

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
MemberWorks Canada Holdco, Inc.		05/18/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Lavalife Inc.
Street Address:	1209 Orange Street
City:	Wilimington
State/Country:	DELAWARE
Postal Code:	19801
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	2646908	LAVALIFE
Registration Number:	2672951	LAVALIFE
Registration Number:	2646965	LAVALIFE
Registration Number:	2714284	
Registration Number:	2640778	
Registration Number:	2732888	
Registration Number:	2737935	LAVALIFE
Registration Number:	2633091	LAVALIFE
Registration Number:	2650457	LL LAVALIFE
Registration Number:	1993986	MANLINE
Registration Number:	1992307	TELEPERSONALS
Registration Number:	2703164	WHERE SINGLES CLICK
Registration Number:	2710049	WHERE SINGLES CLICK
Registration Number:	2710048	WHERE SINGLES CLICK
Registration Number:	1892372	THE NIGHT EXCHANGE

CH \$390.00 2646908

CORRESPONDENCE DATA

Fax Number: (716)845-6474

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (716) 845 - 6000

Email: cbell@kavinokycocook.com

Correspondent Name: Kavinoky Cook LLP

Address Line 1: 726 Exchange Street

Address Line 2: Suite 8000

Address Line 4: Buffalo, NEW YORK 14210

ATTORNEY DOCKET NUMBER:

50329/50874

NAME OF SUBMITTER:

Candace Lynn Bell, Esq.

Total Attachments: 2

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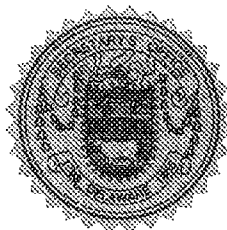
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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "MEMBERWORKS CANADA HOLDCO, INC.", CHANGING ITS NAME FROM "MEMBERWORKS CANADA HOLDCO, INC." TO "LAVALIFE INC.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF MAY, A.D. 2004, AT 2:26 O'CLOCK P.M.



3780251 8100

040527574

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3241328

DATE: 07-19-04

TRADEMARK
REEL: 002925 FRAME: 0642

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION**

MemberWorks Canada Holdco, 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, at a meeting duly held, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:


RESOLVED, that the Certificate of Incorporation of Memberworks Canada Holdco, Inc. be amended by changing Article I thereof so that, as amended, said Article shall be and read as follows:

"The name of the corporation is Lavalife Inc. (the "Corporation")."

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

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.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by James B. Duffy, its President, this 18th day of May, 2004.

By: 
James B. Duffy
President

*State of Delaware
Secretary of State
Division of Corporations
Delivered 02:29 PM 05/18/2004
FILED 02:26 PM 05/18/2004
SRV 040364161 - 3780251 FILE*

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