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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Soaring Eagle Ventures, Inc. Individual(s) Association General Partnership Limited Partnership Corporation-State California Other Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies): Name: SupraLife Internal Address: JUN 13 2001 Street Address: 9820 Willow Creek Road, Ste. 490 City: San Diego State: CA Zip: 92131 Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State California Other If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Execution Date: June 17, 1998

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 75489146 B. Trademark Registration No.(s) Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: John C. O'Neill, Esq. Internal Address: Procopio, Cory, Hargreaves & Savitch LLP Street Address: 530 B Street, Suite 2100 City: San Diego State: CA Zip: 92101

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41): \$ 40.00 Enclosed Authorized to be charged to deposit account 8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. John C. O'Neill, Esq. Name of Person Signing Signature Date 6-12-01 Total number of pages including cover sheet, attachments, and document: 3

06/19/2001 101A21 00000054 75489146 40.00 OP

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

State of California

SECRETARY OF STATE

Handwritten initials and scribbles

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

JUN 23 1993



Bill Jones

Secretary of State

**CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION**

ENDORSED-FILED
In the office of the Secretary of State
of the State of California

JUN 24 1998

BILL JONES, Secretary of State

John F. Wilson II and R. Stephen Leisenring

certify that:

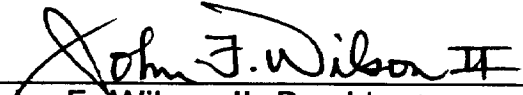
1. They are president and the secretary, respectively, of Soaring Eagle Ventures, Inc., a California corporation.
2. Article I of the Articles of Incorporation of this corporation is amended to read as follows:

The name of this Corporation is SupraLife.

3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.
4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902, Corporations Code. The total number of outstanding shares of the corporation is 100,000. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: June 17, 1998



John F. Wilson II, President

DATE: June __, 1998



R. Stephen Leisenring, Secretary

