

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Certificate of Conversion

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cendant Membership Services Holdings Subsidiary, Inc.		12/23/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Cendant Membership Services Holdings Subsidiary LLC
Street Address:	100 Connecticut Avenue
City:	Norwalk
State/Country:	CONNECTICUT
Postal Code:	06850
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Serial Number:	76603066	TRILEGIANT LOYALTY SOLUTIONS
Serial Number:	76603065	
Serial Number:	76274152	CREDITREPORTPLACE
Serial Number:	76264426	DIGITALPROTECTIONPLUS
Serial Number:	76264425	
Serial Number:	76255345	DIGITAL PROTECTION PLUS
Serial Number:	76231931	PRIVACYSORE
Serial Number:	76180212	TRILEGIANT

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

CH \$215.00 76603066

Address Line 1: 1 Sylvan Way
Address Line 4: Parsippany, NEW JERSEY 07054

NAME OF SUBMITTER:	Susan L. Crane
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Signature:	/susanlcrane/
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Date:	03/16/2005
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Delaware

PAGE 1

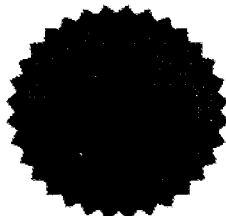
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "CENDANT MEMBERSHIP SERVICES HOLDINGS SUBSIDIARY, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "CENDANT MEMBERSHIP SERVICES HOLDINGS SUBSIDIARY, INC." TO "CENDANT MEMBERSHIP SERVICES HOLDINGS SUBSIDIARY LLC", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2004, AT 5:17 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2518407 8100V

040938688



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3578081

DATE: 12-27-04

TRADEMARK
REEL: 003047 FRAME: 0258

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:17 PM 12/23/2004
FILED 05:17 PM 12/23/2004
SRV 040938688 - 2518407 FILE

CERTIFICATE OF CONVERSION
OF
CENDANT MEMBERSHIP SERVICES HOLDINGS SUBSIDIARY, INC.
TO
CENDANT MEMBERSHIP SERVICES HOLDINGS SUBSIDIARY LLC

Pursuant to Section 266 of the General
Corporation Law of the State of Delaware
and Sections 18-204 and 18-214 of the Delaware Limited Liability Company Act

Cendant Membership Services Holdings Subsidiary, Inc., a Delaware corporation (the "Corporation"), does hereby certify to the following facts relating to the conversion of the Corporation into a Delaware limited liability company (the "Conversion") under the name Cendant Membership Services Holdings Subsidiary LLC (the "Company"):

FIRST: The name of the Corporation immediately prior to the filing of this Certificate of Conversion is Cendant Membership Services Holdings Subsidiary, Inc.

SECOND: The original Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on the 26th day of June, 1995. The Corporation's jurisdiction of incorporation immediately prior to the filing of this Certificate of Conversion is the State of Delaware.

THIRD: The name of the limited liability company into which the Corporation shall be converted, as set forth in its Certificate of Formation, is Cendant Membership Services Holdings Subsidiary LLC.

FOURTH: The Conversion has been approved in accordance with Section 266 of the General Corporation Law of the State of Delaware and Section 18-214 of the Delaware Limited Liability Company Act.

FIFTH: Pursuant to Section 103(d) of the General Corporation Law of the State of Delaware, this Certificate of Conversion shall be effective upon filing.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Conversion to be executed on this 23rd day of December, 2004.

CENDANT MEMBERSHIP SERVICES HOLDINGS, INC.

By:



Name: Lynn A. Feldman

Title: Vice President and Assistant Secretary