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FORM PTO-1595
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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

<p>1. Name of conveying party(ies):</p> <p>Alpha Medical, Inc.</p> <p><i>1-26-04</i></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>Beta Medical, Inc. 2800 Patton Road St. Paul, Minnesota 55113</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
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3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other:

Execution Date: November 13, 2003

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:

<p>A. Patent Application No.(s)</p> <p><u>10/128,120</u> 10/158,986</p>	<p>B. Patent No.(s)</p> <p>10/306,872</p>
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Additional numbers attached? Yes No

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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: Karen A. Fitzsimmons Address: Merchant & Gould P.C. P.O. Box 2903 Minneapolis, MN 55402-0903</p>	<p>6. Total number of applications and patents involved: 3</p> <p>7. Total fee (37 CFR 3.41): \$120.00</p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Please charge any additional fees or credit any overpayments to our Deposit account number: 13-2725</p>
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9. Statement and signature:

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.

<p>Karen A. Fitzsimmons Name of Person Signing</p>	<p><i>Karen A. Fitzsimmons</i> Signature</p>	<p>January 22, 2004 Date</p>
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Total number of pages including cover sheet, attachments, and document: 3

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**ARTICLES OF MERGER
BETWEEN
ALPHA MEDICAL, INC.
AND
BETA MEDICAL, INC.**

THE UNDERSIGNED, Mark B. Knudson, as Chief Executive Officer of Alpha Medical, Inc., a Minnesota corporation ("Alpha Medical"), and Chief Executive Officer of Beta Medical, Inc., a Minnesota corporation ("Beta Medical"), hereby certifies as follows:

1. Attached hereto as Exhibit A is the Plan of Merger for the merger of Alpha Medical with and into Beta Medical (the "Merger"), which has been duly adopted by the Board of Directors of each of such corporations.

2. Such Plan of Merger has been approved by Alpha Medical and by Beta Medical pursuant to and in accordance with Chapter 302A of the Minnesota Business Corporation Act.

3. The Merger shall be effective upon the filing of these Articles of Merger with the Secretary of State of the State of Minnesota.

IN WITNESS WHEREOF, the undersigned has duly executed this document for and on behalf of Alpha Medical and Beta Medical this 13th day of November, 2003.

ALPHA MEDICAL, INC.

By: _____

Name: Mark B. Knudson

Title: Chief Executive Officer

BETA MEDICAL, INC.

By: _____

Name: Mark B. Knudson

Title: Chief Executive Officer

EXHIBIT A


Plan of Merger

This Plan of Merger sets forth the terms of the merger of Alpha Medical, Inc. ("Alpha"), a Minnesota corporation, with and into Beta Medical, Inc. ("Beta"), a Minnesota corporation.

1. Merger. Upon the filing of articles of merger with respect to this Plan of Merger with the Minnesota Secretary of State in accordance with the Minnesota Business Corporation Act, Alpha shall be merged with and into Beta and the separate corporate existence of Alpha shall cease. Beta shall be the surviving corporation in the merger, and the separate corporate existence of Beta with all its purposes, objects, rights, privileges, powers, immunities and franchises, shall continue unaffected and unimpaired by the merger.
2. Articles of Incorporation. The articles of incorporation of Beta shall be the articles of incorporation of the surviving corporation, subject always to the right of the surviving corporation to amend its articles of incorporation after the date of merger in accordance with the Minnesota Business Corporation Act, and shall not be amended by virtue of the merger.
3. Bylaws. The bylaws of Beta shall be the bylaws of the surviving corporation and shall not be amended by the merger.
4. Directors and Officers. The directors of Beta immediately prior to the date of the merger shall be the directors of the surviving corporation, and the officers of Beta immediately prior to the date of the merger shall be the officers of the surviving corporation, in each case until their successors have been elected and qualified or until otherwise provided by law.
5. Conversion of Shares. Each of the common shares, \$.01 par value per share, of Alpha, other than shares as to which dissenter's rights under the Minnesota Business Corporation Act are perfected, shall be converted into the right to receive, in accordance with this Plan of Merger, 0.363267812 Series A Preferred Shares, par value \$.01 per share, of Beta. Each of the Series A Preferred Shares \$.01 par value per share, of Alpha, other than shares as to which dissenter's rights under the Minnesota Business Corporation Act are perfected, shall be converted into the right to receive, in accordance with this Plan of Merger, 0.363267812 Series A Preferred Shares, par value \$.01 per share of Beta.

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

NOV 13 2003

Mary Hoffmeyer
Secretary of State 

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