

09-19-2001

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

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

1. Name of conveying party(ies):
Metromail Corporation *09/13/01*

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State **Delaware**
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: **Experian Marketing Solutions, Inc**
Internal
Address: _____
Street Address: **505 City Parkway West, 10th**
City: **Orange** State: **CA** Zip: **92868**^{F1}

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State **Delaware**
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **May 11, 2000**

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
See SCHEDULE A attached

Additional number(s) attached Yes No

6. Total number of applications and registrations involved: **10**

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **Ronald B. Coolley**
Internal Address: **Jenkins & Gilchrist**

09/18/2001 TDI AZ1 00000138 846291
40.00 DP
225.00 DP

Street Address: **225 W. Washington St.**
Suite 2600

City: **Chicago** State: **IL** Zip: **60606**

7. Total fee (37 CFR 3.41).....**\$400.00**

Enclosed
 Authorized to be charged to deposit account
If check not received

8. Deposit account number:
10-0447

(Attach duplicate copy of this page if paying by deposit account)

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.

JANET L. MILLER *Janet L. Miller*
Name of Person Signing Signature

Date: *09/13/01*

Total number of pages including cover sheet, attachments, and document: **6**

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

09/18/2001
Name: 00093348
Number: 100447
Date: 09/13/01
C: 704

TRADEMARK
REEL: 002368 FRAME: 0658

SCHEDULE A - REGISTRATIONS

<u>Trademark</u>	<u>Reg No</u>	<u>Reg Date</u>
CROSS REFERENCE DIRECTORY	846291	19MR1968
FRS FUND RAISING SERVICES GROU	1456823	08SE1987
MOR-BANK	1496083	12JL1988
C.O.I.N.	1504241	13SE1988
METRONET	1522172	24JA1989
NEIGHBORHOOD MARCH SYSTEM	1554052	29AU1989
COLE AND DESIGN	1732579	17NO1992
PROSPECTS DIRECT	1785787	03AU1993
BEHAVIORBANK	2075442	01JL1997
ON-LINE SERVICES & DESIGN	2102859	07OC1997

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 RESTATED CERTIFICATE OF "METROMAIL CORPORATION", CHANGING ITS NAME FROM "METROMAIL CORPORATION" TO "EXPERIAN MARKETING SOLUTIONS, INC.", FILED IN THIS OFFICE ON THE EIGHTH DAY OF MAY, A.D. 2000, AT 5 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0882940 8100

AUTHENTICATION: 1219964

010315888

DATE: 06-29-01

TRADEMARK
REEL: 002368 FRAME: 0660

RESTATED
CERTIFICATE OF INCORPORATION
OF
METROMAIL CORPORATION

Metromail Corporation, a Delaware corporation, the original certificate of incorporation of which was filed with the Secretary of State of the State of Delaware on November 29, 1979, **HEREBY CERTIFIES** that this Restated Certificate of Incorporation restating, integrating and amending its prior Restated Certificate of Incorporation was duly proposed by the Board of Directors and unanimously adopted by its stockholders in accordance with Sections 228, 242 and 245 of the Delaware General Corporation Law.

FIRST: The name of the Corporation is Experian Marketing Solutions, Inc.

SECOND: The address of the Corporation's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the city of Wilmington, County of New Castle. The name of the Corporation's registered agent at such address is The Corporation Trust Company.

THIRD: The purpose of the Corporation is to engage in any lawful act of activity for which corporations may be organized under the General Corporation Law of Delaware (The "DGCL").

FOURTH: The total number of stocks which the Corporation shall have authority to issue is one thousand (1000) shares of common stock, par value \$233.84379. No fractional shares will be issued upon the exchange of common stock.

FIFTH: The business and affairs of the Corporation shall be managed by or under the direction of a Board of Directors consisting of not less than one nor more than fifteen directors, the exact number of directors to be determined from time to time by resolution adopted by affirmative vote of a majority of the entire Board of Directors. A director shall hold office for one year and until his successor is elected and is qualified, subject, however, to prior death, resignation, retirement, disqualification or removal from office. Directors in office at the time of filing of this Restated Certificate of Incorporation will continue to hold office until the next meeting of the Shareholders in which Directors are elected, and are qualified, subject, however, to prior death, resignation, retirement, disqualification or removal from office. Any vacancy on the Board of Directors may be filled only by a majority of the directors then in office, even if less than a quorum, or a sole remaining director.

SIXTH: A director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involved intentional misconduct or a knowing violation of law, (iii) under Section 174 of the DGCL, of (iv) for any transaction from which the director derived an improper personal benefit. If the DGCL is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the DGCL, as so amended. Any repeal or modification of this Article SIXTH by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

SEVENTH: A. The Corporation shall indemnify to the fullest extent permitted under and in accordance with the laws of the State of Delaware any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he is or was a director, officers, trustee, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, trustee, employee or agent of or in any other capacity with another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

B. Expenses incurred in defending a civil or criminal action, suit or proceeding shall (in the case of any action, suit or proceeding against a director of the Corporation) or may (in the case of any action, suit or proceeding against an officer, trustee, employee or agent of the Corporation) be paid by the Corporation in advance of the final disposition of such action, suit or proceeding as authorized by the Board of Directors upon receipt of an undertaking by or on behalf of the indemnified person to repay each amount if it shall ultimately be determined that he is not entitled to be indemnified by the Corporation as authorized in this Article SEVENTH.

C. The indemnification and other rights set forth in this Article SEVENTH shall not be exclusive of any provisions with respect thereto in the By-laws or any other contract or agreement between the Corporation and any officer, director, employee or agent of the Corporation.

D. Neither the amendment nor repeal of section A, B or C of this Article SEVENTH nor the adoption of any provision of this Restated Certificate of Incorporation inconsistent with Section A, B or C of this Article SEVENTH shall eliminate or reduce the effect of Sections A, B, and C of this Article SEVENTH in respect of any matter occurring prior to such amendment, repeal or adoption of an inconsistent provision or in

respect of any cause of action, suit or claim relating to any such matter which would have given rise to a right of indemnification or right to receive expenses pursuant to Section A, B or C of this Article SEVENTH if such provision had not been so amended or repealed of if a provision inconsistent therewith had not been so adopted.

EIGHTH: In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, alter or repeal the By-laws of the Corporation, subject to any specific limitation or such power contained in any By-laws adopted by the stockholders of the Corporation and subject to the provisions in this Restated Certificate of Incorporation. Elections of directors need not be by written ballot unless the By-laws of the Corporation so provide.

NINTH: The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Restated Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, Metromail Corporation has caused this Restated Certificate of Incorporation to be signed on this 11th day of May, 2000 in its name by a duly authorized officer.

METROMAIL CORPORATION

By: TA Gasparini
Name: Thomas A. Gasparini
Title: Vice President and Assistant Secretary