

09-25-2001



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

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

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

1. Name of conveying party(ies): SPA HEALTH CONSULTANTS, INC. 09/20/01
Individual(s) Association
General Partnership Limited Partnership
[X] Corporation-State
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: AVANCE, INC.
Internal
Address: a New Jersey corporation
Street Address: 21-21 Broadway
City: Fairlawn State: NJ Zip: 07410
Individual(s) citizenship
Association
General Partnership
Limited Partnership
[X] Corporation-State New Jersey
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

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other
Execution Date: September 14, 2000

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
2,005,468
1,804,020
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Lerner, David, Littenberg, Krumholz & Mentlik
Name: Krumholz & Mentlik
Internal Address:
Street Address: 600 South Avenue West
City: Westfield State: NJ Zip: 07090

6. Total number of applications and registrations involved: 2
7. Total fee (37 CFR 3.41) \$ 65.00
Enclosed
[X] Authorized to be charged to deposit account
8. Deposit account number: 12-1095
(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.
Jeanne P. Vallebuona
Name of Person Signing Signature Date
Total number of pages including cover sheet, attachments, and document: 3

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

09/24/2001 LNUJELLER 00000187 121095 2005468

01 FC:481 40.00 CH
02 FC:482 25.00 CH

TRADEMARK REEL: 002372 FRAME: 0456



New Jersey Department of State
Division of Commercial Recording
Certificate of Amendment to the
Certificate of Incorporation
(For Use by Domestic Profit Corporations)

C-102A Rev 12/93

"Federal Employer Identification No."

Pursuant to the provisions of Section 14A:9-2 (4) and Section 14A:9-4 (3), Corporations, General, of the New Jersey Statutes, the undersigned corporation executes the following Certificate of Amendment to its Certificate of Incorporation:

1. The name of the corporation is: SPA HEALTH CONSULTANTS, INC.

2. The following amendment to the Certificate of Incorporation was approved by the directors and thereafter duly adopted by the shareholders of the corporation on the 14th day of Sept., 19 2000

Resolved, that Article First of the Certificate of Incorporation be amended to read as follows:

The name of the Corporation is: Avance, Inc.

3. The number of shares outstanding at the time of the adoption of the amendment was
The total number of shares entitled to vote thereon was

If the shares of any class or series of shares are entitled to vote thereon as a class, set forth below the designation and number if outstanding shares entitled to vote thereon of each such class or series. (Omit if not applicable).

4. The number of shares voting for and against such amendment is as follows: (If the shares of any class or series are entitled to vote as a class, set forth the number of shares of each such class and series voting for and against the amendment, respectively).

Number of Shares Voting for Amendment Number of Shares Voting Against Amendment

5. If the amendment provides for an exchange, reclassification or cancellation of issued shares, set forth a statement of the manner in which the same shall be effected. (Omit if not applicable).

6. Other provisions: (Omit if not applicable).

Principal office: 21-21 Broadway, Fairlawn, NJ 07410

Registered agent: Jim Savino

21-21 Broadway, Fairlawn, NJ 07410

SPA HEALTH CONSULTANTS, INC.

(Corporate Name)

By:

Jim Savino (Signature)

Dated this day of September, 19 2000

JIM SAVINO

(Type Name and Title)

May be executed by the Chairman of the Board, or the President, or a Vice President of the Corporation.

The purpose of this form is to simplify the filing requirements of the Secretary of State and does not replace the need for competent legal advice.



New Jersey Department of State
 Division of Commercial Recording
 Certificate of Amendment to the Certificate
 of Incorporation by the Incorporator(s)
 (For Use by Domestic Profit and Nonprofit Corporations)

C-102 Rev. 7/92

Check Appropriate Statute:

- NJSA 14A:9-1 et seq. New Jersey Profit Corporation Act (File in Duplicate)
 NJSA 15A:9-1 et seq. New Jersey Nonprofit Corporation Act (File in Triplicate)

The Undersigned Incorporator(s), for the purpose of amending the original Certificate of Incorporation, does (do) hereby execute the following Certificate of Amendment, pursuant to the provisions of the appropriate Statute, checked above, of the New Jersey Statutes.

1. Name of Corporation: SPA HEALTH CONSULTANTS, INC.

2. Corporation number: _____

3. Article First of the Certificate of Incorporation is hereby amended to read as follows:

The name of the Corporation is: Avance, Inc.

4. The foregoing amendment was adopted by the unanimous consent of the Incorporator(s) before the organization meeting of the first Board of Directors/Trustees.

5. Other provisions: Principal office: 21-21 Broadway, Fairlawn, NJ 07410
 Registered Agent: Jim Savino
 21-21 Broadway, Fairlawn, NJ 07410

Signature: Date: 9/14/00
 STEVEN M. GREENBERG

Signature: _____ Date: _____

Signature: _____ Date: _____

Signature: _____ Date: _____

Signature: _____ Date: _____

Signature: _____ Date: _____