

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

Tab settings ⇌ ⇌ ⇌

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

1. Name of conveying party(ies):
Trilegiant Corporation

- Individual(s)
- General Partnership
- Corporation-State
Delaware
- 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: 1/30/04

2. Name and address of receiving party(ies)

Name: TRL Group, Inc.
Internal
Address:

Street Address: 100 Connecticut Avenue
City: Norwalk State: NY Zip: 06850

- 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

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

A. Trademark Application No.(s) See Schedule "A"
attached

B. Trademark Registration No.(s) See Schedule "B"
attached

Additional number(s) attached Yes No

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

Name: Jeffrey C. Katz, Esq.

Internal Address: DAVIS & GILBERT LLP

Street Address: 1740 Broadway

City: New York State: NY Zip: 10019

6. Total number of applications and registrations involved: 46

7. Total fee (37 CFR 3.41).....\$ 1,165

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

502293

DO NOT USE THIS SPACE

9. Signature.

Jeffrey C. Katz, Esq.
Name of Person Signing


Signature

June 16, 2004
Date

Total number of pages including cover sheet, attachments, and document: 7

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

CH \$1165.00 602293 76368260

SCHEDULE "A"

<u>Mark</u>	<u>Serial No.</u>	<u>Filing Date</u>
THE AMAZING CLOCK PHONE PLUS	76/368260	02/07/02
DIGITAL CLOCK PHONE PLUS	76/368258	02/07/02
THE CLOCK PHONE PLUS	76/368259	02/07/02
CREDITKEEPER	76/378940	03/06/02
ID SECURE	76/384226	03/19/02
CLEVERCLUBHOUSE.COM	76/386462	03/22/02
CLEVER CLUBHOUSE and Design	76/395687	04/11/02
SMARTCOVERAGE	76/434663	07/26/02
ELITE EXCURSIONS	76/436111	07/30/02
IT'S ABOUT YOUR PAST. IT AFFECTS YOUR FUTURE.	76/446879	09/03/02
IT'S ABOUT YOUR PAST... AND IT AFFECTS YOUR FUTURE.	76/446880	09/03/02
PURCHASE ADVANTAGE	76/453649	09/30/02
EVERYDAY VALUES	76/481422	01/10/03
EVERYDAYVALUESCLUB.COM	76/481423	01/10/03
PURCHASEADVANTAGE.COM	76/482701	01/16/03
EVENT PRIVILEGES	76/483882	01/17/03
PROFITPOWER	76/483353	01/21/03
EVENTPRIVILEGES.COM	76/486362	01/29/03
COVERING YOU AND YOUR PURCHASES!	76/491979	02/24/03

"SCHEDULE A"

IDENTITY FRAUD SUPPORT SERVICE	76/493358	02/27/03
YOUR FINANCES MADE SIMPLE	76/495088	03/06/03
IDENTITY FRAUD SUPPORT SERVICE and Design	76/499584	03/21/03
EVERYDAYVALUESONLINE.COM	76/499585	03/21/03
NHPA NATIONAL HOME PROTECTION ASSOCIATION and Design	76/501720	03/28/03
PROFITPOWERONLINE.COM	76/502888	04/01/03
LOG ON & GO	76/506544	04/14/03
CLICK AWAY GETAWAY	76/509516	04/24/03
NHPA NATIONAL HOME PROTECTION ASSOCIATION and Design	78/262868	06/16/03
EVERYDAY VALUES and Design	78/262740	06/16/03
EVENT PRIVILEGES and Design	78/269254	07/01/03
YOUR TICKET TO GREAT SAVINGS	78/274427	07/15/03
PROFITPOWER and Design	78/286742	08/13/03
CREDITPATROL	78/328743	11/17/03
NHPA NATIONAL HOME PROTECTION ALLIANCE and Design	78/355784	01/22/04
SHOPPING MONEY	78/365966	02/11/04
VACATION WRAPS	78/370614	02/19/04
FAMILY SAVINGS NETWORK	78/406218	04/22/04
KNOWLEDGE IS YOUR BEST DEFENSE	78/412883	05/04/04

SCHEDULE "B"

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
GREAT OPTIONS	2,647,114	11/05/02
SET YOUR RECORDS STRAIGHT	2,734,579	07/08/03
IDENTITY SECURE	2,768,400	09/23/03
GREAT OPTIONS TRAVEL	2,769,900	09/30/03
CLEVER CLUBHOUSE	2,780,418	11/04/03
IDENTITYSECURE and Design	2,789,580	12/02/03
YOUR HOME FOR ONLINE CREDIT REPORTS	2,798,983	12/23/03
SAVINGS and Key Design	2,840,978	05/11/04

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS FILED FROM AND INCLUDING THE RESTATED CERTIFICATE OF "TRL GROUP, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

RESTATED CERTIFICATE, CHANGING ITS NAME FROM "TRILEGIANT CORPORATION" TO "TRL GROUP, INC.", FILED THE THIRTIETH DAY OF JANUARY, A.D. 2004, AT 11:29 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION TRADEMARK

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REEL 002872 FRAME: 0320

St. NO. V. 211a10Wf. J
Secretary of State
Division of Corporations
Delivered 11:29 AM 01/30/2004
FILED 12:29 AM 01/30/2004
SRV 040065602 - 3409140 FILE

AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
TRILEGIANT CORPORATION

Pursuant to Sections 242 and 245 of the
Delaware General Corporation Law

Trilegiant Corporation, a corporation organized and existing under the
General Corporation Law of the State of Delaware (the "DGCL"), does hereby certify as
follows:

1. The name of the corporation is Trilegiant Corporation (the
"Corporation"). The Corporation was originally incorporated under the name Trilegiant
Corporation. The original Certificate of Incorporation of the Corporation was filed with
the Secretary of State of the State of Delaware on June 28, 2001 (the "Certificate of
Incorporation").

2. This Amended and Restated Certificate of Incorporation was duly
adopted by the Board of Directors of the Corporation and by the stockholders of the
Corporation in accordance with Sections 228, 242 and 245 of the DGCL.

3. The text of the Certificate of Incorporation, as amended or
supplemented heretofore, is further amended hereby, and is hereby restated in its entirety,
to read as follows:

ARTICLE I

The name of the Corporation is TRL Group, Inc.

ARTICLE II

The address of the registered office of the Corporation in the State of
Delaware is 1209 Orange Street, in the City of Wilmington, County of New Castle. The
name of its registered agent at that address is The Corporation Trust Company.

ARTICLE III

The purpose of the Corporation is to engage in any lawful act or activity
for which a corporation may be organized under the DGCL.