

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/01/2001

CONVEYING PARTY DATA

Name	Execution Date
Athena Diagnostics, Inc.	11/01/2001

RECEIVING PARTY DATA

Name:	Athena Diagnostics, Inc.
Street Address:	377 Plantation Street
City:	Worcester
State/Country:	MASSACHUSETTS
Postal Code:	01605

PROPERTY NUMBERS Total: 9

Property Type	Number
PCT Number:	US0701570
Patent Number:	6599756
Patent Number:	6001576
Patent Number:	5691144
Application Number:	10967414
Application Number:	11656350
Patent Number:	6576418
Patent Number:	6824999
PCT Number:	US0716705

CORRESPONDENCE DATA

Fax Number: (978)341-0136
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
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 Email: amy.comeau@hbsr.com

CH \$360.00 US0701570

Correspondent Name: Doreen M. Hogle
Address Line 1: 530 Virginia Road, P.O. Box 9133
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Address Line 4: Concord, MASSACHUSETTS 01742-9133

ATTORNEY DOCKET NUMBER:	0856.0152-000
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NAME OF SUBMITTER:	Amy T. Comeau
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Total Attachments: 4
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Examiner
[Signature]

The Commonwealth of Massachusetts

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

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ARTICLES OF ~~*CONSOLIDATION~~ / *MERGER (General Laws, Chapter 156B, Section 79)

~~*CONSOLIDATION~~ / *merger of

- (M) Athena Diagnostics, Inc.,
Massachusetts
- (S) Athena Diagnostics, Inc. Delaware (M)

01242014

the constituent corporations, into

(S) Athena Diagnostics, Inc., Delaware (M)

*a new corporation / ~~*CONSOLIDATION~~ organized under the laws of: Delaware

The undersigned officers of each of the constituent corporations certify under the penalties of perjury as follows:

1. An agreement of ~~*CONSOLIDATION~~ / *merger has been duly adopted in compliance with the requirements of General Laws, Chapter 156B, Section 79, and will be kept as provided by Subsection (c) thereof. The ~~*CONSOLIDATION~~ / *surviving corporation will furnish a copy of said agreement to any of its stockholders, or to any person who was a stockholder of any constituent corporation, upon written request and without charge.

2. The effective date of the ~~*CONSOLIDATION~~ / *merger determined pursuant to the agreement of ~~*CONSOLIDATION~~ / *merger shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing:

3. (For a merger)

**The following amendments to the Articles of Organization of the *surviving* corporation have been effected pursuant to the agreement of merger:

(For a consolidation)

(a) The purpose of the *resulting* corporation is to engage in the following business activities:

- C
- P
- M
- RA.

4
P.C.

*Delete the inapplicable words.
Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on 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 as long as each article requiring each addition is clearly indicated.

(For a consolidation)

(b) State the total number of shares and the par value, if any, of each class of stock which the *resulting* corporation is authorized to issue:

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

** (c) If more than one class of stock is authorized, state a distinguishing designation for each class and provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of each class and of each series then established.

** (d) The restrictions, if any, on the transfer of stock contained in the agreement of consolidation are:

** (e) Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

Item 4 below may be deleted if the resulting /surviving corporation is organized under the laws of a state other than Massachusetts.

4. The information contained in Item 4 is *not* a permanent part of the Articles of Organization of the *resulting / *surviving corporation.

(a) The street address of the *resulting / *surviving corporation in Massachusetts is: *(post office boxes are not acceptable)*

*** If there are no provisions state "None".*

(b) The name, residential address and post office address of each director and officer of the *resulting / *surviving corporation is:

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:			
Treasurer:			
Clerk:			
Directors:			

(c) The fiscal year end (i.e. tax year) of the *resulting / *surviving corporation shall end on the last day of the month of:

(d) The name and business address of the resident agent, if any, of the *resulting / *surviving corporation is:

Item 5 below may be deleted if the resulting/surviving corporation is organized under the laws of Massachusetts.

5. The ~~resulting~~ / *surviving corporation hereby agrees that it may be sued in the Commonwealth of Massachusetts for any prior obligation of any constituent Massachusetts corporation, any prior obligation of any constituent foreign corporation qualified under General Laws, Chapter 181, and any obligations hereafter incurred by the *resulting / *surviving corporation, including the obligation created by General Laws, Chapter 156B, Section 85, so long as any liability remains outstanding against the corporation in the Commonwealth of Massachusetts, and it hereby irrevocably appoints the Secretary of the Commonwealth as its agent to accept service of process in any action for the enforcement of any such obligation, including taxes, in the same manner as provided in Chapter 181.

FOR MASSACHUSETTS CORPORATIONS

The undersigned *President / ~~VICEPRESIDENT~~ and *Clerk / ~~ASSISTANT CLERK~~ of Athena Diagnostics, Inc., a corporation organized under the laws of Massachusetts, further state under the penalties of perjury that the agreement of ~~INCORPORATION~~ / *merger has been duly executed on behalf of such corporation and duly approved in the manner required by General Laws, Chapter 156B, Section 78.

Same as Below Robert Flaherty, *President / ~~VICEPRESIDENT~~

Same as Below Jeffrey Weisberg, *Clerk / ~~ASSISTANT CLERK~~

FOR CORPORATIONS ORGANIZED IN A STATE OTHER THAN MASSACHUSETTS

The undersigned, † Robert Flaherty and †† Jeffrey Weisberg, of Athena Diagnostics, Inc., a corporation organized under the laws of Delaware, further state under the penalties of perjury that the agreement of ~~INCORPORATION~~ / *merger has been duly adopted by such corporation in the manner required by the laws of Delaware.

*Delete the inapplicable words.
†Specify the officer having powers and duties corresponding to those of the president or vice president of a Massachusetts corporation organized under General Laws, Chapter 156B.
††Specify the officer having powers and duties corresponding to the clerk or assistant clerk of such a Massachusetts corporation.

† Robert Flaherty
†† Jeffrey Weisberg

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THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ~~*CONSOLIDATION~~ / *MERGER
(General Laws, Chapter 156B, Section 79)

I hereby approve the within Articles of *Consolidation / *Merger and, the filing fee in the amount of \$ 250-, having been paid, said articles, are deemed to have been filed with me this 1st day of November, 20 01.

Effective date _____

SECRETARY OF THE
COMMONWEALTH
CORPORATION DIVISION
01 NOV - 1 PM 2:55

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

CT Corporation System
101 Federal Street
Boston, MA 02110
Telephone: (617)-675-6400