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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

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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):

Clarity Imaging Technologies, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Clarity Imaging Technologies, Inc.

Internal Address:

Street Address: 460 Totten Pond Road

City: Waltham State: MA Zip: 02451

- 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: 3/31/99

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,261,843; 2,324,974

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Stephen Gould

Internal Address: Nutter, McClennen & Fish, LLP

Street Address: World Trade Center West

155 Seaport Boulevard

City: Boston State: MA Zip: 02210-2

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41): \$ 65

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

141449

DO NOT USE THIS SPACE

9. Signature.

Renee' Diana Sanft

Name of Person Signing

Signature

4/23/03

Date

04/25/2003 LMUeller 00000085 2261843

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

01 FC:8521 02 FC:8522 03 FC:8524

40.00 DP All documents to be recorded with required cover sheet information to: 25.00 DP Commissioner of Patent & Trademarks, Box Assignments 120.00 DP Washington, D.C. 20231

TRADEMARK REEL: 002639 FRAME: 0102

# Delaware

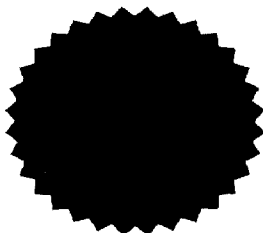
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*The First State*

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 MERGER, WHICH MERGES:

"CLARITY IMAGING TECHNOLOGIES, INC.", A CONNECTICUT CORPORATION,

WITH AND INTO "CLARITY IMAGING TECHNOLOGIES, INC." UNDER THE NAME OF "CLARITY IMAGING TECHNOLOGIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTH DAY OF APRIL, A.D. 1999, AT 4:30 O'CLOCK P.M.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2351306

3021190 8100M

030226884

DATE: 04-07-03

TRADEMARK  
REEL: 002639 FRAME: 0103

DELAWARE  
CERTIFICATE OF MERGER

OF

CLARITY IMAGING TECHNOLOGIES, INC.,  
A CONNECTICUT CORPORATION,

INTO

CLARITY IMAGING TECHNOLOGIES, INC.,  
A DELAWARE CORPORATION

\* \* \* \* \*

Pursuant to Section 252 of the General Corporation Law of the State of Delaware, Clarity Imaging Technologies, Inc., a Delaware corporation,

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger are as follows:

	<u>Name</u>	<u>State of Incorporation</u>
1.	Clarity Imaging Technologies, Inc.	Connecticut
2.	Clarity Imaging Technologies, Inc.	Delaware

SECOND: That an agreement and plan of merger between the parties to the merger (the "Agreement of Merger") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 33-821 of Chapter 599 of the General Statutes of Connecticut and Section 252 of the General Corporation Law of Delaware.

THIRD: That the surviving corporation is Clarity Imaging Technologies, Inc., a Delaware corporation (hereafter, the "Surviving Corporation").

FOURTH: That the Certificate of Incorporation of Clarity Imaging Technologies, Inc., a Delaware corporation, as filed with the Secretary of State of the State of Delaware shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: That the executed Agreement of Merger is on file at the principal place of business of the Surviving Corporation. The address of said principal place of business is 790 Turnpike Street, Suite 202, North Andover, Massachusetts 01845.

SIXTH: That a copy of the Agreement of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either constituent corporation.

SEVENTH: That the authorized capital stock of Clarity Imaging Technologies, Inc., a Connecticut corporation, is 30,000 shares of common stock, without par value.

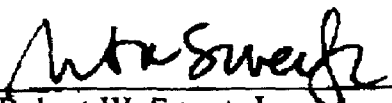
EIGHTH: This Certificate of Merger shall be effective upon the date of its filing with the Secretary of State of Delaware .

IN WITNESS WHEREOF, Clarity Imaging Technologies, Inc., a Delaware corporation, has caused this Certificate to be signed by its President and attested by its Secretary this 31<sup>st</sup> day of March, 1999.

CLARITY IMAGING TECHNOLOGIES, INC.,  
A DELAWARE CORPORATION

By:   
Stephen R. Silver, President

ATTEST:

  
Robert W. Sweet, Jr.  
Assistant Secretary