

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME
EFFECTIVE DATE:	01/01/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Oxycal Laboratories, Incorporated		12/13/2004	CORPORATION: ARIZONA

RECEIVING PARTY DATA

Name:	Zila Nutraceuticals, Inc.
Street Address:	6735 Inter-Cal Way
City:	Prescott
State/Country:	ARIZONA
Postal Code:	86301
Entity Type:	CORPORATION: ARIZONA

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Serial Number:	78551913	
Serial Number:	76554401	ESTER-C
Serial Number:	76624580	ESTER-CRAN
Serial Number:	76606051	ESTER-KIDS.
Serial Number:	78150436	ESTEROLA-C PLUS
Registration Number:	2086509	BODY-READY
Registration Number:	1608005	C-FLEX
Registration Number:	1988733	EC
Registration Number:	1577263	E C
Registration Number:	1742066	ESTER-C
Registration Number:	1354735	ESTER-C
Registration Number:	1598104	ESTER-C
Registration Number:	2528608	ESTER-C BOOST

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Registration Number:	2884890	ESTER-E
Registration Number:	1674755	ESTEROL
Registration Number:	2872619	ESTEROLA-C
Registration Number:	1081497	OXYCAL
Registration Number:	2486154	PALMETTX
Registration Number:	2289046	THE FIRST TO LAST
Registration Number:	1538868	THE HEARTBEAT OF VITAMIN C
Registration Number:	2559722	THE INTELLIGENT USE OF NATURE

CORRESPONDENCE DATA

Fax Number: (310)203-0567
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 310-203-8080
Email: trademarkdocket@jmbm.com
Correspondent Name: Rod S. Berman, Esq.
Address Line 1: 1900 Avenue of the Stars, 7th Floor
Address Line 4: Los Angeles, CALIFORNIA 90067

NAME OF SUBMITTER:	Rita A. Rozen, Paralegal
Signature:	/rita a. rozen/
Date:	08/16/2005

Total Attachments: 1
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AZ CORPORATION COMMISSION
FILED

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ARTICLES OF AMENDMENT AND MERGER

OF
 FILE NO. ~~-0143684-0~~ ZILA NUTRACEUTICALS, INC., -0127802-4
 Effective date: 01/01/05 an Arizona corporation,
 INTO
 OXYCAL LABORATORIES, INCORPORATED, -0143684-0
 an Arizona corporation
 changing name to: ZILA NUTRACEUTICALS, INC.

Pursuant to § 10-1105 of the Arizona Revised Statutes, the following Articles of Amendment and Merger are hereby adopted:

FIRST: The names of the corporations that were parties to the merger are as set forth in the caption above.

SECOND: The name and address of the known place of business of the surviving corporation is as follows: Oxycal Laboratories, Incorporated, 5227 North 7th Street, Phoenix, Arizona 85014-2800.

THIRD: The name and address of the statutory agent of the surviving corporation is as follows: CT Corporation System, 3225 N. Central Avenue, Phoenix, AZ 85012.

FOURTH: The articles of incorporation of the surviving corporation are hereby amended by deleting Article I and inserting the following in place thereof:

"ARTICLE I

NAME

The name of the corporation is Zila Nutraceuticals, Inc.^{INC.}

FIFTH: The designation, number of outstanding shares, number of votes entitled to be cast on the plan of merger, and total number of votes cast for and against the plan of merger by both corporations were as follows:

156524499117001

Corporation	Designation	Outstanding Shares	Eligible Votes	Votes For	Votes Against
Oxycal	Common	100	100	100	0
Zila	Common	375.75	375.75	375.75	0

SIXTH: The effective date of these Articles of Merger shall be January 1, 2005.

DATED this 13th day of December, 2004.

OXYCAL LABORATORIES, INCORPORATED,
 an Arizona corporation

By: John A. Stecher
 Its: Vice President

ZILA NUTRACEUTICALS, INC.,
 an Arizona corporation

By: John A. Stecher
 Its: Vice President

TRADEMARK