

02-14-2003

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2007)



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

To the Honorable Commissioner

102366294

and original documents or copy thereof.

1. Name of conveying party(ies):
RARE EARTH MEDICAL, INC.

2-11-03

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

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

2. Name and address of receiving party(ies):
Name: CARDIOFOCUS, INC.

Internal Address:
Street Address: Norton Commerce Center
10 Commerce Way

City: Norton
State: MA Zip: 02768

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation-State: Massachusetts
- 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: March 5, 1999

4. Application Number(s) or Registration Number(s):

A. Trademark Application No.(s):

B. Trademark Registration No.(s):

~~2,036,512~~

2,194,032

Additional numbers attached? Yes No

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

Name: Thomas J. Engellenner, Esq.
NUTTER MCCLENNEN & FISH LLP

Internal Address: Atty. Dkt.: 101327-39

Street Address: World Trade Center West
155 Seaport Boulevard

City: Boston State: MA Zip: 02210-2604

6. Total Number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$ 80.00

- Enclosed
- Authorized to be charged to Deposit Account
- Authorized to be charged to credit card
(Form 2038 enclosed)

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.

Thomas J. Engellenner
Name of Person Signing

February 11, 2003
Date

Total number of pages including cover sheet, attachments, and document: 5

703 FEB 11 AM 10:19
FILM AND SECTION

OFFICE OF THE CLERK OF THE PATENT AND TRADEMARK OFFICE

1191146.1

02/14/2003 EDCOOPER 00000012 2036512

01 FC:AS21
02 FC:AS22

40.00 OP
25.00 OP

Refund Ref: 02/14/2003 EDCOOPER 0000124327

TRADEMARK
REEL: 002671 FRAME: 0926

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF AMENDMENT (General Laws, Chapter 156B, Section 72)

021

We, Helen Maslocka, *President / ~~Vice President~~

and Lauren Jennings, *Clerk / ~~Assistant Clerk~~

of Rare Earth Medical, Inc.
(Exact name of corporation)

located at 126 B Mid Tech Drive, West Yarmouth, MA 02673
(Street address of corporation in Massachusetts)

certify that these Articles of Amendment affecting articles numbered:

Article I
(Number those articles 1, 2, 3, 4, 5 and/or 6 being amended)

of the Articles of Organization were duly adopted at a meeting held on March 3, 1999, by vote of:

997,250 shares of Common Stock of 1,205,640 shares outstanding.
(type, class & series, if any)

192,050 shares of Series A Preferred Stock of 213,820 shares outstanding, and
(type, class & series, if any)

321,496 shares of Series B Preferred Stock of 335,623 shares outstanding.
(type, class & series, if any)

- C
- P
- M
- P.A.

~~being at least a majority of each type, class or series outstanding and entitled to vote thereon; or being at least a majority of each type, class or series outstanding and entitled to vote thereon, and of each type, class or series of stock whose rights are adversely affected thereby.~~

VOTED: To change the name of the Corporation to CardioFocus, Inc.

*Delete the inapplicable words.

**Delete the inapplicable clause.

¹ For amendments adopted pursuant to Chapter 156B, Section 70.

² For amendments adopted pursuant to Chapter 156B, Section 71.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring such addition is clearly indicated.

P.C.

the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue. Fill in the following:

currently authorized is:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

Change the total authorized to:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Law, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, an effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such date.

Later effective date: _____

SIGNED UNDER THE PENALTIES OF PERJURY, this 5th day of March, 19 99

Shirley MacLure

_____, *President / ~~XXXXXX~~

Lauren Jennings

_____, *Clerk / ~~XXXXXX~~

*Delete the inapplicable words.

MA006 - CT System Online

1576

SECRETARY OF THE COMMONWEALTH

THE COMMONWEALTH OF MASSACHUSETTS

MAR -8 PM 2:34

ARTICLES OF AMENDMENT

(General Laws, Chapter 156B, Section 72)

I hereby approve the within Articles of Amendment and, the filing fee in the amount of \$ 100 having been paid, said articles are deemed to have been filed with me this 8TH day of MARCH 19 99.

Effective date: _____

William Francis Galvin

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

A TRUE COPY ATTEST
William Francis Galvin
WILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH
DATE 3/8/99 BY [Signature]

TO BE FILLED IN BY CORPORATION

Photocopy of document to be sent to:

Lauren Jennings, Esq.

Posternak, Blankstein & Lund, L.L.P.

100 Charles River Plaza
Boston, MA 02114

Thomas J. Engellenner

Direct Line: 617-439-2948

Fax: 617-310-9948

E-mail: tengellenner@nutter.com

Via Express Mailing Label No. EV 177189380 US

February 11, 2003

United States Patent and Trademark Office
Assignment Division
Office of Public Records
Crystal Gateway 4, Room 335
Arlington, VA 22202

COPY

Re: Recordation of Change of Name and Merger Documents:
U.S. Trademark Registration No. 2036512 "LIGHTSTIC"
U.S. Trademark Registration No. 2194032 "LIGHT FOR LIFE"

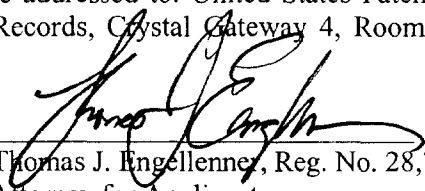
Certificate of Express Mailing

I hereby certify that this correspondence is being deposited with the United States Postal Office, via Express Mail Airbill No. EV 177189380 US, in an envelope addressed to: United States Patent and Trademark Office, Assignment Division, Office of Public Records, Crystal Gateway 4, Room 335, Arlington, VA 22202 on the date set forth below.

11 February 2003

Date of Signature and of Mail Deposit

By:


Thomas J. Engellenner, Reg. No. 28,711
Attorney for Applicant

Dear Sir:

I have enclosed the documents listed below in order to record a change of name and merger of the registered owner of the trademark registrations currently owned by Rare Earth Medical, Inc. to CardioFocus, Inc.

The documents are as follows:

1. First Recordation Form Cover Sheet, along with a copy of the owner of record's Articles of Amendment showing the change of corporate name from Rare Earth Medical, Inc. (a Massachusetts corporation) to CardioFocus, Inc. (a Massachusetts corporation).
2. Second Recordation Form Cover Sheet, along with a copy of a Certificate of Merger showing the merger of CardioFocus, Inc. (a Massachusetts corporation) into CardioFocus, Inc. (a Delaware corporation)
3. Two checks made payable to the Commissioner, each in the amount of \$80.00, to cover the filing fees for the two recordals (each pertaining to 2 trademarks).
3. A return postcard.

Nutter McClennen & Fish LLP ■ Attorneys at Law

World Trade Center West ■ 155 Seaport Boulevard ■ Boston, MA 02210-2604 ■ 617-439-2000 ■ Fax: 617-310-9000 ■ www.nutter.com

TRADEMARK

REEL: 002671 FRAME: 0931



United States Patent and Trademark Office
Assignment Division
February 11, 2003
Page 2

Please furnish me with the reel and frame recording references in due course. The Commissioner is hereby authorized to charge any additional amount or credit any overpayment to our Deposit Account No. 141449. This letter is submitted in duplicate.

Thank you and please call me if you have any questions.

Sincerely,

Thomas J. Engelenner
Attorney for the Registrant
Attorney Reg. No. 28,711

1191016.1