

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
Azurel, Ltd.		09/12/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	National Stem Cell Holding, Inc.		
Street Address:	17 State Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10004		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Serial Number:	78972137	BEN RICKERT	
Serial Number:	78969831	BENANDRE	
Serial Number:	75461432	AMERICAN COUNTRY GARDEN	
Serial Number:	75420374	EXTREME GIRL	
CORRESPONDENCE DATA			
Fax Number:	(646)878-0801		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	646-878-0800		
Email:	trademarks@pczlaw.com		
Correspondent Name:	Jacqueline Zion		
Address Line 1:	1500 Broadway, 12th Floor		
Address Line 4:	New York, NEW JERSEY 10036		
ATTORNEY DOCKET NUMBER:	700089-12-00		
NAME OF SUBMITTER:	Jacqueline Zion		

CH \$115.00 78972137

Signature:

/JZ/

Date:

02/22/2007

Total Attachments: 3

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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 CERTIFICATE OF AMENDMENT OF "AZUREL LTD.", CHANGING ITS NAME FROM "AZUREL LTD." TO "NATIONAL STEM CELL HOLDING, INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF SEPTEMBER, A.D. 2006, AT 2:02 O'CLOCK P.M.

2519416 8100

070102330



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5394355

DATE: 01-30-07

TRADEMARK
REEL: 003486 FRAME: 0110

CERTIFICATE OF AMENDMENT

STATE of DELAWARE
CERTIFICATE of AMENDMENT of
CERTIFICATE of INCORPORATION
of AZUREL, LTD.

Azurel, Ltd. (the "Corporation") a corporation organized and existing under and by virtue of the Delaware General Corporation Law ("DGCL") does hereby certify:

FIRST: That the Board of Directors of the Corporation, by the unanimous written consent of its Directors, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of the Corporation:

RESOLVED that the Certificate of Incorporation of this Corporation be amended by changing Article First of the Certificate of Incorporation as follows.

FIRST

Article First of the Company's Certificate of Incorporation, has been amended in its entirety to read as follows:

"NAME

The name of this corporation is National Stem Cell Holding, Inc. (the "Corporation")."

SECOND: That in lieu of a meeting and vote of the stockholders of the Corporation, a majority of the holders of the Corporation's Common Stock have given their written consent to said amendment in accordance with the provisions of Section 228 of the DGCL, and written notice of the adoption of the amendment has been given as provided in Section 228 of the DGCL to every stockholder entitled to such notice.

THIRD: That the foregoing amendment of the Certificate of Incorporation was duly adopted in accordance with the provisions of Section 242 of the DGCL.

FOURTH: That the capital of said Corporation shall not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be executed on this 12th day of September, 2006

Azurel, Ltd.

By: 

Steven Y. Moskowitz,
President & Secretary