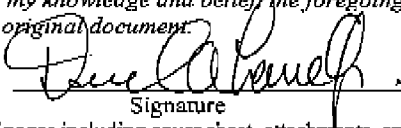


PTO-1595 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)	RECORDATION FORM COVER SHEET PATENTS ONLY	U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.		
1. Name of conveying party(ies): BRINE ACQUISITION CORPORATION Additional name(s) of conveying party(ies) attached? () Yes (X) No		2. Name and address of receiving party(ies) Name: <u>BRINE, INC.</u>
3. Nature of conveyance () Assignment () Merger () Security Agreement (X) Change of Name () Other _____ Execution Date: <u>April 10, 2002</u>		Internal Address: _____ Street Address: <u>22 Brewster Street</u> City: <u>Newton</u> State: <u>MA</u> ZIP: <u>02461</u> Additional name(s) & address(es) attached? () Yes (X) No
4. Application number(s) or patent number(s): If this document is being filed together with a new application, the filing date of the application is: _____		
A. Patent Application No.(s) (1) 09/395,659 (2) 09/843,454 (3) 09/945,075 (4) 09/998,118		B. Patent No.(s)
Additional numbers attached? () Yes (X) No		
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>David A. Lane, Jr.</u> Telephone: <u>(617) 832-1000</u> Internal Address: <u>Foley, Hoag & Eliot LLP</u> Street Address: <u>One Post Office Square</u> City: <u>Boston</u> State: <u>MA</u> ZIP: <u>02109</u>		6. Total number of applications and patents involved: <u>4</u> 7. Total fee (37 CFR 3.41).....\$160.00 () Enclosed (X) Authorized to be charged to deposit account 8. Deposit account number: <u>06-1448</u>
DO NOT USE THIS SPACE		
9. Statement and signature: <i>To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</i> <u>David A. Lane, Jr., Reg. No. 39,261</u> <u></u> <u>April 17, 2002</u> Name of Person Signing Signature Date Total number of pages including cover sheet, attachments, and document: <u>8</u>		

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks, Box Assignments
Washington, D.C. 20231

COPY

FEDERAL IDENTIFICATION
NO. _____

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF AMENDMENT
(General Laws, Chapter 156B, Section 72)

Examiner

Name _____
Approved _____

We, Carl L. Lucders _____, "President / ~~xxxxxx~~ President,

and David A. Broadwin _____, *Clerk / *Assistant Clerk,

of Brine Acquisition Corporation
(Exact name of corporation)

located at 22 Brewster Street, Newton, MA 02461
(Street address of corporation in Massachusetts)

certify that these Articles of Amendment affecting articles numbered:

1

(Number those articles 1, 2, 3, 4, 5 and/or 6 being amended)

of the Articles of Organization were duly adopted at a meeting held on April 9, 20 02, by vote of:

_____ shares of _____ of _____ shares outstanding,
(type, class & series, if any)

_____ shares of _____ of _____ shares outstanding, and
(type, class & series, if any)

_____ shares of _____ of _____ shares outstanding.
(type, class & series, if any)

C	<input type="checkbox"/>
P	<input type="checkbox"/>
M	<input type="checkbox"/>
RA	<input type="checkbox"/>

1. being at least a majority of each type, class or series outstanding and entitled to vote thereon; or 2. being at least two-thirds of each type, class or series outstanding and entitled to vote thereon and of each type, class or series of stock whose rights are adversely affected thereby.

There are no shares issued. The Amendment to Article 1 was approved by written Consent of the Incorporator dated April 9, 2002 attached hereto.

*Delete the inapplicable words. **Delete the inapplicable clause.

¹ For amendments adopted pursuant to Chapter 156B, Section 70.

² For amendments adopted pursuant to Chapter 156B, Section 71.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

P.C.

MA006 - 12/26/00 C T System Online

PATENT

REEL: 012595 FRAME: 0543

1563-3000 4C

To *change* the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue, fill in the following:

The total *presently* authorized is:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

Change the total authorized to:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a *later* effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

Later effective date: _____

SIGNED UNDER THE PENALTIES OF PERJURY, this 10th day of April, 20 02,

Carl D. Sanders, *President / *Miss. President.

Dave Brown, *Clerk / *Assistant Clerk.

*Delete the inapplicable words.

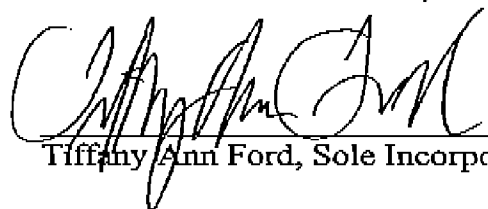
BRINE ACQUISITION CORPORATION**CONSENT OF INCORPORATOR**

April 9, 2002

The undersigned, being the sole Incorporator of Brine Acquisition Corporation, a Massachusetts corporation, to be renamed "Brine, Inc." (the "Company"), in accordance with the provisions of the Company's By-Laws, does hereby consent to the adoption of the following actions:

VOTED: That it is advisable and in the best interest of the Corporation that the Articles of Organization of the Corporation be amended by striking out the provision of Articles I thereof setting forth the name by which this Corporation shall be known and by substituting thereof the following:

"The name by which this Corporation shall be known is: "Brine, Inc. ""


Tiffany Ann Ford, Sole Incorporator

BRINE, INC.

April 9, 2002

The Commonwealth of Massachusetts
Secretary of State
Division of Corporations
One Ashburton Place
Boston, MA 02108

Re: Brine, Inc.

Dear Sir/Madam:

Brine, Inc., a Corporation organized in the state of New Hampshire on November 27, 1985, hereby consents to the use of the name "Brine, Inc." by Brine Acquisition Corporation, a corporation incorporated in The Commonwealth of Massachusetts.

Sincerely,

BRINE, INC.

By: Thomas M. Pelletier, V.P. & CFO

Its: Vice-President & CFO

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT

(General Laws, Chapter 156B, Section 72)

I hereby approve the within Articles of Amendment and, the filing fee in the amount of \$_____ having been paid, said articles are deemed to have been filed with me this _____ day of _____ 20 _____.

Effective date: _____

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION

Photocopy of document to be sent to:

Tiffany Ford, Esq. _____

Foley, Hoag & Eliot LLP _____

One Post Office Square, Boston, MA 02109 _____

Telephone: 617-832-1000 _____

PATENT
REEL: 012595 FRAME: 0548

COPY FEDERAL IDENTIFICATION
NO. _____

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

CERTIFICATE OF CHANGE OF PRINCIPAL OFFICE
(General Laws, Chapter 156B, Section 14)

I, David A. Broadwin, ~~Clerk~~ / *Assistant Clerk

of Brinc Acquisition Corporation,
(Exact name of corporation)

having a principal office at 85 Homer Street, Newton, MA 02459,
(Street address of corporation in Massachusetts)

certify that pursuant to General Laws, Chapter 156B, Section 14, the directors of said corporation have changed the location of the principal office of the corporation to:

22 Brewster Street, Newton, MA 02461
(New street address of corporation in Massachusetts including number, street, city or town and zip code.)

02 APR 10 PM 1:55
CORPORATION DIVISION

SIGNED UNDER THE PENALTIES OF PERJURY, this 10th day of April, 20 02,

David Broadwin, ~~Clerk~~ / *Assistant Clerk

*Delete the inapplicable words.