

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PowerMed, Inc.		11/26/2001	CORPORATION: PENNSYLVANIA
RECEIVING PARTY DATA			
Name:	Power Medical Interventions, Inc.		
Street Address:	2021 Cabot Blvd. West		
City:	Langhorne		
State/Country:	PENNSYLVANIA		
Postal Code:	10004		
Entity Type:	CORPORATION: PENNSYLVANIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2629207	POWER MEDICAL INTERVENTIONS	
CORRESPONDENCE DATA			
Fax Number:	(212)425-5288		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-425-7200		
Email:	tmdocketny@kenyon.com		
Correspondent Name:	Howard J. Shire, Esq.		
Address Line 1:	One Broadway		
Address Line 4:	New York, NEW YORK 10004		
ATTORNEY DOCKET NUMBER:	11443/31		
NAME OF SUBMITTER:	Howard J. Shire, Esq.		
Signature:	/Howard J. Shire/		
Date:	05/01/2009		

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Total Attachments: 3

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COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

APRIL 15, 2009

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

POWER MEDICAL INTERVENTIONS, INC.

I, Pedro A. Cortés, Secretary of the Commonwealth of Pennsylvania
do hereby certify that the foregoing and annexed is a true and correct
copy of
ARTICLES OF AMENDMENT-BUSINESS filed on November 26, 2001
which appear of record in this department.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's Office to
be affixed, the day and year above
written.

Pedro A. Cortés

Secretary of the Commonwealth

200188-1143

NOV 26 2001

Microfilm Number _____ Filed with the Department of State
 Entity Number 2890580 Secretary of the Commonwealth *[Signature]*

ARTICLES OF AMENDMENT-DOMESTIC BUSINESS CORPORATION

DSCB:15-1915 (Rev 90)

In compliance with the requirements of 15 Pa.C.S. § 1915 (relating to articles of amendment), the undersigned business corporation, desiring to amend its Articles, hereby states that:

- The name of the corporation is: POWERMED, INC.
- The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) 1626 Pond Road, Suite 200 Allentown Pennsylvania 18104-2244 L. Bergh
 Number and Street City State Zip County

(b) CO

Name of Commercial Registered Office Provider	County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

- The statute by or under which it was incorporated is: Business Corporation Law of 1988
- The date of its incorporation is: August 2, 1999
- (Check, and if appropriate complete, one of the following):

The amendment shall be effective upon filing these Articles of Amendment in the Department of State

The amendment shall be effective on: _____ at _____
Date Hour

- (Check one of the following):
 - The amendment was adopted by the shareholders (or members) pursuant to 15 Pa.C.S. § 1914(a) and (b).
 - The amendment was adopted by the board of directors pursuant to 15 Pa.C.S. § 1914(c)

- (Check, and if appropriate complete, one of the following):
 - The amendment adopted by the corporation, set forth in full, is as follows:

Article I of the Amended and Restated Articles of Incorporation is hereby amended in its entirety as follows:

"Name. The name of the Corporation is Power Medical Interventions, Inc. (the "Corporation")."

200188-1144

Article II of the Amended and Restated Articles of Incorporation is hereby amended in its entirety as follows:

Registered Office. The address of its registered office in the Commonwealth of Pennsylvania shall be changed to 4 B East Bridge Street, New Hope, PA 18938 in Bucks County."

Article IV of the Amended and Restated Articles of Incorporation is hereby amended by replacing the first paragraph of such Article IV in its entirety with the following:

Authorized Capital Stock. The Corporation shall have the authority to issue an aggregate of 100,000,000 shares of capital stock, of which 75,000,000 shares shall be Common Stock, \$.001 par value ("Common Stock") and 25,000,000 shares shall be Preferred Stock, \$.001 par value."

The respective Statements of Designation for the Series A Preferred Stock, the Series B Preferred Stock and the Series C Preferred Stock are each hereby amended by:

(i) replacing Paragraph 4(d)(i)(C)(3) of such Designations in its entirety with the following:

"(3) to officers, directors, employees or consultants of the Corporation pursuant to stock options granted pursuant to one or more of the Corporation's stock option plans on terms approved by the Board;"

(ii) deleting the words "and consultants" from Paragraph 4(d)(i)(C)(4) of the Statement With Respect to Shares for each of the Series A Preferred Stock, the Series B Preferred Stock and the Series C Preferred Stock; and

(iii) adding the following new Paragraph 4(d)(i)(C)(7) to the Statement With Respect to Shares for each of the Series A Preferred Stock, the Series B Preferred Stock and the Series C Preferred Stock:

"(7) as approved by the Board, to third parties (whether directly or through warrants) as consideration for the provision of goods or services to the Corporation (including the lending of money to the Corporation)."

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this 21st day of November 2001.

POWERMED, INC.
(Name of Corporation)

BY 
Michael Whitman

TITLE: President and Chief Executive Officer