

03-12-2002

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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102010699

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):

VENTURETECH, INC. 2-12-02

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

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

Execution Date: **March 30, 2000**

2. Name and address of receiving party(ies)

Name: **CAREWIDE, INC.**

Internal

Address: _____

Street Address: **307 East Church Road**

City: **King of Prussia** State: **PA** Zip: **19406**

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State **Pennsylvania**
- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

SEE ATTACHMENT A

Additional number(s) attached Yes No

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

Name: **PAUL J. KENNEDY, ESQ.**

Internal Address: **PEPPER HAMILTON LLP**

3000 TWO LOGAN SQUARE

Street Address: **18TH AND ARCH STREETS**

City: **PHILA.** State: **PA** Zip: **19103-2799**

6. Total number of applications and registrations involved: _____

3

7. Total fee (37 CFR 3.41).....\$ **90.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

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.

PAUL J. KENNEDY

Name of Person Signing

Paul Kennedy
Signature

2/11/02
Date

5

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

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

03/11/2002 RANMED1 00000250 2181139

01 FC:481

40.00 OP

50.00 OP

02 FC:482

TRADEMARK
REEL: 002458 FRAME: 0303

ATTACHMENT A

(Recordation of Change of Name of VentureTech, Inc. to Carewide, Inc.)

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
VENTURETECH	2,181,139	8/11/98
CAREWIDE	2,338,605	4/4/00
CAREWIDE.COM	2,436,824	3/20/01

APR 05 2000

Microfilm Number 200027-1122

Filed with the Department of State on _____

Entity Number 2562918

[Signature]
Secretary of the Commonwealth JK

ARTICLES OF AMENDMENT-DOMESTIC BUSINESS CORPORATION
DSCB:15-1915 (Rev 91)

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:

1. The name of the corporation is: VentureTech, Inc.

2. 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) c/o CT Corporation System, 1635 Market Street	Philadelphia	PA	19103	Philadelphia
Number and Street	City	State	Zip	County

(b) _____
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.

3. The statute by or under which it was incorporated is: Pennsylvania Business Corporation Law, as amended

4. The date of its incorporation is: January 10, 1994

5. (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

6. (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).

7. (Check, and if appropriate complete, one of the following):

- The amendment adopted by the corporation, set forth in full, is as follows:
- The amendment adopted by the corporation is set forth in full in Exhibit A attached hereto and made a part hereof.

DSCB:15-1915 (Rev 91)-2

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2000 APR -5 PM 4:00
1-4971109609.1

200027-1123

8. (Check if the amendment restates the Articles):

The restated Articles of Incorporation supersede the original Articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this 3rd day of March, 2000.

VENTURETECH, INC.

(Name of Corporation)

BY:

John T. Mack
(Signature)

TITLE:

PRESIDENT

200027-1124

EXHIBIT A

VENTURETECH, INC.

Resolution of Board of Directors

AMENDMENTS OF ARTICLES OF INCORPORATION

RESOLVED, that Article 1 of the Articles of Incorporation of the Corporation be amended to read in its entirety as follows:

"1. The name of the corporation is: Carewide, Inc."

RESOLVED, that Article 5 of the Articles of Incorporation of the Corporation be amended to read in its entirety as follows:

"5. The aggregate number of shares which the Corporation shall have the authority to issue is Forty Million Shares (40,000,000) shares of Common Stock, no par value."

RECORDATION FORM COVER SHEET
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):

VENTURETECH, INC.

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
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- Change of Name

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7. Total fee (37 CFR 3.41).....\$ **90.00**

- 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

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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.

PAUL J. KENNEDY

Name of Person Signing

Paul Kennedy
Signature

2/11/02
Date

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

Mail documents to be recorded with required cover sheet information to:
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Washington, D.C. 20231

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CAREWIDE	2,338,605	4/4/00
CAREWIDE.COM	2,436,824	3/20/01

3000 Two Logan Square
Eighteenth and Arch Streets
Philadelphia, PA 19103-2799
215.981.4000
Fax 215.981.4750

215.981.4194
kennedyp@pepperlaw.com

February 12, 2002

Via Express Mail No. EL816777077US

Commissioner of Patents and Trademarks
BOX ASSIGNMENTS
Washington, DC 20231

Re: Recordation of Change of Name

Dear Sir/Madam:

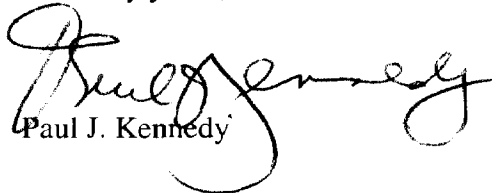
I am enclosing the following documents for recordation:

1. Two copies of a Recordation Form Cover Sheet - Trademarks Only for the recordation of the change of name with respect to the trademarks listed on Attachment A;
2. A copy of the Amendments of Articles of Incorporation changing the name of VentureTech, Inc. to Carewide, Inc. as of March 30, 2000;
3. A check in the amount of \$90.00 for the required filing fee. Please deduct any additional charges to Deposit Account No. 16-1322.

Please acknowledge receipt of the filing by time stamping the enclosed self-addressed stamped postcard also enclosed.

If you have any comments or questions concerning the enclosures, please feel free to contact me.

Sincerely yours,


Paul J. Kennedy

Enclosures

PHLEGAL: #1215304 v1 Q1QG01!.WPD

Philadelphia

Washington, D.C.

Detroit

New York

Pittsburgh

Berwyn

Cherry Hill

Harrisburg

Princeton

Tysons Corner

Wilmington

www.pepperlaw.com

TRADEMARK
REEL: 002458 FRAME: 0310

RE: Recordation Form Cover Sheet - Trademarks Only
Recordation of Change of Name of VentureTech, Inc. to Carewide, Inc. as of March 30, 2000

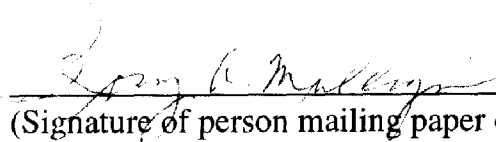
“EXPRESS MAIL” MAILING LABEL NUMBER: EL816777077US

DATE OF DEPOSIT: February 12, 2002

I HEREBY CERTIFY THAT THIS PAPER OR FEE IS BEING DEPOSITED WITH THE UNITED STATES POSTAL SERVICE “EXPRESS MAIL POST OFFICE TO ADDRESSEE” SERVICE UNDER 37 CFR 1.10 ON THE DATE INDICATED ABOVE AND IS ADDRESSED TO COMMISSIONER OF PATENTS AND TRADEMARKS, BOX ASSIGNMENTS, WASHINGTON, DC 20231.

Rosemary A. Mulligan

(Typed or printed name of person mailing paper or fee)



(Signature of person mailing paper or fee)

PHLEGAL: #1215305 v1 Q1QH011.WPD

RECORDED: 02/12/2002

TRADEMARK
REEL: 002458 FRAME: 0311