

05-29-2001

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

RE



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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Tab settings

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

1. Name of conveying party(ies): Focus/MRL, Inc. 13665 Dulles Technology Drive, Suite 200 Herndon, VA 20171

2. Name and address of receiving party(ies) Name: Focus Technologies, Inc. Internal Address: 13665 Dulles Technology Drive Street Address: Suite 200 City: Herndon State: VA Zip: 20171

3. Nature of conveyance: 5-21-01 Security Agreement Change of Name Execution Date: April 18, 2001

Corporation-State A Delaware corporation

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 76/240,644 (AVIDX)

B. Trademark Registration No.(s) 2,409,464 (EPIQUEST)

5. Name and address of party to whom correspondence concerning document should be mailed: Name: IP Dept. Patterson, Belknap, Webb & Tyler LLP Street Address: 1133 Avenue of the Americas City: New York State: NY Zip: 10036-6710

6. Total number of applications and registrations involved: 18 7. Total fee (37 CFR 3.41): \$465 Enclosed

8. Deposit account number: (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. Gloria C. Phares Signature Date: 16 May 2001

Total number of pages including cover sheet, attachments, and document: 7

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

**CONTINUATION PAGE**

**FOCUS TECHNOLOGIES, INC. (receiving party)**

4. (Continued)

<b>MARK</b>	<b>Application No.</b>	<b>Reg. No.</b>
FOCUS TECHNOLOGIES (stylized mark)	76/239,640	
FOCUS TECHNOLOGIES, INC.	76/239,639	
HERPESELECT	76/239,911	
MRL (stylized mark)		1,302,129
MRL DIAGNOSTICS and Line Design		1,867,832 2,010,361
MRL DIAGNOSTICS and Sherlock Design		1,865,443 2,046,196
MRL REFERENCE LABORATORY and Line Design		2,165,304
MRL REFERENCE LABORATORY and Sherlock Design		2,165,303
PSN	76/036,227	
RAR	76/036,226	
RAR MD	76/035,858	
RIFA		2,021,121
THE SURVEILLANCE NETWORK		2,312,605
TSN		2,361,353

State of Delaware  
Office of the Secretary of State

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PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "FOCUS TECHNOLOGIES, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTIETH DAY OF DECEMBER, A.D. 1988, AT 9 O'CLOCK A.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE SEVENTH DAY OF OCTOBER, A.D. 1993, AT 11:30 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "FOCUS/MRL, INC." TO "FOCUS TECHNOLOGIES, INC.", FILED THE EIGHTEENTH DAY OF APRIL, A.D. 2001, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1089595

DATE: 04-19-01

TRADEMARK

REEL: 002303 FRAME: 0942

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CERTIFICATE OF INCORPORATION  
OF  
FOCUS/MRL, INC.

FILED  
DEC 20 1988  
*[Signature]*  
*[Signature]*  
SECRETARY OF STATE

FIRST. The name of this corporation shall be:

FOCUS/MRL, INC.

SECOND. Its registered office in the State of Delaware is to be located at 1013 Centre Road, in the City of Wilmington, County of New Castle 19805, and its registered Agent at such address is CORPORATION SERVICE COMPANY.

THIRD. The purpose or purposes of the corporation shall be:

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH. The total number of shares of stock which this corporation is authorized to issue is:

Three Thousand (3,000) shares without par value.

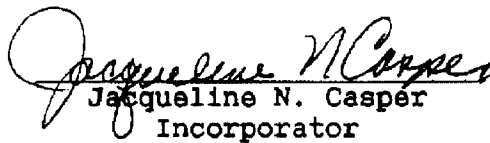
FIFTH. The name and address of the incorporator is as follows:

Jacqueline N. Casper  
Corporation Service Company  
1013 Centre Road  
Wilmington, DE 19805

SIXTH. The Board of Directors shall have the power to adopt, amend or repeal the by-laws.

SEVENTH. No director shall be personally liable to the Corporation or its stockholders for monetary damages for any breach of fiduciary duty by such director as a director. Notwithstanding the foregoing sentence, a director shall be liable to the extent provided by applicable law, (i) for breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct of a knowing violation of law, (iii) pursuant to Section 174 of the Delaware General Corporation Law or (iv) for any transaction from which director derived an improper personal benefit. No amendment to or repeal of this Article Seventh shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment.

IN WITNESS WHEREOF, The undersigned, being the incorporator hereinbefore named, has executed, signed and acknowledged this certificate of incorporation this twentieth day of December, A.D. 1988.

  
Jacqueline N. Casper  
Incorporator

**CERTIFICATE OF CHANGE OF LOCATION OF REGISTERED OFFICE  
AND OF REGISTERED AGENT**

It is hereby certified that:

1. The name of the corporation (hereinafter called the "corporation") is  
FOCUS/MRI., INC.
2. The registered office of the corporation within the State of Delaware is hereby changed  
to 32 Loockerman Square, Suite L-100, City of Dover 19901, County of Kent.
3. The registered agent of the corporation within the State of Delaware is hereby changed  
to The Prentice-Hall Corporation System, Inc., the business office of which is identical with  
the registered office of the corporation as hereby changed.
4. The corporation has authorized the changes hereinbefore set forth by resolution of its  
Board of Directors.

Signed on Oct. 5, 1993.

  
Laurence R. McCarthy - President

Attest:

  
\* Robert G. Westerman - Asst. Secretary

DE certificate of change 4/91

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
FOCUS/MRL, INC.

(Pursuant to Section 242 of the  
General Corporation Law of the State of Delaware)

It is hereby certified that:

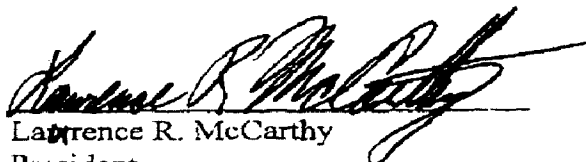
1. The name of the corporation is Focus/MRL, Inc. (hereinafter called the "Corporation").

2. The Certificate of Incorporation of the Corporation filed on the twentieth day of December, 1988 is hereby amended by deleting Article FIRST thereof in its entirety and inserting in lieu thereof the following new Article FIRST:

FIRST: The name of the corporation is Focus Technologies, Inc.

3. This Certificate of Amendment of Certificate of Incorporation has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment of Certificate of Incorporation to be signed this 10<sup>th</sup> day of April, 2001

  
Lawrence R. McCarthy  
President

TRADOCS:1457536 2(v8n402).DOC)

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 04/18/2001  
010188309 - 2181831

RECORDED: 05/21/2001

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