



Form PTO-1594 (Rev. 03/01) OMB No. 0681-0027 (exp. 5/31/2002) **OFFICE OF COMMERCE** **RECORDED** 102257834 **DEPARTMENT OF COMMERCE** U.S. Patent and Trademark Office **TRADEMARKS ONLY**

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):
Outcome Sciences, LLC
MRD 10-17-02

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other Limited Liability Company

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
 Name: Outcome Sciences, Inc.
 Internal Address: 7th Floor
 Street Address: 201 Broadway
 City: Cambridge State: MA Zip: 02139-1955

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State Delaware
 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: April 14, 2000

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
75/779466
75/780772

Additional number(s) attached Yes No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Outcome Sciences, Inc
 Internal Address: Attn: Laurie Gelb
 Street Address: 201 Broadway, 7th Floor
 City: Cambridge State: MA Zip: 02139-1955

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00
 Enclosed
 Authorized to be charged to deposit account

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.

Laurie I. Gelb Laurie J. Mell 10/9/02
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 4+ check

10/22/2002 DRYRNE 00000152 75779466
 01 FC:8521 40.00 OP
 02 FC:8522 25.00 OP

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

CERTIFICATE OF CONVERSION
OF
OUTCOME SCIENCES, LLC
FROM
A DELAWARE LIMITED LIABILITY COMPANY
TO
A DELAWARE CORPORATION

This Certificate of Conversion is filed in accordance with Section 18-216 of the Delaware Limited Liability Company Act and Section 265 of the Delaware General Corporation Law.

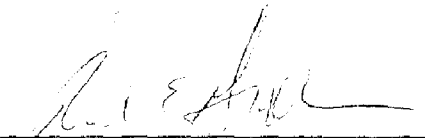
FIRST: Outcome Sciences, LLC, a Delaware limited liability company (the "LLC"), was formed on December 22, 1997. The LLC desires to convert to a Delaware corporation (the "Corporation"). The LLC's name immediately prior to filing this Certificate of Conversion is Outcome Sciences, LLC.

SECOND: The Corporation's name shall be Outcome Sciences, Inc., as set forth in its certificate of incorporation filed simultaneously herewith in accordance with Section 265(b) of the Delaware General Corporation Law.

THIRD: The conversion of the LLC to the Corporation shall be effective upon filing of this Certificate of Conversion.

FOURTH: The conversion of the LLC to the Corporation was approved by members of the LLC owning more than fifty percent (50%) of the then current percentage or other interest in the profits of the LLC owned by all members of the LLC in accordance with Section 18-216 of the Delaware Limited Liability Company Act.

THE UNDERSIGNED, being the President of the LLC, for the purpose of converting the LLC to the Corporation pursuant to the Delaware Limited Liability Company Act and the Delaware General Corporation Law, does make this certificate, hereby declaring and certifying that this is my act and deed and the facts stated herein are true and accordingly, I have hereunto set my hand this 11 day of April, 2000.


Name: Richard E Gurinich
President

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 THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED LIABILITY COMPANY UNDER THE NAME OF "OUTCOME SCIENCES, LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "OUTCOME SCIENCES, LLC" TO "OUTCOME SCIENCES, INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF APRIL, A.D. 2000, AT 5:30 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0384732

DATE: 04-17-00

RECORDED: 10/17/2002

TRADEMARK
REEL: 002604 FRAME: 0007