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RECORDATION  
TRAD

02-23-2000

TTY DOCKET NO. 101327-27



101272825

To the Assistant Commissioner for Patents and Trademarks

ents or a copy thereof.

RECEIVED

Submission Type:

- New
- Resubmission Document
- Corrective of PTO Error: Reel# \_\_\_\_\_ Frame# \_\_\_\_\_
- Corrective Document: Reel# \_\_\_\_\_ Frame# \_\_\_\_\_

JAN 18 AM 11: 47

GBR/FINANCE

1. Name of conveying party:

Rare Earth Medical, Inc.

- Individual
- Limited Partnership
- Association
- General Partnership
- Corporation
- Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization:  
Massachusetts

Additional name(s) of conveying party(ies) attached?

- Yes
- No

Conveyance Type:

- Assignment
- Security Agreement
- Other: \_\_\_\_\_
- Merger
- Change of Name

Execution Date: 03051999

2. Name and address of receiving party:

Name: CardioFocus, Inc.  
Street Address: 126 B Mid Tech Drive  
City: West Yarmouth  
State: MA Zip: 02673

- Individual
- Limited Partnership
- Association
- General Partnership
- Corporation
- Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization:  
Massachusetts

Additional name(s) & address(es) attached?

- Yes
- No

4. Trademark Application Number(s) or Registration Number(s):

A. Application No(s):

B. Registration Number(s): 1826259

Additional numbers attached?  Yes  No

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

Atty. Name: Mr. Thomas J. Engellenner  
Firm Name: Nutter, McClennen & Fish, LLP  
Street Address: One International Place  
City/State: Boston, MA  
Zip Code: 02110-2699

6. Total number of Applications and/or Registrations involved? 1

7. Total fee (37 CFR 3.41): \$40.00  
 Fee Enclosed  
 Charge Deposit Account No. 141449  
 The Commissioner is hereby authorized to charge underpayment/credit overpayment to Deposit Account No. 141449.  
*(Attach duplicate copy of this page if paying fees by Deposit Account)*

02/23/2000 DMGUYEN 00000032 1826259

01 FC:481

40.00 DP

fee ok

8. 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.)

Thomas J. Engellenner  
Name of Attorney

Signature

January 13, 2000  
Date

817159v1

Total number of pages including cover sheet: 5

TRADEMARK  
REEL: 002024 FRAME: 0469

# The Commonwealth of Massachusetts

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

## ARTICLES OF AMENDMENT (General Laws, Chapter 156B, Section 72)

021

By Helen Maslocka, \*President / ~~Vice President~~

and Lauren Jennings, \*Clerk / ~~Assistant Clerk~~

of Rare Earth Medical, Inc.  
(Exact name of corporation)

located at 126 B Mid Tech Drive, West Yarmouth, MA 02673  
(Street address of corporation in Massachusetts)

certify that these Articles of Amendment affecting articles numbered:

Article I  
(Number those articles 1, 2, 3, 4, 5 and/or 6 being amended)

of the Articles of Organization were duly adopted at a meeting held on March 3, 1999, by vote of:

997,250 shares of Common Stock of 1,205,640 shares outstanding,  
(type, class & series, if any)

192,050 shares of Series A Preferred Stock of 213,820 shares outstanding, and  
(type, class & series, if any)

321,496 shares of Series B Preferred Stock of 335,623 shares outstanding,  
(type, class & series, if any)

- C
- P
- M
- R.A.

~~being at least a majority of each type, class or series outstanding and entitled to vote thereon or being at least a majority of each type, class or series outstanding and entitled to vote thereon and of each type, class or series of stock whose rights are adversely affected thereby.~~

**VOTED:** To change the name of the Corporation to CardioFocus, Inc.

\*Delete the inapplicable words. \*\*Delete the inapplicable clause.

<sup>1</sup> For amendments adopted pursuant to Chapter 156B, Section 70.

<sup>2</sup> For amendments adopted pursuant to Chapter 156B, Section 71.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of 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 so long as each article requiring each addition is clearly indicated.

4  
P.C.

the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue, all in the following:

currently authorized is:

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

Change the total authorized to:

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

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, an effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such date.

Later effective date: \_\_\_\_\_

SIGNED UNDER THE PENALTIES OF PERJURY, this 5th day of March, 19 99

Helen Muesel \_\_\_\_\_, \*President /

Lauren Jennings \_\_\_\_\_, \*Clerk /

\*Delete the inapplicable words.

MA886 - CT System Outline

9576

OFFICE OF THE SECRETARY OF THE COMMONWEALTH OF MASSACHUSETTS  
DEPARTMENT OF REVENUE

MAR -8 PM 2:34 **ARTICLES OF AMENDMENT**  
(General Laws, Chapter 156B, Section 72)

I hereby approve the within Articles of Amendment and, the filing fee in  
the amount of \$ 100 having been paid, said articles are deemed  
to have been filed with me this 8<sup>th</sup> day of MARCH  
19 99.

Effective date: \_\_\_\_\_

*William Francis Galvin*

**WILLIAM FRANCIS GALVIN**  
*Secretary of the Commonwealth*

A TRUE COPY ATTEST  
*William Francis Galvin*  
WILLIAM FRANCIS GALVIN  
SECRETARY OF THE COMMONWEALTH  
DATE 03/08/99 CLERK [Signature]

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

Lauren Jennings, Esq.  
Posternak, Blankstein & Lund, L.L.P.  
100 Charles River Plaza  
Boston, MA 02114