

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME
EFFECTIVE DATE:	07/02/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Val-Pak Direct Marketing Systems, Inc.		07/02/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Valpak Direct Marketing Systems, Inc.
Street Address:	8605 Largo Lakes Drive
City:	Largo
State/Country:	FLORIDA
Postal Code:	33773
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 77

Property Type	Number	Word Mark
Registration Number:	1605872	AMERICA'S FAVORITE MAIL
Registration Number:	1887411	BOAT-PAK
Registration Number:	2229033	CLUB V-P
Registration Number:	1609381	COUPON UNIVERSITY
Registration Number:	1716606	CU
Registration Number:	2248338	DON'T FORGET TO SAVE WITH VAL-PAK
Registration Number:	2016742	
Registration Number:	2302945	
Registration Number:	2302944	
Registration Number:	2345027	\$
Registration Number:	1975756	
Registration Number:	2022800	

CH \$1940.00 1605872

Registration Number:	2735192	EXPERTS WHO CAN MAKE YOUR HOME A HAVEN
Registration Number:	2602342	EXPERTS WHO CAN MAKE YOUR HOME A HAVEN
Registration Number:	2272429	
Registration Number:	2376048	
Registration Number:	2039542	FRANCHISE PARTNER PROGRAM
Registration Number:	2669867	HOME PARTNERS
Registration Number:	2610484	HOME PARTNERS
Registration Number:	2348950	INSTAPROOF
Registration Number:	2463905	INTROZ
Registration Number:	2479685	INTROZ
Registration Number:	1547647	
Registration Number:	2349717	MY VAL-PAK ENVELOPE
Registration Number:	2348340	MY VAL-PAK ENVELOPE
Registration Number:	1635692	NEIGHBORHOOD TRADE AREA
Registration Number:	1634955	NTA
Registration Number:	1931490	PAKSCOOP
Registration Number:	1976288	POSTAGE
Registration Number:	2290051	
Registration Number:	2318114	
Registration Number:	2356644	
Registration Number:	2411020	SAVINGS ON THE NET
Registration Number:	2288999	SCOOP DECK
Registration Number:	1684617	SCOOPLINE
Registration Number:	2296207	SOLO VALUES
Registration Number:	1808602	SOLO VALUES
Registration Number:	2736551	SPECIAL NIGHT OUT
Registration Number:	2323429	THE MYSTERY OF THE BLUE ENVELOPE
Registration Number:	2474754	THE POWER OF THE MAILBOX
Registration Number:	1851221	PREMIUM COLOR
Registration Number:	1937911	THE SMARTEST VALUES IN YOUR NEIGHBORHOOD
Registration Number:	2358701	THERE'S SOMETHING IN IT FOR YOU
Registration Number:	2556489	THERE'S SOMETHING IN IT FOR YOU
Registration Number:	2451666	THERE'S SOMETHING ON-LINE FOR YOU
Registration Number:	2400885	THERE'S SOMETHING ONLINE FOR YOU
Registration Number:	2195985	V L-PAK

TRADEMARK

REEL: 003017 FRAME: 0855

Registration Number:	2585359	VALPAK
Registration Number:	1289322	VAL-PAK
Registration Number:	1558985	VAL-PAK
Registration Number:	2274521	VAL-PAK
Registration Number:	2231843	VAL-PAK 30 YEARS OF SAVINGS
Registration Number:	2309252	VAL-PAK PREFERRED
Registration Number:	2318610	VAL-PAK PREFERRED
Registration Number:	1884971	VAL-PAK SELECT
Registration Number:	1885238	VAL-PAK SELECT
Registration Number:	2301917	VAL-PAK TRAVEL PAK
Registration Number:	2504294	VALPAK.COM
Registration Number:	2589457	VALPAKPLUS
Registration Number:	1850855	VALU-COLOR
Registration Number:	1648295	VALUE-PAK
Registration Number:	2461053	VALUE-PAK
Registration Number:	1614833	VP.LINK
Registration Number:	2312368	VPOFFICE
Registration Number:	2199927	VPOFFICE
Registration Number:	2361763	VP-SPECS
Registration Number:	1981914	WE DELIVER YOUR NEIGHBORHOOD
Registration Number:	1980425	WELCOME TO THE NEIGHBORHOOD
Serial Number:	78289408	COUPON U
Serial Number:	76330799	
Serial Number:	76333521	
Serial Number:	76330797	
Serial Number:	76321641	
Serial Number:	78389360	PREMIUM COLOR
Serial Number:	76321646	VALPAK
Serial Number:	78359641	VALPAK UNIVERSITY
Serial Number:	78360860	VALPAK UNIVERSITY VU

CORRESPONDENCE DATA

Fax Number: (312)236-7516

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

Phone: 312-368-4000

Email: ch.tm@dlapiper.com

Correspondent Name: Christina L. Martini
Address Line 1: P.O. Box 64807
Address Line 4: Chicago, ILLINOIS 60664-0807

NAME OF SUBMITTER:	Helen M. Gentry
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Signature:	/hmgentry/
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Date:	01/28/2005
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Total Attachments: 1 source=Valpak Change of Name document#page1.tif

**CERTIFICATE OF AMENDMENT
OF THE CERTIFICATE OF OWNERSHIP
OF VAL-PAK DIRECT MARKETING SYSTEMS, INC.**

VAL-PAK DIRECT MARKETING SYSTEMS, INC., a corporation organized and existing under and by virtue of the General Corporation Laws of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said Corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted resolutions proposing and declaring advisable the following amendment to the Certificate of Ownership of said Corporation:

RESOLVED, that it is in the best interest of the Corporation to amend its Certificate of Ownership by changing the Second Article thereof so that, as amended, said Article shall be and read as follows:

"...to change the name of the Company to Valpak Direct Marketing Systems, Inc."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have 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 Section 242 and 228 of the General Corporation Law of the State of Delaware.

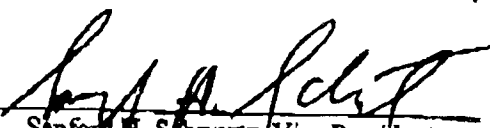
FOURTH: That said Amendment of the Corporation's Certificate of Ownership shall be effective as of the effective date of the filing of this Certificate of Amendment of the Certificate of Ownership with the Secretary of State of the State of Delaware.

FIFTH: That the capital of the Corporation will not be reduced under or by reason of said Amendment.

IN WITNESS WHEREOF, said VAL-PAK DIRECT MARKETING SYSTEMS, INC. has caused this certificate to be signed by its vice president and attested by its secretary, this 2nd day of July, 2004.

VAL-PAK DIRECT MARKETING SYSTEMS, INC.

By:


Sanford H. Schwartz, Vice President

ATTEST:

By:


Andrew A. Merdek, Secretary