

08-02-2001

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Tab settings

To the Honorable Commissioner of Patent

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
eHealthcontracts.com, Inc. 7-250)

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

Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):
Name: eHealthContracts, Inc.
Internal Address: _____
Street Address: 22320 Foothill Blvd. Suite 500
City: Hayward State: CA ZIP: 94541-2701

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware 7-5 2001
 Other _____

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from
Additional name(s) & address(es) Yes N

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: July 11, 2001

4. Application number(s) or registration numbers(s):
A. Trademark Application No.(s)
76/123,690
76/084,387
76,084,388

Additional numbers Yes No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Patricia L. Cotton
Internal Address: Pillsbury Winthrop LLP
Street Address: 2550 Hanover Street
City: Palo Alto State: CA ZIP: 94304

6. Total number of applications and registrations involved:..... 3

7. Total fee (37 CFR 3.41):.....\$ 90
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
03-3975

08/02/2001 DBYRNE 00000028 76123690
01 FC:481 40.00 DP
02 FC:482 50.00 DP

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.
Patricia L. Cotton Patricia L Cotton 7/23/01
Name of Person Signing Signature Date

State of Delaware
Office of the Secretary of State

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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 CERTIFICATE OF AMENDMENT OF "EHEALTHCONTRACTS.COM, INC.", CHANGING ITS NAME FROM "EHEALTHCONTRACTS.COM, INC." TO "EHEALTHCONTRACTS, INC.", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF JULY, A.D. 2001, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3175458 8100

AUTHENTICATION **TRADEMARK**

REEL: 002338 FRAME: 0439

**CERTIFICATE OF AMENDMENT OF
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF
EHEALTHCONTRACTS.COM, INC.**

EHEALTHCONTRACTS.COM, INC., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

FIRST: The original Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware on February 11, 2000 under the name eHealthcontracts.com, Inc. The Amended and Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware on November 9, 2000.

SECOND: The Amendment of the Amended and Restated Certificate of Incorporation of the Corporation in the form set forth in the following resolution has been duly adopted in accordance with the provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware by the directors and stockholders of the Corporation:

RESOLVED, that Article I of the Amended and Restated Certificate of Incorporation be, and the same hereby is, amended and restated to read in its entirety as follows:

"FIRST: The name of this corporation (hereinafter called the Corporation") is eHealthContracts, Inc."

THIRD: The Amendment of the Amended and Restated Certificate of Incorporation so adopted reads in full as set forth above and is hereby incorporated herein by this reference. All other provisions of the Amended and Restated Certificate of Incorporation remain in full force and effect.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its duly authorized President and Secretary this 10th day of July, 2001.

EHEALTHCONTRACTS.COM, INC.

By


Helen Wilmot
President

By


Furrukh Munawar
Secretary