

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
FISI*Madison L.L.C.		08/15/2002	Limited Liability Company: TENNESSEE

RECEIVING PARTY DATA

Name:	Progeny Marketing Innovations LLC
Street Address:	400 Duke Drive
City:	Franklin
State/Country:	TENNESSEE
Postal Code:	37067
Entity Type:	Limited Liability Company: TENNESSEE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Serial Number:	78155791	
Serial Number:	78154447	PROGENY MARKETING INNOVATIONS
Serial Number:	75922497	THE PLUS PACKAGE

CORRESPONDENCE DATA

Fax Number: (973)496-4624
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 973-496-5139
 Email: uspto.mail@cendant.com
 Correspondent Name: Susan L. Crane
 Address Line 1: 1 Sylvan Way
 Address Line 4: Parsippany, NEW JERSEY 07054

ATTORNEY DOCKET NUMBER:	PROGENY
NAME OF SUBMITTER:	Susan L. Crane

Total Attachments: 2
 source=fisimadisonLLC1#page1.tif

CH \$90.00 78155791

Capital

Secretary of State
Division of Business Services

312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243

DATE: 08/27/02
REQUEST NUMBER: 4587-1107
TELEPHONE CONTACT: (615) 741-2286
FILE DATE/TIME: 08/27/02 1208
EFFECTIVE DATE/TIME: 08/27/02 1630
CONTROL NUMBER: 0350911

TO:
CSC
SUITE 400
2711 CENTERVILLE RD
WILMINGTON, DE 19808

RE:
PROGENY MARKETING INNOVATIONS LLC
ARTICLES OF AMENDMENT - LIMITED LIABILITY COMPANY

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED DOCUMENT WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE LIMITED LIABILITY COMPANY CONTROL NUMBER GIVEN ABOVE. PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A LIMITED LIABILITY COMPANY HAS ITS PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.

State of Tennessee, County of WILLIAMSON
Received for record the 29 day of
AUGUST 2002 at 10:20 AM. (REC# 492469)
Recorded in official records
Book 2538 pages 297-298
Notebook 70 Page 26
State Tax \$.00 Clerks Fee \$.00,
Recording \$ 7.00, Total \$ 7.00,
Register of Deeds SADIE WADE
Deputy Register JENNY LANEY

FOR: ARTICLES OF AMENDMENT - LIMITED LIABILITY COMPANY ON DATE: 08/27/02

FROM:
CSC/USC (2711 CENTERVILLE RD)
2711 CENTERVILLE RD.
SUITE 400
WILMINGTON, DE 19808-0000

RECEIVED: FEES \$20.00 \$0.00
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00003136384
ACCOUNT NUMBER: 00250881



SS-4458


Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

TRADEMARK

REEL: 002793 FRAME: 0164

State of Tennessee



Department of State
Corporate Filings
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, TN 37243

**ARTICLES OF AMENDMENT
TO THE
LIMITED LIABILITY COMPANY**

For Office Use Only
FILED

LIMITED LIABILITY COMPANY CONTROL NUMBER (IF KNOWN) 0350911

PURSUANT TO THE PROVISIONS OF §48-209-104 OF THE TENNESSEE LIMITED LIABILITY COMPANY ACT, THE UNDERSIGNED ADOPTS FOLLOWING ARTICLES OF AMENDMENT TO ITS LIMITED LIABILITY COMPANY:

PLEASE MARK THE BLOCK THAT APPLIES:

AMENDMENT IS TO BE EFFECTIVE WHEN FILED BY THE SECRETARY OF STATE.

AMENDMENT IS TO BE EFFECTIVE _____ (DATE) _____ (TIME).

(NOT TO BE LATER THAN THE 90TH DAY AFTER THE DATE THIS DOCUMENT IS FILED.) IF NEITHER BLOCK IS CHECKED, THE AMENDMENT WILL BE EFFECTIVE AT THE TIME OF FILING.

1. PLEASE INSERT THE NAME OF THE LIMITED LIABILITY COMPANY AS IT APPEARS ON RECORD: FISI*Madison L.L.C.

IF CHANGING THE NAME, INSERT THE NEW NAME ON THE LINE BELOW:

Progeny Marketing Innovations LLC

2. PLEASE INSERT ANY CHANGES THAT APPLY:

A. PRINCIPAL ADDRESS: 400 Duke Drive

<u>Franklin</u>	<u>TN</u>	<u>STREET ADDRESS</u>	<u>37067</u>
CITY	STATE/COUNTY		ZIP CODE

B. REGISTERED AGENT: _____

C. REGISTERED ADDRESS: _____

_____	<u>STREET</u>	_____	_____
CITY	STATE	ZIP CODE	COUNTY

D. OTHER CHANGES: _____

3. PLEASE COMPLETE THE FOLLOWING SENTENCE BY FILLING IN THE DATE AND BY CHECKING ONE OF THE TWO BOXES:


THE AMENDMENT WAS DULY ADOPTED ON August 15 2002 BY THE

	MONTH	DAY	YEAR	
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BOARD OF GOVERNORS WITHOUT MEMBER APPROVAL AS SUCH WAS NOT REQUIRED

MEMBERS

Assistant Secretary
SIGNER'S CAPACITY



SIGNATURE

Lynn A. Feldman
NAME OF SIGNER (TYPED OR PRINTED)

SS-4247 (REV. 5/01) Filing Fee: \$20.00 RDA 2456