

05-22-2001



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TRADEMARKS ONLY

Attorney Docket No. 32050.00-884752

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

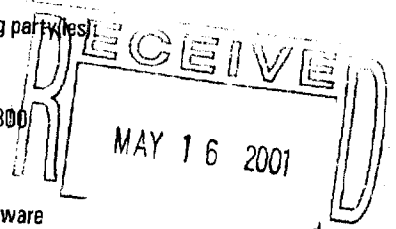
5-16-01

1. Name of conveying party(ies):

ImpactRx.com, Inc.

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

ImpactRx, Inc.
307 Fellowship Road - Suite 300
Mount Laurel, NJ 08054



[x] Corporation - State of Delaware

3. Nature of conveyance:

[x] Change of Name

4. Application number(s):

76/194,856	76/210,326
76/238,259	76/210,325
76/235,688	76/210,311
76/210,338	76/229,452
76/210,337	76/230,373
76/210,336	76/230,371
76/210,334	76/230,369
76/210,327	76/246,393

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

Roberta Jacobs-Meadway, Esquire
Ballard Spahr Andrews & Ingersoll, LLP
1745 Market Street
Philadelphia, PA 19103-7599
(215) 665-8500
(215)-665-8999

6. Total Number of Applications involved: [16]

7. Total fee (37 CFR 3.41) Cal. 1 @ \$40.00 = \$ 40.00
15 @ \$25.00 = \$375.00

[x] Authorized to be charged to deposit account: \$415.00

8. Deposit Account 02-0755

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

Name of Person Signing: Roberta Jacobs-Meadway

(Signature)

5/14/01

(Date)

Total Number of Pages including cover sheet, attachments and document (3)

I HEREBY CERTIFY THAT THIS CORRESPONDENCE IS BEING DEPOSITED WITH THE UNITED STATES POSTAL SERVICE AS FIRST CLASS MAIL IN AN ENVELOPE ADDRESS TO: U.S. PATENT AND TRADEMARK OFFICE, OFFICE OF PUBLIC RECORDS, CRYSTAL GATEWAY 4, ROOM 355, WASHINGTON, DC 20231

By:

DATE:

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "IMPACTRX.COM, INC.", CHANGING ITS NAME FROM "IMPACTRX.COM, INC." TO "IMPACTRX, INC.", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF MARCH, A.D. 2001, AT 9 O'CLOCK A.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1044538

DATE: 03-26-01

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 03/26/2001
010146731 - 3236148

AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF

IMPACTRX.COM, INC.
Incorporated Pursuant to an Original Certificate of Incorporation
Filed with the Secretary of State, May 30, 2000

ImpactRx.com, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), does hereby certify as follows:

1. The name of the Corporation, prior to the filing of this Amended and Restated Certificate of Incorporation, is ImpactRx.com, Inc.
2. The Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware on May 30, 2000. A Certificate of Amendment was filed on August 29, 2000.
3. By written consent of the Board of Directors of the Corporation, dated March 26, 2001, a resolution was duly adopted pursuant to Section 141(f) and 245 of the General Corporation Law of the State of Delaware, setting forth a proposed amendment and restatement of the Certificate of Incorporation, as amended, and declaring the proposed amendment and restatement advisable. The stockholders of the Corporation duly approved and adopted the proposed amendment and restatement of the Certificate of Incorporation, as amended, by written consent in accordance with Sections 228, 242 and 245 of the General Corporation Law of State of Delaware.

4. The Certificate of Incorporation, as so amended and restated, is entitled the Amended and Restated Certificate of Incorporation of ImpactRx.com, Inc. and the undersigned, for the purpose of amending and restating the Certificate of Incorporation of ImpactRx.com, Inc. under the laws of the State of Delaware, hereby certifies as follows:

FIRST: The name of the Corporation is ImpactRx, Inc.

SECOND: The address of its registered office in the State of Delaware is 2711 Centerville Road Suite 400, in the City of Wilmington, County of New Castle, 19808. The name of its registered agent at such address is Corporation Service Company.

THIRD: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

FOURTH: The total number of shares of all classes of stock which the Corporation shall have the authority to issue is (i) 7,000,000 shares of Common Stock, \$.01 par value per share (the "Common Stock"), and (ii) 4,603,603 shares of Preferred Stock, \$.01 par value per share, of