE



Corporation Division
Office of the Secretary of State
505 E Union, 2nd Floor
PO Box 40234
Olympia, WA 98504-0234
(360) 753-7115

CONSENT TO SERVE AS REGISTERED AGENT

I, National Registered Agents, Inc. hereby consent to serve as Registered Agent
in the state of Washington, for the following:

Bio-Origin, LLC
(enter the name of the corporation or limited partnership)

I understand that as agent it will be my responsibility to receive service of
process; to forward all mail; and to immediately notify the Office of the
Secretary of State in the event of my resignation, or of any changes in the
Registered Office address.

6-14-11
(Date)

National Registered Agents, Inc.

Sharon K. Gray
(Signature of Agent)

Sharon K. Gray, Assistant Secretary
1700 Barnes Blvd SW
Tumwater, WA 98512