

08-05-2003



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

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

102516028

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): <u>7-1803</u> Fairview Medical Services Corporation</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State Delaware <input type="checkbox"/> Other:</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): Name: <u>Health Dialog Services Corporation</u></p> <p>Internal Address: Street Address: <u>60 State Street</u></p> <p>City: <u>Boston</u> State: <u>MA</u> Zip: <u>02109</u></p> <p><input type="checkbox"/> Individual(s) citizenship: _____ <input type="checkbox"/> Association: _____ <input type="checkbox"/> General Partnership: _____ <input type="checkbox"/> Limited Partnership: _____ <input checked="" type="checkbox"/> Corporation-State: <u>Delaware</u> <input type="checkbox"/> Other: _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <small>(Designations must be a separate document from assignment)</small> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of Conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other: <u>Transfer of Security Interest</u></p> <p>Execution Date: <u>11/24/99</u></p>	

<p>4. Application Number(s) or Registration Number(s):</p> <p>A. Trademark Application No.(s): _____</p> <p>B. Trademark Registration No.(s): <u>2,287,161</u></p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Ropes & Gray</u></p> <p>Internal Address: <u>Atty. Dkt.: FMSF T 001</u></p> <p>Street Address: <u>1 International Place</u></p> <p>City: <u>Boston</u> State: <u>MA</u> Zip: <u>02110</u></p>	<p>6. Total Number of applications and registrations involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41) \$ <u>40.00</u></p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to Deposit Account <input type="checkbox"/> Authorized to be charged to credit card <small>(Form 2038 enclosed)</small></p> <p>8. Deposit account number: <u>18-1945</u> <small>(Attach duplicate copy of this page if paying by deposit account)</small></p>
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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. LePore [Signature] July 16, 2003
Name of Person Signing Signature Date

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

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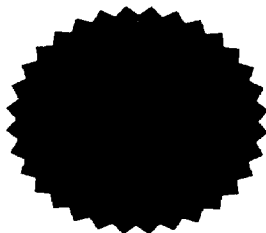
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Delaware

PAGE 1

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 AMENDMENT OF "FAIRVIEW MEDICAL SERVICES CORPORATION", CHANGING ITS NAME FROM "FAIRVIEW MEDICAL SERVICES CORPORATION" TO "HEALTH DIALOG SERVICES CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF NOVEMBER, A.D. 1999, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2515641

DATE: 07-08-03

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**CERTIFICATE OF AMENDMENT
OF
RESTATED CERTIFICATE OF INCORPORATION
OF
FAIRVIEW MEDICAL SERVICES CORPORATION**

Fairview Medical Services Corporation (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

FIRST: That the Board of Directors of the Corporation adopted the following resolution:

RESOLVED: That the Board of Directors hereby declares it advisable and in the best interest of the Corporation that Article 1 of the Corporation's Restated Certificate of Incorporation be amended to read as follows:

"1. The name of this corporation is Health Dialog Services Corporation."

SECOND: That the Board of Directors of the Corporation adopted the following resolution:

RESOLVED: That the Board of Directors hereby declares it advisable and in the best interest of the Corporation that Article 4 of the Corporation's Restated Certificate of Incorporation be amended to read as follows:

"4. Capital Stock.

A. General. The total number of shares that the corporation shall have authority to issue is 65,000,000 shares of Common Stock, \$.01 par value per share, and 25,000,000 shares of Preferred Stock, \$.01 par value per share. Subject to the limitations prescribed by law and the provisions of this certificate of incorporation, the board of directors of the corporation is authorized to issue the Preferred Stock from time to time in one or more series, each of such series to have such voting powers, full or limited, or no voting powers, and such designations, preferences and relative, participating, optional or other special rights, and such qualifications, limitations or restrictions thereof, as shall be determined by the board of directors in a resolution or resolutions providing for the issue of such Preferred Stock. Subject to the powers, preferences and rights of any Preferred Stock, including any series thereof, having any preference or priority over, or rights superior to, the Common Stock and except as otherwise provided by law, the holders of the Common Stock shall have and possess all

The undersigned FAIRVIEW MEDICAL SERVICES CORPORATION has caused this Certificate of Amendment of Restated Certificate of Incorporation to be executed on its behalf by its Chairman of the Board and attested by its Secretary as of this 24th day of November 1999.

FAIRVIEW MEDICAL SERVICES CORPORATION

By: *George B. Bennett*
George B. Bennett
Chairman of the Board

Attest: *Christopher J. McKown*
Christopher J. McKown
Secretary