

**CERTIFICATE OF AMENDMENT OF AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION OF
ANGIOSCORE INC.**

The undersigned, Thomas R. Trotter and John H. Sellers, hereby certify that:

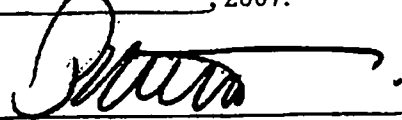
1. They are the duly elected and acting Chief Executive Officer and Secretary, respectively, of AngioScore Inc., a Delaware corporation.
2. The Certificate of Incorporation of this corporation was originally filed with the Secretary of State of Delaware on March 5, 2003.
3. Pursuant to Section 242 of the General Corporation Law of the State of Delaware, this Certificate of Amendment of Amended and Restated Certificate of Incorporation amends Article IV Section (A), and the initial paragraph of Article IV Section (B), in their entirety to read as follows:

(A) **Classes of Stock.** The Corporation is authorized to issue two classes of stock to be designated, respectively, "Common Stock" and "Preferred Stock." The total number of shares which the Corporation is authorized to issue is Sixty-Seven Million Two Hundred Forty-One Thousand Four (67,241,004) shares, each with a par value of \$0.001 per share. Thirty-Seven Million Five Hundred Sixty-One Thousand One Hundred Sixty-Two (37,561,162) shares shall be Common Stock and Twenty-Nine Million Six Hundred Seventy-Nine Thousand Eight Hundred Forty-Two (29,679,842) shares shall be Preferred Stock.

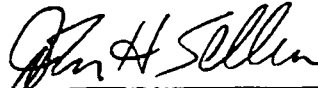
(B) **Rights, Preferences and Restrictions of Preferred Stock.** The Preferred Stock authorized by this Amended and Restated Certificate of Incorporation (the "Restated Certificate") is designated as follows: One Million Six Hundred Thirty-Two Thousand Four Hundred Thirty Four (1,632,434) shares of Preferred Stock shall be designated "Series A-1 Preferred Stock," Six Million Seven Hundred Fifty-One Thousand Five Hundred Ninety (6,751,590) shares of Preferred Stock shall be designated "Series B Preferred Stock," Five Hundred Sixty-One Thousand Two Hundred Fifty Seven (561,257) shares of Preferred Stock shall be designated "Series C Preferred Stock", Eleven Million One Hundred Seventy-Three Thousand Three Hundred Ninety-Nine (11,173,399) shares of Preferred Stock shall be designated "Series D Preferred Stock", and Nine Million Five Hundred Sixty-One Thousand One Hundred Sixty-Two (9,561,162) shares of Preferred Stock shall be designated "Series E Preferred Stock." The rights, preferences, privileges, and restrictions granted to and imposed on the Series A-1, Series B, Series C, Series D and Series E Preferred Stock are as set forth below in this Article IV(B).

4. The foregoing Certificate of Amendment has been duly adopted by this corporation's Board of Directors and stockholders in accordance with the applicable provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

Executed at Menlo Park, California, on December 11, 2007.



Thomas R. Trotter, Chief Executive Officer



John H. Sellers, Secretary