


**CERTIFICATE OF FACSIMILE TRANSMISSION**

I hereby certify that this correspondence is being transmitted herewith via facsimile transmission to Telephone No. (571) 273-0140 on the date indicated below and is addressed to: **MS: ASSIGNMENT SERVICES DIVISION**, Commissioner for Patents, P.O. Box 1450, Alexandria VA 22313-1450.

**Date of Transmission: October 7, 2005**

  
Selena Whitaker-Paquet

TRADEMARK

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

**ASSIGNMENT TRANSMITTAL LETTER**

TO THE COMMISSIONER FOR PATENTS:

1. Name of conveying party(ies):

PATHWAY MEDICAL TECHNOLOGIES, INC., a WA corporation  
14907 N.E. 95<sup>th</sup> Street  
Redmond, WA 98052

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

PATHWAY MEDICAL TECHNOLOGIES, INC., a DE corporation  
14907 N.E. 95<sup>th</sup> Street  
Redmond, WA 98052

3. Nature of conveyance:

Assignment  
 Change of Name  
 Other: Certificate of Merger  
Execution date: **March 22, 2005**

4.  U.S. Trademark No.:

**2,724,078 registered June 10, 2003 for "CARDIOPATH"**

U.S. Trademark Application Nos.:

**76/163,560 filed November 13, 2000 for "PATHWAY MEDICAL TECHNOLOGIES"**  
**76/163,558 filed November 13, 2000 for "PATHWAY MRI"**  
**76/163,559 filed November 13, 2000 for (design)**


5. Applicant has granted power of attorney to or designated as domestic representative for this application:

<u>Name</u>	<u>Reg. No.</u>
Ann W. Speckman	31,881
Janet Sleath	37,007
Susan J. Friedman	38,457
Gary M. Myles	46,209
Victor N. King	55,963

All of the law firm of SPECKMAN LAW GROUP PLLC, 1501 Western Avenue, Suite 100, Seattle, Washington 98101. Please direct all correspondence concerning this Assignment to **Ann W. Speckman**, at the previously listed address.

6. Total number trademarks or applications involved: 4.
7. Total fee: \$160.00.  
 A check for \$40.00 in payment of the assignment recording fee is enclosed.  
 The \$40.00 fee for recording this assignment is included in the check for \$00.00 submitted herewith.
8.  **Please charge our Deposit Account No. 19-3555 in the amount of \$160.00.**  
 The Commissioner is hereby authorized to charge any additional fees, which may be required in connection with the filing of these papers, or credit any overpayment, to Account No. 19-3555.
9. The information contained on this transmittal letter is true and correct to the best of the knowledge and belief of the person signing below.

Respectfully submitted,

By:   
Victor N. King  
Registration No. 55,963

Total number of pages comprising transmittal letter: 2

Date: October 7, 2005

**SPECKMAN LAW GROUP PLLC  
20601**

# Delaware

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*The First State*

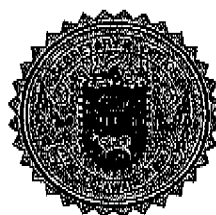
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"PATHWAY MEDICAL TECHNOLOGIES, INC.", A WASHINGTON CORPORATION,

WITH AND INTO "PATHWAY ACQUISITION CORP." UNDER THE NAME OF "PATHWAY MEDICAL TECHNOLOGIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF MARCH, A.D. 2005, AT 5:20 O'CLOCK P.M.

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

3898251 8100M  
050232636



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 3759306

DATE: 03-22-05

TRADEMARK  
REEL: 003205 FRAME: 0387

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 05:35 PM 03/21/2005  
FILED 05:20 PM 03/21/2005  
SRV 050232636 - 3898251 FILE

**CERTIFICATE OF MERGER****OF**

**PATHWAY MEDICAL TECHNOLOGIES, INC.**  
(a Washington corporation)

**AND**

**PATHWAY ACQUISITION CORP.**  
(a Delaware corporation)

(Pursuant to Section 252 of the General Corporation Law of Delaware)

Pathway Acquisition Corp., a corporation organized and existing under the laws of the State of Delaware, hereby certifies as follows:

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

- and
- (i) Pathway Medical Technologies, Inc., a Washington corporation;
  - (ii) Pathway Acquisition Corp., a Delaware corporation.

**SECOND:** That an Agreement and Plan of Merger among the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent corporations in accordance with Section 252 of the General Corporation Law of the State of Delaware.

**THIRD:** That the name of the surviving corporation in the merger herein certified is Pathway Acquisition Corp., which will continue its existence as said surviving corporation under the name Pathway Medical Technologies, Inc. upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.

**FOURTH:** That the Amended and Restated Certificate of Incorporation of Pathway Acquisition Corp. is to be amended and changed by reason of the merger herein certified by striking out paragraph FIRST thereof, relating to the name of said surviving corporation, and by substituting in lieu thereof the following paragraph:

"FIRST: The name of the corporation is Pathway Medical Technologies, Inc."

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**TRADEMARK**  
**REEL: 003205 FRAME: 0388**

The Amended and Restated Certificate of Incorporation of Pathway Acquisition Corp. as so amended and changed shall continue to be the Amended and Restated Certificate of Incorporation of said surviving corporation until further amended and changed in accordance with the provisions of the General Corporation Law of the State of Delaware.

**FIFTH:** That the executed Agreement and Plan of Merger between the aforesaid constituent corporations is on file at the principal office of the surviving corporation. The address of the principal office of the surviving corporation is c/o Accelerated Technologies, Inc., 401 Hackensack Avenue, Hackensack, New Jersey.

**SIXTH:** That a copy of the Agreement and Plan of Merger will be furnished by the aforesaid surviving corporation, on request and without cost, to any stockholder of each of the aforesaid constituent corporations.

**SEVENTH:** That the authorized capital stock of Pathway Medical Technologies, Inc. consists of 20,000,000 shares of common stock, \$0.01 par value per share and 12,550,000 shares of preferred stock, \$0.01 par value per share, of which 12,550,000 shares have been designated as Series A-1 Preferred Stock.

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**IN WITNESS WHEREOF**, this Certificate of Merger is hereby executed this 21<sup>st</sup> day of March, 2005.

**PATHWAY ACQUISITION CORP.**

By: /s/ Richard Geoffrion  
Name: Richard Geoffrion  
Title: President and Chief Executive Officer

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