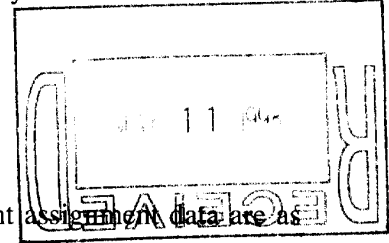


05-28-1998

Attorney Docket No: RYA-113



SHEET
PATENT



S-11-98

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To the Hon. Commissioner of Patents and Trademarks:

Please record the enclosed copy of an assignment document. Relevant assignment data are as follows:

1. Assignors:

Stephen J. Brown
875 Linda Vista Avenue
Mountain View, CA 94043

2. Assignee:

Health Hero Network
2570 West El Camino Real, Suite 111
Mountain View, CA 94040

3. Execution Date of Assignment of Entire Interest in Patent Application: **19 July 1996**

4. Execution Date of Declaration for Patent Application: **19 July 1996**

4A. Patent Application No.: **08/681,223**

5. Correspondence address: Marek Alboszta
LUMEN
426 Lowell Avenue
Palo Alto, CA 94301

6. Total Number of applications and Patents involved: 1

7. Total fee (37 CFR 3.41): \$40

8. Statement and signature:

To the best of my knowledge and belief, the information contained herein is true and correct, and any attached copy is a true copy of the original document.

Marek Alboszta
Marek Alboszta
Reg. No. 39,894

Date: *7 May '98*
telephone: (650) 321-6630

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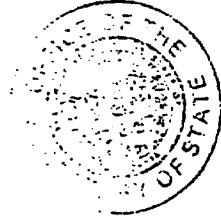
Total number of pages including cover sheet, attachments, and document: 1

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U.S. FC:561

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State of California

SECRETARY OF STATE



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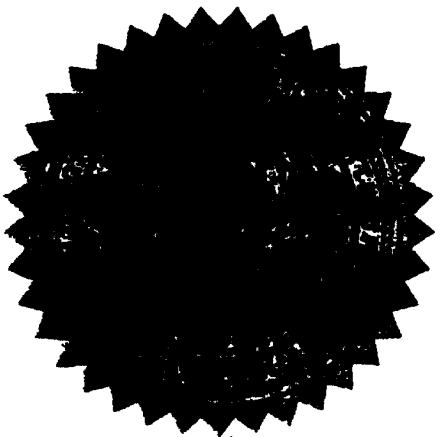
1 page

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

JUL 17 1997



Bill Jones

Secretary of State

P.3
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ENDORSED
FILED

In the office of the Secretary of State
of the State of California

**CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF**

JUL 14 1997

RAYA SYSTEMS, INCORPORATED

Bill Jones
BILL JONES, Secretary of State

Stephen J. Brown and Joel D. Kellman certify that:

1. They are the President and Secretary, respectively, of Raya Systems, Incorporated, a California corporation.

2. Article I of the Articles of Incorporation of this corporation is hereby amended to read in its entirety as follows:


"The name of the corporation is Health Hero Network, Inc."

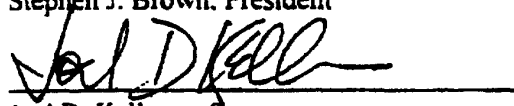
3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.

4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of the shareholders of the corporation in accordance with Sections 902 and 903 of the California Corporations Code. The corporation has three classes of stock. The number of outstanding shares is 3,400,000 shares of Common Stock; 2,000,000 shares of Series A Preferred Stock and 1,030,000 shares of Series B Preferred Stock. The number of shares voting in favor of the amendment of Articles of Incorporation set forth herein equaled or exceeded the vote required. The percentage vote required was more than 50% of the outstanding shares.

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.

Dated: May 27, 1997



Stephen J. Brown, President


Joel D. Kellman, Secretary

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RECORDED: 05/11/1998

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REEL: 9198 FRAME: 0984

