

SCHEDULE

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
ENTERTAINMENT	998,252	11/12/74
ADVENTURES IN DINING and Design	1,136,396	05/27/80
HAPPENINGS (Stylized)	1,216,057	11/09/82
SAVINGS SPREE	1,260,919	12/13/83
SAVING SPREE	1,314,586	01/15/85
ENTERTAINMENT	1,371,262	11/19/85
RENTALBANK	1,373,165	11/26/85
BABY BONANZA	1,471,626	01/05/88
ENTERTAINMENT	1,475,348	02/02/88
HOTMAIL	1,476,239	02/09/88
GOLD C	1,480,773	03/15/88
GOLD C VALUES	1,480,774	03/15/88
C (Design)	1,481,564	03/22/88
TRAVEL AMERICA AT HALFPRI	1,546,338	07/04/89
SALLY FOSTER GIFT WRAP SALES	1,630,457	01/01/91
PETS AND THEIR PEOPLE	1,656,788	09/10/91
HALFPRI	1,704,916	08/04/92
WEEKDAYS AT THE FAIR	1,704,919	08/04/92
Crown Design	1,718,106	09/22/92
ENTERTAINMENT COMMUNITY ALLIANCE	1,728,032	10/27/92
LOCAL CONNECTION	1,742,484	12/22/92
PASSBOOK	1,817,519	01/18/94

TRADEMARK

| REEL: 001986 FRAME: 0722

RELEASE OF SECURITY INTEREST IN
UNITED STATES PATENTS AND TRADEMARKS

This Release of Security Interest in United States Patents and Trademarks (the "Release"), dated as of April 1, 1996, is made by General Electric Capital Corporation ("GE Capital"), a New York corporation as agent (in such capacity, the "Agent") and relates to the Released Patent and Trademark Rights (as defined below) in which the Agent was granted a security interest for the ratable benefit of the Lender (as defined below) pursuant (1) to those certain Security Agreements (collectively, the "Security Agreements") listed on Schedule 1 hereto, each such Security Agreement made by CUC International Inc. ("CUC") and its Subsidiary Guarantors (as defined below) (collectively the "Grantors") dated as of May 25, 1989 and recorded in the United States Patent and Trademark Office in favor of the Agent for the ratable benefit of the Lender party to the Security Agreements, and (2) such other documents and amendments as may have been entered into from time to time by the Grantors, the Agreement and the Lender. Unless otherwise defined herein, terms defined in the Credit Agreement, as defined below, and used herein shall have the meanings given to them in the Credit Agreement.

W I T N E S S E T H

WHEREAS, CUC, GE Capital (in such capacity, the "Lender") and the Agent are parties to the Amended and Restated

Credit Agreement dated as of June 30, 1994 (the "Credit Agreement"), pursuant to Section 2.8 of which CUC has requested the termination of the Commitment under the Credit Agreement and the release of any and all interest which the Agent, on behalf of the Lender, may have in all patent and trademark rights owned by the Grantors (the "Released Patent and Trademark Rights"), including without limitation those set forth on Exhibit 1 annexed hereto and made a part hereof, which Released Patent and Trademark Rights secured the obligations of CUC under the Credit Agreement; and

WHEREAS, the obligations of CUC under the Credit Agreement which are secured by the security interest granted to the Agent, for the benefit of the Lender in the Released Patents and Trademarks have now been fully satisfied, and the Agent is willing to grant, for the benefit of the Lender, a release of the Released Patent and Trademark Rights;

NOW, THEREFORE, in consideration of and in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, the Agent does hereby release, relinquish and discharge its security interest and the security interest of the Lender in and to the Released Patent and Trademark Rights. The Release provided for herein is limited precisely as drafted and shall not constitute a release of any of the other collateral covered by the Security Agreements or any other documents.

IN WITNESS WHEREOF, the Agent has caused this Release
to be duly executed as of the date first written above.

GENERAL ELECTRIC CAPITAL
CORPORATION, As Agent

By: Charles D. Clivelo
Charles D. Clivelo
Duly Authorized Signatory

[NOTARY PUBLIC]

SCHEDULE 1

SECURITY DOCUMENTS

- 1) CUC International Inc. ("CUC") Security Agreement, dated as of May 25, 1989, made by CUC for the benefit of the Agent and the Lenders.
- 2) Subsidiary Security Agreement, dated as of May 25, 1989 made by CUC Travel Services, Inc. to GECC for the benefit of the Agent and the Lenders.
- 3) Subsidiary Security Agreement, dated as of May 25, 1989 made by FISI*Madison Financial Corporation to GECC for the benefit of the Agent and the Lenders.
- 4) Subsidiary Security Agreement, dated as of May 25, 1989 made by Madison Financial Corporation to GECC for the benefit of the Agent and the Lenders.
- 5) Subsidiary Security Agreement, dated as of May 25, 1989 made by National Card Control, Inc. to GECC for the benefit of the Agent and the Lenders.
- 6) Subsidiary Security Agreement, dated as of May 25, 1989 made by New Marketing Ventures, Inc. to GECC for the benefit of the Agent and the Lenders.
- 7) Subsidiary Security Agreement, dated as of May 25, 1989 made by Rose Marketing Services, Inc. to GECC for the benefit of the Agent and the Lenders.

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