

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type <input checked="" type="checkbox"/> New <input type="checkbox"/> Resubmission (Non-Recordation) Document ID # <input type="checkbox"/> Correction of PTO Error Reel # Frame # <input type="checkbox"/> Corrective Document Reel # Frame #	Conveyance Type <input type="checkbox"/> Assignment <input type="checkbox"/> License <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Nunc Pro Tunc Assignment Effective Date: <input type="checkbox"/> Other:
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Conveying Party Name LifeWatch Holding Corporation Formerly Urs Acquisitions, Inc. <input type="checkbox"/> Individual <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Association <input type="checkbox"/> Other <input checked="" type="checkbox"/> Citizenship/State of Incorporation/Organization Delaware <input type="checkbox"/> Mark if Additional Names of Conveying Parties Attached	Execution Date 01/27/00
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Receiving Party

Name LifeWatch Holding Corporation
 DBA/AKATA
 Address 1351A Abbott Court
 Address Buffalo Grove IL 60089
 City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association
 Other
 Citizenship/State of Incorporation/Organization Delaware
 Domestic Representative Designation Attached: Yes No
 Mark if Additional Names of Receiving Parties Attached

Correspondent Name and Address Amy J. Davison Leydig, Voit & Mayer, Ltd. Two Prudential Plaza, Suite 4900 Chicago, Illinois 60601-6780	Telephone: (312) 616-5600 Facsimile: (312) 616-5700 Attorney Docket No. 144743
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Pages Enter the total number of pages of the attached conveyance document including any attachments: 3

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached
Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)	Registration Number(s)
	1,748,326

Number of Properties Enter the total number of properties involved: 1

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): 40.00

Method of Payment:
 Enclosed
 Deposit Account No. 12-1216
 Authorization to Charge Additional Fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Amy J. Davison	 Signature	October 23, 2002 Date
Name of Person Signing		

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, 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 "URS ACQUISITIONS, INC.", CHANGING ITS NAME FROM "URS ACQUISITIONS, INC." TO "LIFEWATCH HOLDING CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF JANUARY, A.D. 2000, AT 9 O'CLOCK A.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

3156464 8100

001042093

AUTHENTICATION: 0221630

DATE: 01-27-00
TRADEMARK

REEL: 002566 FRAME: 0224

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 01/27/2000
001042093 - 315666

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
URS ACQUISITIONS, INC.**

**Adopted in accordance with the provisions
of §242 of the General Corporation Law
of the State of Delaware**

William Willis, being the President of URS Acquisitions, Inc., a corporation duly organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify as follows:

FIRST: That the Certificate of Incorporation of the Corporation be, and hereby is, amended by deleting Article One in its entirety and substituting in lieu thereof a new Article One to read as follows:

ARTICLE ONE

The name of the Corporation is LifeWatch Holding Corporation.

SECOND: That the Board of Directors of the Corporation approved the foregoing amendment by unanimous written consent pursuant to the provisions of Section 141(f) and 242 of the General Corporation Law of the State of Delaware and directed that such amendment be submitted to the stockholders of the Corporation entitled to vote thereon for their consideration, approval and adoption thereof.

THIRD: That the stockholders entitled to vote thereon approved the foregoing amendment by written consent in accordance with Section 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned does hereby certify under penalties of perjury that this Certificate of Amendment to the Certificate of Incorporation of the Corporation is the act and deed of the undersigned and the facts stated herein are true and accordingly has hereunto set his hand this 27th day of January, 2000.

Urs Acquisitions, Inc.,
a Delaware corporation

By: 
William Willis

Its: President

AMEN-APC.JDD