F04000004918

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SECRETARY OF STATE

N/c 9/22

TRANSMITTAL LETTER

TO: Amendment Section Division of Corporations	
SUBJECT: AGAX/VLI ACQUISITION CORPORATION (Name of corporation)	
DOCUMENT NUMBER: F04000004918	754.
The enclosed Amendment and fee are submitted for filing.	
Please return all correspondence concerning this matter to the following:	
David B. Law, Esq.	
(Name of person)	-
Curtin Law Roberson Dunigan & Salans, PC	· 2 2 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
(Name of firm/company)	-
1900 M Street, N.W., #600	<u>===</u> ==
(Address)	- ` `
	÷ - , ∳ -ā , , i ,
Washington, D.C. 20036 (City/state and zip code)	
For further information concerning this matter, please call:	
David B. Law, Esq. at (202) 530-3300 (Name of person) (Area code & daytime telephone number)	
(Maile of person) (Mea code & day time receptione number)	
Enclosed is a check for the following amount:	
\$35,00 Filing Fee \$43,75 Filing Fee & \$52.50 Filing Fee,	- ···
Certificate of Status Certified Copy (Additional copy is Certified Copy Certified Copy Certified Copy	
enclosed) (Additional copy is enclosed)	
Mailing Address: Amendment Section Street Address: Amendment Section	
Division of Corporations P.O. Box 6327 Division of Corporations P.O. Box 6327 Division of Corporations 409 E. Gaines Street	
Tallahassee, FL 32314 Tallahassee, FL 32399	

PROFIT CORPORATION APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I (1-3 MUST BE COMPLETED)

F04000004918	20 F
(Document nu	unber of corporation (if known))
1. AGAX/VLI ACQUISITION CORPORATION	TA TA
(Name of corporation as it app	pears on the records of the Department of State)
2. DELAWARE	3, August 26, 2004
(Incorporated under laws of)	(Date authorized to do business in Florida)
(4-7 COMPLETE O	SECTION II ONLY THE APPLICABLE CHANGES)
4. If the amendment changes the name of the corpora	tion, when was the change effected under the laws of
its jurisdiction of incorporation? September	1, 2004
5. VITARICH LABORATORIES, INC.	· · · · · · · · · · · · · · · · · · ·
(Name of corporation after the amendment, adding appropriate abbreviation, if not contained in new	suffix "corporation," "company," or "incorporated," or name of the corporation)
(If new name is unavailable in Florida, enter alterna business in Florida)	ate corporate name adopted for the purpose of transacting
6. If the amendment changes the period of duration, is	ndicate new period of duration.
	(New duration)
7. If the amendment changes the jurisdiction of incorp	poration, indicate new jurisdiction.
	(New jurisdiction)
(Signature of a director, president or other officer - if of a receiver or other court appointed fiduciary, by the	in the hands (Date) The hands (Date)
David B. Law	Assistant Secretary
(Typed or printed name of person sig	ming) (Title of person signing)

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 MERGER, WHICH MERGES:

"VITARICH LABORATORIES, INC.", A FLORIDA CORPORATION,

WITH AND INTO "AGAX/VLI ACQUISITION CORPORATION" UNDER THE NAME OF "VITARICH LABORATORIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF SEPTEMBER, A.D. 2004, AT 4:35 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

Harriet Smith Windson Secretary of State

AUTHENTICATION: 3334899

DATE: 09-07-04

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State of Delaware Secretary of State Division of Corporations Delivered 04:35 PM 09/01/2004 FILED 04:35 PM 09/01/2004 SRV 040639620 - 3831961 FILE

CERTIFICATE OF MERGER

OF

VITARICH LABORATORIES, INC.

INTO

AGAX/VLI ACQUISITION CORPORATION

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of Delaware.

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

NAME

STATE OF INCORPORATION

AGAX/VLI ACQUISITION CORPORATION VITARICH LABORATORIES, INC.

DE

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SECOND: That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is AGAX/VLI ACQUISITION CORPORATION, a Delaware corporation.

FOURTH: That the Certificate of Incorporation of AGAX/VLI ACQUISITION CORPORATION shall be the Certificate of Incorporation of the surviving corporation, except for amending Article First, which shall read as follows: "First: The name of this Corporation is VITARICH LABORATORIES, INC."

FIFTH: That the executed Agreement and Plan of Merger is on file at an office of the surviving corporation, the address of which is One Church Street, Suite 302, Rockville, Maryland 20850.

SEVENTH: The authorized capital stock of each foreign corporation which is a party to the merger is as follows:

Corporation

Class

Number of Shares

Par value per share

Vitarich

Laboratories, Inc.

common

100

No par value

Dated: ANGUST

204

AGAX/VLI ACQUISITION CORPORATION

By_

Haywood Miller, Vice President

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