

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
CENDANT PUBLISHING, INC.		09/28/2005	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	AFFINION PUBLISHING, INC.		
Street Address:	10750 West Charleston, Suite 130		
City:	LAS VEGAS		
State/Country:	NEVADA		
Postal Code:	89135		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	2453903	ELITE REWARDS	
Registration Number:	2580094		
Registration Number:	2703290	UNIFORMED SERVICES SAVINGS NETWORK	
Registration Number:	2843314	WWW.ELITEREWARDS.COM	
Serial Number:	76154947	THE FREEDOM OF CHOICE. THE POWER OF POINTS.	
CORRESPONDENCE DATA			
Fax Number:	(973)496-4624		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	9734965139		
Email:	uspto.legal@cendant.com		
Correspondent Name:	Susan Crane		
Address Line 1:	1 Sylvan Way		
Address Line 4:	PARSIPPANY, NEW JERSEY 07054		
ATTORNEY DOCKET NUMBER:	CPUB/RETAINED IP		

CH \$140.00 2453903

900034487

TRADEMARK
REEL: 003179 FRAME: 0890

NAME OF SUBMITTER:	Susan L. Crane
Signature:	/susanlcrane/
Date:	10/21/2005
Total Attachments: 2 source=Cendant Publishing (name change)#page1.tif source=Cendant Publishing (name change)#page2.tif	

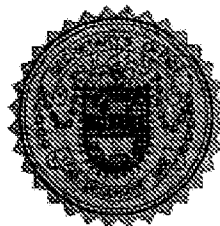
Delaware

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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 "CENDANT PUBLISHING, INC.", CHANGING ITS NAME FROM "CENDANT PUBLISHING, INC." TO "AFFINION PUBLISHING, INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF SEPTEMBER, A.D. 2005, AT 11:54 O'CLOCK A.M.

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



2171616 8100

050794035

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4190319

DATE: 09-28-05

TRADEMARK
REEL: 003179 FRAME: 0892

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
CENDANT PUBLISHING, INC.**

Cendant Publishing, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, (the "Corporation") DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of the Corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable an amendment to the Certificate of Incorporation of the Corporation to change the name of the Corporation to "Affinion Publishing, Inc."

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

"RESOLVED, that Article FIRST of the Certificate of Incorporation be amended to read as follows:

"FIRST: The name of the Corporation is **Affinion Publishing, Inc.**

FURTHER RESOLVED, that the foregoing name change shall be effective upon the filing of this certificate."

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, the Corporation has caused this certificate to be signed by Eric J. Bock, its Executive Vice President and Secretary, this 23rdth day of September, 2005.


Eric J. Bock
Executive Vice President and Secretary

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:09 PM 09/28/2005
FILED 11:54 AM 09/28/2005
SRV 050794035 - 2171616 FILE