

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
LP Innovations Acquisition Corp.		04/28/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	LP Innovations, Inc.		
Street Address:	555 Turnpike Street		
City:	Canton		
State/Country:	MASSACHUSETTS		
Postal Code:	02021		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3184230	ROYALTY ASSURANCE SOLUTIONS	
CORRESPONDENCE DATA			
Fax Number:	(617)556-3891		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	rflaggert@richmaylaw.com		
Correspondent Name:	Daniel T. Clark, Esq.		
Address Line 1:	176 Federal Street		
Address Line 4:	Boston, MASSACHUSETTS 02110		
ATTORNEY DOCKET NUMBER:	LP INNOVATIONS		
NAME OF SUBMITTER:	Richard P. Flaggert		
Signature:	/Richard P. Flaggert/		
Date:	01/08/2007		

OP \$40.00 3184230

Total Attachments: 4

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Delaware

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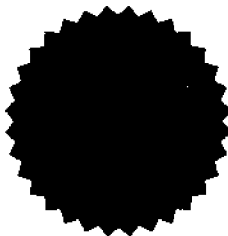
The First State

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 AMENDMENT OF "LP INNOVATIONS ACQUISITION CORP.", CHANGING ITS NAME FROM "LP INNOVATIONS ACQUISITION CORP." TO "LP INNOVATIONS, INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF APRIL, A.D. 2006, AT 2:18 O'CLOCK P.M.

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

4147302 8100

060397777



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4709058

DATE: 05-01-06

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CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
LP INNOVATIONS ACQUISITION CORP.

LP Innovations Acquisition Corp., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

FIRST: That in lieu of a meeting and vote of directors and stockholders, the Board of Directors and stockholders of LP Innovations Acquisition Corp. have given unanimous joint written consent adopting and approving resolutions setting forth the following amendments the Corporation's Certificate of Incorporation:

RESOLVED: To change the name of the Corporation to "LP Innovations, Inc." and to amend Article First of the Certificate of Incorporation to read in its entirety as follows:

"FIRST: The name of the Corporation (hereinafter called the "Corporation") is LP Innovations, Inc."

RESOLVED: To amend and restate Section 4(a) of Article Fourth, Paragraph C of the Certificate of Incorporation to read in its entirety as set forth on **Exhibit A** attached hereto and incorporated herein by reference.

SECOND: That said amendments were duly adopted in accordance with the provisions of Sections 141, 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said LP Innovations Acquisition Corp. has caused this Certificate to be signed by E. Jack Stewart, its President, this 28th day of April, 2006.

LP INNOVATIONS ACQUISITION CORP.

By: /s/E. Jack Stewart
Name: E. Jack Stewart
Title: President

Exhibit A

Section 4. Conversion of Preferred Stock.

The holders of the Preferred Stock shall have conversion rights in accordance with the following provisions:

(a) Right to Convert and Conversion Price. Each share of Series A Voting Convertible Preferred Stock shall be convertible, at the option of the holder thereof, at any time after the date of issuance of such share, at the office of the Corporation or any transfer agent for the Series A Voting Convertible Preferred Stock, into such number of fully paid and non-assessable shares of Common Stock as is determined by dividing the Original Purchase Price by the Conversion Price in effect at the time of conversion. The initial Conversion Price shall be the Original Purchase Price. The Conversion Price shall be subject to adjustment as provided in Section 5. Shares of Series A Non-Voting Convertible Preferred Stock shall not be convertible into Common Stock except as provided in Section 4(b).

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