11-01-1999



ATTORNEY DOCKET NO.: 19058.3000
PAGE 1 OF 3

FORM PTO-1595 (Revised 6-93) 101188470

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

RECORDATION FORM COVER SHEET

PATENTS ONLY						
TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS:						
Please record the attached original documents or copy t	thereof. ATTORNEY DOCKET NO.: 19058.3000					
1. Name of conveying party(ies):	Name and address of receiving party(ies):					
DSP Worldwide, Inc., a Delaware corporation	Name: Genzyme Surgical Products Corporation, a Delaware corporation					
Additional names of conveying party(ies) attache	ned? Internal Address: 600 Airport Road					
[] YES [X] NO	Street Address: 600 Airport Road					
	City: Fall River					
	State: Massachusetts					
	Zip: 02720-4740					
	Additional name(s) and address(es) attached?					
	[] YES [X] NO					
3. Nature of conveyance:						
	Other:					
Security Agreement X Change of	of Name					
Execution Date: October 22, 1997						
4. Application number(s) or patent number(s):						
A. Patent Application No.(s):	B. Patent No.(s):					
	5,429,619 5,439,441					
	5,470,328					
Additional numbers attached? [X] YES [] NO						
 Name and address of party to whom corresponden- concerning document should be mailed: 	nce 6. Total number of applications and patents involved: Eight (8)					
Sumner C. Rosenberg, Esq. NEEDLE & ROSENBERG, P.C. Suite 1200, The Candler Building 127 Peachtree Street, N.E. Atlanta, Georgia 30303-1811 (404) 688-0770						
7. Total fee (37 CFR 3.41):	\$320.00					
[X] Enclosed						
[] Authorized to be charged to Deposit Account	t.					
overpayment, to Deposit Account No. 14-0629.	**************************************					

10/29/1999 DNGUYEN 00000167 5429619

01 FC:581

(320.00 OP)

ATTORNEY DOCKET NO.: 19058.3000 PAGE 2 OF 3

8.	Deposit account number: 14-0629			
	(Attach duplicate copy of this form if paying by deposit account)			
9.	To the best of my knowledge and belief, the foregoing information true copy of the original document. Summer C. Rosenberg	is true and correct and any attached copy is a		
	keg. No. 20,733	luding Cover Sheet, Attachments, and Document: 6		
I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: BOX ASSIGNMENT, Commissioner of Patents and Trademarks, Washington, D.C. 20231, on the date shown below.				
	Sumner C. Rosenberg	Date		

ATTORNEY DOCKET NO.: 19058.3000 PAGE 3 OF 3

SECTION 4 CONTINUED

4.	Application number(s) or patent number(s):		
Α.	Patent Application No.(s):	В.	Additional Patent No.(s): 5,489,290 5,498,256 5,797,956 D375,707 D401,333

w038570

STATE OF DELAMARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 10:00 AM 10/24/1997 971359933 - 2270929

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION

* * * * *

DSP Worldwide, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware.

DOES HEREBY CERTIFY:

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

RESOLVED, that the Certificate of Incorporation of DSP Worldwide, Inc. be amended by changing the Article One thereof so that, as amended, said Article shall be and read as follows:

"The name of the Corporation is Genzyme Surgical Products Corporation."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said DSP Worldwide, Inc. has caused this certificate to be signed by John R. Connolly, its Executive Vice President, this ______ day of October, 1997.

DSP Worldwide, Inc.

By:

John R. Connolly

Executive Vice President

6021-1 271137_1

2

State of Delaware

Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, 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 "DSP WORLDWIDE, INC.", CHANGING ITS NAME FROM "DSP WORLDWIDE, INC." TO "GENZYME SURGICAL PRODUCTS CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF OCTOBER, A.D. 1997, AT 10 O'CLOCK A.M.

Edward I. Freel, Secretary of State

AUTHENTICATION:

2270929 8100

971396945

DATE: 8769237

11-20-97

PATENT REEL: 010327 FRAME: 0893

RECORDED: 10/27/1999