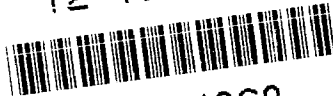


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PATENTS ONLY

Form PTO-1595 (Rev. 03/01) 12/15/03 REC OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies):</p> <p>Powersource, LLC</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: <u>FitnessLab, LLC</u></p> <p>Internal Address: <u>c/o James Levine</u></p> <p>Street Address: <u>60 Lake Shore drive North</u></p> <p>City: <u>Westford</u> State: <u>MA</u> Zip: <u>01886</u></p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other _____</p> <p>Execution Date: <u>12/21/01</u></p>	

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s) _____

B. Patent No.(s) 6,419,611


Additional numbers attached? Yes No

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Jerry Cohen, Esq.</u></p> <p>Internal Address: <u>Perkins, Smith & Cohen, LLP</u></p> <p><u>30th Floor</u></p> <p>Street Address: <u>One Beacon Street</u></p> <p>City: <u>Boston</u> State: <u>MA</u> Zip: <u>02108</u></p>	<p>6. Total number of applications and patents involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41).....\$ <u>40.00</u></p> <p><input checked="" type="checkbox"/> Enclosed</p> <p><input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number:</p> <p><u>03-2401 Order No. 6523-1 (Deficiencies only)</u></p>
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9. Signature.

Peter J. Borghetti, Reg. No. 42,345
Name of Person Signing


Signature

12/10/03
Date

Total number of pages including cover sheet, attachments, and documents: 5

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

PATENT REEL: 014782 FRAME: 0836

CERTIFICATE OF MERGER

MERGING

FILED

OPTION AWARE SYSTEMS, INC., a Massachusetts corporation

INTO

POWERSOURCE, LLC, a Massachusetts limited liability company

SECRETARY OF THE COMMONWEALTH
CORPORATIONS DIVISION

The undersigned limited liability company, organized and existing under and by virtue of the Massachusetts Limited Liability Company Act, does hereby certify that:

FIRST: The name, state of domicile, date of formation and/or organization, and federal identification number of each of the constituent entities in the merger is as follows:

<u>Name</u>	<u>State of Domicile</u>	<u>Date of Formation and or Organization</u>	<u>Federal Identification Number</u>
Option Aware Systems, Inc.	Massachusetts	March 31, 1994	04-3226647
Powersource, LLC	Massachusetts	February 17, 1998	04-3562307

SECOND: The address of the office of Option Aware Systems, Inc. in the Commonwealth of Massachusetts at which it maintains its records is 36 Hawthorn Street, Cambridge, MA 02138.

THIRD: The address of the office of Powersource, LLC in the Commonwealth of Massachusetts at which it maintains its records is c/o James Levine, 60 Lake Shore Drive North, Westford, MA 01886.

FOURTH: An Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the requirements of Section 83A of the Massachusetts Business Corporation Law and Section 59 of the Massachusetts Limited Liability Company Act.

FIFTH: This Certificate of Merger shall be effective on January 1, 2002.

SIXTH: The executed Agreement of Merger will be kept on file at the principal place of business of the surviving limited liability company, the address of which is c/o James Levine, 60 Lake Shore Drive North, Westford, Massachusetts 01886.

SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving limited liability company, on request and without cost, to any stockholder of the constituent corporation and any member of the constituent limited liability company.

EIGHTH: The name of the surviving entity is Powersource, LLC, a Massachusetts limited liability company with a federal identification number of 04-3562307.

NINTH: Upon filing, the Certificate of Organization of the surviving entity, Powersource, LLC, will be amended as follows:

1. Name of the Limited Liability Company: The name of the limited liability company is FitnessLab, LLC.


TENTH: Managers: Each of the following persons is a Manager of the surviving entity:

<u>Name:</u>	<u>Address</u>
Cavas Gobhai	36 Hawthorn Street Cambridge, MA 02138
James Levine	60 Lake Shore Drive North Westford, MA 01886

ELEVENTH: Execution of Documents (Secretary of the Commonwealth): The authorized signatories are Cavas Gobhai and James Levine (addresses as shown above), and Jerry Cohen, Esq., of Perkins, Smith & Cohen, LLP, One Beacon Street, Boston, MA 02108.

IN WITNESS WHEREOF, POWERSOURCE, LLC, has caused this Certificate of Merger to be duly executed in its name this 21st day of December, 2001.

Powersource, LLC
a Massachusetts limited liability company

By: 
James Levine, President

CK. # 021615

The Commonwealth of Massachusetts
Limited Liability Company
(General Laws, Chapter 156C)

775983

Filed this 28 day December, 2001.

William Francis Galvin

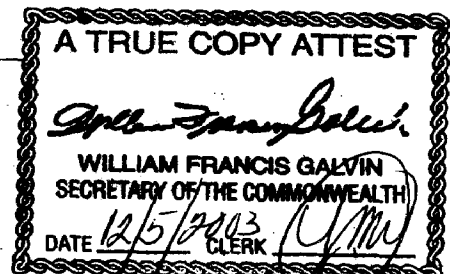
WILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH

Perkins Smith Cohen, LLP

Attn: Susan Shapiro

One Beacon St., Boston, MA 02108

Phone: 617-854-4000



PATENT