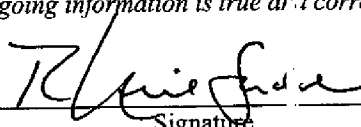


RECORDATION FORM COVER SHEET PATENTS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Docket No: **G30-000**

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

<p>1. Name of conveying party(ies): Granit Medical Innovations, Incorporated</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>3. Nature of conveyance: <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other: Execution Date: No later than November 26, 2002</p>	<p>2. Name and address of receiving party(ies). Name: Granit Medical Innovations LLC Internal Address: Street Address: 992 Fifth Ave. City: New York State: NY ZIP: 10028 Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<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): 10/716,107; 29/190,690; 10/250,855; 09/978,413; 10/414,806; 10/414,708; 10/414,749; 10/687,401; 10/687,281; 10/687,177 B. Patent No.(s): 6,775,861 Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name R. Neil Sudol Internal Address: Street Address: 714 Colorado Avenue City: Bridgeport State: CT ZIP: 06605-1601</p>	<p>6. Total number of applications and patents involved: 11</p> <p>7. Total fee: (37 C.F.R. 3.41)..... \$440.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account specified in Item No. 8 below.</p> <p>8. Deposit Account Number: 04-0838 (Attach duplicate copy of this page if paying by deposit account)</p>
<p>DO NOT USE THIS SPACE</p>	
<p>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></p> <p><u>R NEIL SUDOL</u> <u></u> <u>June 15, 2005</u> Name of Person Signing Signature Date</p> <p>Total number of pages including cover sheet, attachments, and document: <u>6</u></p>	

CH \$440.00 040838 10716107

State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on **DECEMBER 02, 2002**



A handwritten signature in black ink, appearing to read "R. A. S.", is written over the printed title "Secretary of State".

Secretary of State

DOS-200 (Rev. 03/02)

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CERTIFICATE OF MERGER
OF
GRANIT MEDICAL INNOVATIONS, INC.
AND
GRANIT MEDICAL INNOVATIONS LLC

Under Section 1003 of the Limited Liability Company Law

The undersigned, desiring to merge a corporation into a limited liability company under and pursuant to Section 1003 of the Limited Liability Company Law of the State of New York, do hereby certify as follows:

FIRST: The name of the merging entities are Granit Medical Innovations, Inc., a New York corporation, whose Certificate of Incorporation was filed with the Department of State of New York on May 26, 1999, under the name of WOODMART, INC., and Granit Medical Innovations LLC, a New York limited liability company, whose Articles of Organization were filed with the Department of State of New York on November 6, 2002.

SECOND: The name of the surviving entity shall be Granit Medical Innovations LLC.

THIRD: An Agreement of Merger has been approved and executed by both of the merging entities.

FOURTH: The merger shall be effective upon the filing of the Certificate of Merger with the New York Secretary of State.

FIFTH: The Secretary of State is designated as agent of the surviving limited liability company upon whom process against it may be served. The address within or without the state to which the Secretary of State shall mail a copy of any process against the limited liability company served upon him or her is the Company, c/o Cowan, Liebowitz & Latman, P.C., 1133 Avenue of the Americas, New York New York 10036.

SIXTH: The Agreement of Merger is on file at the following place of business of the surviving limited liability company: 1135 Manhattan Avenue, Brooklyn, New York 11222.

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SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving domestic limited liability company on request and without cost to any member of any domestic limited liability company or to any person holding an interest in any other business entity that is to merge pursuant to such agreement.

Granit Medical Innovations, Inc.

By: Naomi Nakao
Naomi Nakao
Chairman/Chief Executive Officer

By: Moshe Granit
Moshe Granit
Secretary

Granit Medical Innovations LLC

By: Moshe Granit
Moshe Granit
Managing Member

By: Naomi Nakao
Naomi Nakao
Managing Member

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CERTIFICATE OF MERGER

OF

GRANIT MEDICAL INNOVATIONS, INC.

AND

GRANIT MEDICAL INNOVATIONS LLC

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(Under Section 1003 of the Limited Liability Company Law)

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STATE OF NEW YORK
DEPARTMENT OF STATE

FILED NOV 26 2002

TAX \$ _____
BY: lmb

RECEIVED
Nov 25 4 01 PM '02

RETURN TO:

Cowan, Liebowitz & Latman, P.C.
1133 Avenue of the Americas
New York, New York 10036-6799

Cust Ref. # 275

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