

05-19-2003



Form PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

Tab settings

5-14-03 RECOF TR.

102451395

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):

Citicorp Diners Club Inc.

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: October 2, 1986

2. Name and address of receiving party(ies)

Name: Diners Club International Ltd.

Internal Address: _____

Street Address: 8430 West Bryn Mawr Avenue

City: Chicago State: Illinois Zip: 60631

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Illinois
- 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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,243,108

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Eileen Kennedy

Internal Address: kennedye@citigroup.com

Street Address: 425 Park Avenue

2nd Floor, Zone 1

City: N.Y. State: N.Y. Zip: 10043

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

03-2040

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

DO NOT USE THIS SPACE

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.

Eileen Kennedy
Name of Person Signing

Eileen Kennedy
Signature

May 13, 2003
Date

Total number of pages including cover sheet, attachments, and document: 5

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

05/16/2003 ECOOPER 00000047 03E040 1243108

01 FD:8521 40.00 CH

TRADEMARK
REEL: 002734 FRAME: 0844

AFFIDAVIT

I, the undersigned, Eileen E. Kennedy, Assistant Secretary of Diners Club International Ltd., declare that, to the best of my knowledge, the attached is a true photocopy of a document attesting to the name change from Citicorp Diners Club, Inc. to Diners Club International Ltd.

IN WITNESS WHEREOF, I have affixed my official signature in the City of New York, New York, United States of America on this 13th day of May, 2003.

Diners Club International Ltd.

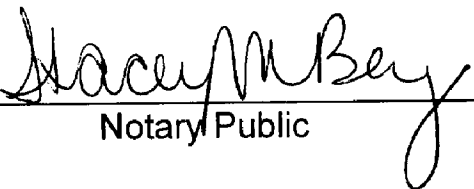
Corporate Seal



Eileen E. Kennedy
Assistant Secretary

United States of America)
State of New York) ss:
County of New York)

Subscribed and sworn to before me, this 13 day of May, 2003.



Notary Public

STACEY M. BERG
Notary Public, State of New York
No. 02BE6076143
Qualified in New York County
Commission Expires June 17, 2006

TRADEMARK
REEL: 002734 FRAME: 0845

State of New York
Department of State

ss:

I hereby certify, that the certificate of incorporation of DINERS CLUB INTERNATIONAL LTD. was filed on 03/24/1949, under the name of HAMILTON CREDIT CORPORATION, fixing the duration as perpetual, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation. I further certify that I find the following:

Restated Certificate and Name Change of HAMILTON CREDIT CORPORATION, changing name to THE DINERS' CLUB, INC. was filed on 09/29/1955.

A Certificate of Amendment THE DINERS' CLUB, INC., changing name to CITICORP DINERS CLUB INC., was filed 12/22/1983.

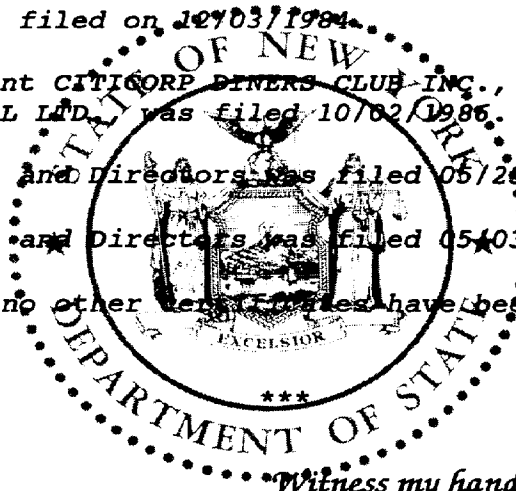
Restated Certificate was filed on ~~10/03/1984~~.

A Certificate of Amendment CITICORP DINERS CLUB INC., changing name to DINERS CLUB INTERNATIONAL LTD. was filed 10/02/1986.

A Statement of Addresses and Directors was filed 05/26/1993.

A Statement of Addresses and Directors was filed 05/03/1994.

I further certify, that no other certificates have been filed by such corporation.



Witness my hand and the official seal
of the Department of State at the City
of Albany, this 12th day of December
one thousand nine hundred and
ninety-five.

Alexander F. Treadwell

Secretary of State

A handwritten signature in cursive script, appearing to read 'James C. Aube'.

James C. Aube
Special Deputy
Secretary of State

199512130057 61

Citigroup Inc.
425 Park Avenue
2nd Floor, Zone 1
New York, NY 10043
Fax 212 793 4405

EV036649441US

VIA EXPRESS MAIL

May 14, 2003

Commissioner of Patent & Trademarks
BOX ASSIGNMENTS
Washington, D.C. 20231

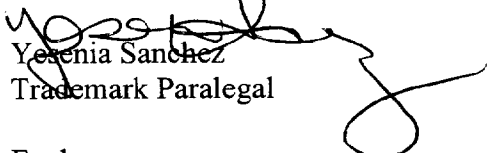
Re: Recordal of Change of Name from
Citicorp Diners Club Inc., to Diners Club International Ltd.
against U.S. Registration Nos. 1,243,108

Dear Sirs:

Enclosed please find a Recordation Form Cover Sheet (and copies) together with a Certificate of Amendment from Citicorp Diners Club Inc., changing name to Diners Club International Ltd., for recordation against the captioned registration.

Please charge filing fees or any deficiency or overpayment to Deposit Account No. 03-2040, and return the attached postcard to acknowledge receipt.

Respectfully submitted,


Yesenia Sanchez
Trademark Paralegal

Enclosures