



11-17-1998

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10-22-1998

U.S. Patent & TMO/TM Mail Rcpt Dt. #54



U.S. Department of Commerce
Patent and Trademark Office

100900706

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

85-22-71

1. Name of conveying party(ies):
Age Wave Health Services, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and Address of receiving party(ies):

Name: Age Wave Impact, Inc.
 Internal Address: 2000 Powell Street
 Street Address: 11th Floor
 Emeryville, CA 94608

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: September 10, 1998

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 AGELESS HEROES 75/394,658
 AGELESS HEROES 75/394,662

B. Trademark registration No.(s)
 MORE LIFE 1,981,240
 THE ALLIANCE FOR HEALTHY AGING 1,906,972

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Timothy J. Lyden
 Internal Address: Hogan & Hartson LLP

 Street Address: 8300 Greensboro Drive
Suite 1100
 City: McLean State: VA Zip: 22102

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41): \$ 115.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
08-2550
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Timothy J. Lyden
 Name of Person Signing

Signature

10/22/98
 Date

Total number of pages comprising cover sheet 4

11/16/1998 JMWTKINS 00000092 40.0050P 75.0020P

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "AGE WAVE HEALTH SERVICES, INC." CHANGING ITS NAME FROM "AGE WAVE HEALTH SERVICES, INC." TO "AGE WAVE IMPACT, INC." FILED IN THIS OFFICE ON THE THIRTIETH DAY OF SEPTEMBER, A.D. 1998, AT 9:00 CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



A handwritten signature in cursive script, appearing to read "Edward J. Freel".

Edward J. Freel, Secretary of State

2444265 8100

981379790

AUTHENTICATION: 9331627

DATE: 09-30-98

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION OF
AGE WAVE HEALTH SERVICES, INC.**

Age Wave Health Services, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation")

DOES HEREBY CERTIFY:

ONE. That the Board of Directors adopted a resolution setting forth a proposed amendment to the Certificate of Incorporation of said Corporation and declaring said amendment advisable and directing that said amendment be submitted to the stockholders of said Corporation entitled to vote in respect thereof for their approval. The resolution setting forth said amendment is as follows:

RESOLVED, that the Certificate of Incorporation of the Corporation be amended by amending and restating Article I thereof so that it shall be and read as follows:

"1. NAME

The name of this corporation is Age Wave Impact, Inc. (the "Corporation")."


TWO. That thereafter said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law by written consent of the stockholders holding the requisite number of shares required by statute given in accordance with and pursuant to Section 228 of the General Corporation Law of the State of Delaware with written notice to be given to those stockholders who did not consent as provided in that section.

IN WITNESS WHEREOF, this Certificate of Amendment of the

Certificate of Incorporation has been signed by the President and the Secretary of the Corporation this 10th day of September, 1998.

AGB WAVE HEALTH SERVICES, INC.

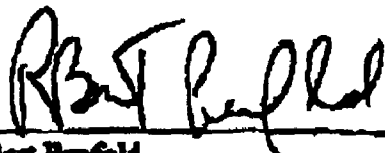
By:



R. Hart Penfold,
President

ATTEST:

By:



R. Hart Penfold,
Secretary



HOGAN & HARTSON L.L.P.

10-22-1998

U.S. Patent & TMOfc/TM Mail RcptDt. #54

Writer's Direct Dial
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October 22, 1998

VIA COURIER AND RETURN

Box ASSIGNMENTS

Assistant Commissioner of Patents and Trademarks
2900 Crystal Drive
Arlington, VA 22202-3513

RE: Recordation of Assignment

Dear Sir:

Enclosed is a Recordation Form Cover Sheet which reflects the corporate name change as referenced below:

Assignor:	Age Wave Health Services, Inc.
Assignee:	Age Wave Impact, Inc.
Mark:	75/394,658 AGELESS HEROES
	75/394,662 AGELESS HEROES
	1,981,240 MORE LIFE
	1,906,972 THE ALLIANCE FOR HEALTHY AGING
Date:	September 10, 1998
Type:	Change of Name

We have enclosed is a check in the amount of \$115.00 to cover the required filing fee. In the event the funds in the check are insufficient for recordation of this transaction or the check is not enclosed, please debit our deposit account (08-2550) and cite our reference number (62800.05).

1998 OCT 22 P 4: 14
US PATENT & TRADEMARK OFFICE
TRADEMARK FEE PROCESS RECEIVED

WASHINGTON, DC
BRUSSELS BUDAPEST LONDON MOSCOW PARIS* PRAGUE* WARSAW
BALTIMORE, MD BETHESDA, MD COLORADO SPRINGS, CO DENVER, CO LOS ANGELES, CA
WASHINGTON OFFICE: 555 THIRTEENTH STREET NW, WASHINGTON DC 20004-1109 TEL: (202) 637-5600 FAX: (202) 637-5910

*Affiliated Office

TRADEMARK
REEL: 1813 FRAME: 0662

Box ASSIGNMENTS

Assistant Commissioner of Patents and Trademarks

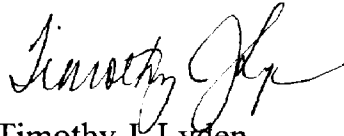
October 22, 1998

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Please date stamp the enclosed postcard filing receipt and return it to the messenger who is filing this document.

Best regards.

Sincerely,



Timothy J. Lyden
Counsel to Age Wave Impact, Inc.

mc 62800.05 / 85697.01 pan
Enclosures

cc: Joseph Coleman
Kenneth J. Hautman

mc 59006.1 / 0017449.01