

08-08-2001

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual General Partnership Limited Partnership Corporation Association

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Other

Citizenship/State of Incorporation/Organization

08/07/2001 6TOM11 00000187 501765 76180212

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 150.00 CH

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002343 FRAME: 0431

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="76180212"/>	<input type="text" value="76191627"/>	<input type="text" value="76231931"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="76255345"/>	<input type="text" value="76264425"/>	<input type="text" value="76264426"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="76274152"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Jeffrey C. Katz, Esq.

7-31-01

Name of Person Signing

Signature

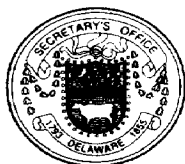
Date Signed

State of Delaware
Office of the Secretary of State

PAGE 1

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 "CENDANT MEMBERSHIP SERVICES INC.", CHANGING ITS NAME FROM "CENDANT MEMBERSHIP SERVICES INC." TO "CENDANT MEMBERSHIP SERVICES HOLDINGS SUBSIDIARY, INC.", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF MAY, A.D. 2001, AT 3:30 O'CLOCK P.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2518407 8100

AUTHENTICATION: 1152103

010249289

DATE: 05-24-01

TRADEMARK
REEL: 002343 FRAME: 0433

Certificate of Amendment

of

Certificate of Incorporation

Cendant Membership Services Inc., 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 said corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable an amendment to the Certificate of Incorporation of the Corporation to change the name of the Corporation to "Cendant Membership Services Holdings Subsidiary, Inc."

SECOND: That in lieu of a meeting and vote of the stockholder, the sole stockholder has given its unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware by adopting the following resolution:

RESOLVED, that Article **FIRST** of the Certificate of Incorporation be amended to read as follows:

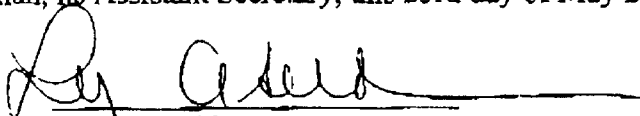
"**FIRST:** The name of the Corporation is Cendant Membership Services Holdings Subsidiary, Inc."

FURTHER RESOLVED, that the foregoing name change shall be effective as of May 23, 2001.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

FOURTH: This Certificate of Amendment of the Certificate of Incorporation shall be effective May 23, 2001.

IN WITNESS WHEREOF, said Cendant Membership Services Inc. has caused this certificate to be signed by Lynn A. Feldman, its Assistant Secretary, this 23rd day of May 2001.



Lynn A. Feldman
Assistant Secretary

SCHEDULE

<u>Mark</u>	<u>Serial No.</u>	<u>Filing Date</u>
TRILEGIANT	76/180212	12/13/00
REAL VALUE. NO COMPROMISE	76/191627	01/08/01
PRIVACYSORE	76/231931	03/28/01
DIGITAL PROTECTION PLUS	76/255345	05/10/01
Shield Design	76/264425	05/30/01
DIGITAL PROTECTION PLUS and Design	76/264426	05/30/01
CREDIT REPORT PLACE	76/274152	06/20/01