

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 Blvd., Suite 130
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89135
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 31

Property Type	Number	Word Mark
Registration Number:	1016434	BANCLUB
Registration Number:	1117418	THE CLUB
Registration Number:	1213421	THE CLASSIC
Registration Number:	1231301	THE WINNER
Registration Number:	1237600	CHECK CLUB
Registration Number:	1237601	CHECK CLUB
Registration Number:	1308325	BONUS BANKING
Registration Number:	1344981	THE FINANCIAL ADVANTAGE
Registration Number:	1416936	NEW OUTLOOKS CLUB
Registration Number:	1521202	FISI MADISON FINANCIAL
Registration Number:	1555068	CLUB 55 PLUS
Registration Number:	1629396	FISI
Registration Number:	1629399	FIFTY AND BETTER
Registration Number:	1660372	SOJOURNS

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Registration Number:	1670699	50 GRAND
Registration Number:	1679610	SAVERS CLUBS OF AMERICA
Registration Number:	1689640	MATTERS OF IMPORTANCE
Registration Number:	1969218	SAVERS CLUB
Registration Number:	1989276	BETTER THAN FREE CHECKING
Registration Number:	1995575	FIFTY-FIVE AND BETTER
Registration Number:	2238246	PRIORITY CHECKING
Registration Number:	2267788	BUSINESS ASSET
Registration Number:	2271820	
Registration Number:	2346422	FINANCIAL SERVICES ASSOCIATION
Registration Number:	2369298	SAMPLE THE SAVINGS
Registration Number:	2455690	VALUE AWARENESS GUARANTEE
Registration Number:	2568573	CREDITEXPANSION
Registration Number:	2579955	SMALL BUSINESS CENTRAL
Registration Number:	2605502	SMALL BUSINESS CENTRAL
Registration Number:	2780368	WELLNESS EXTRAS
Registration Number:	2787121	RECREATIONPLUS

CORRESPONDENCE DATA

Fax Number: (212)468-4888
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (212) 468-4800
Email: jkatz@dglaw.com, tjones-houston@dglaw.com
Correspondent Name: Jeffrey C. Katz, Esq.
Address Line 1: 1740 Broadway
Address Line 4: New York, NEW YORK 10019

ATTORNEY DOCKET NUMBER:	00517-0237-000
NAME OF SUBMITTER:	Jeffrey C. Katz
Signature:	/jeffrey c. katz/
Date:	12/23/2005

Total Attachments: 5
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**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below:

1. Name of conveying party(ies)/Execution Date(s):

Cendant Publishing, Inc.

- Individual(s) Association
 General Partnership Limited Partnership
 Corporation – State
 Other

Citizenship - Delaware

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
 Security Agreement Change of Name
 Government Interest Assignment

Execution Date(s) 09/28/2005

2. Name and Address of receiving party(ies)

Additional name(s) & address(es) attached? Yes No

Name: Affinion Publishing, Inc.

Internal Address:

Street Address: 10750 West Charleston Blvd, Suite 130

City: Las Vegas

State: Nevada

Country: United States Zip: 89135

Association – Citizenship _____

General Partnership – Citizenship _____

Limited Partnership – Citizenship _____

Corporation – Citizenship Delaware

Other

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No.

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

A. Trademark Application No(s).

B. Trademark Registration No(s).

A. Trademark Application No(s).			B. Trademark Registration No(s).		
			1016434	1237600	1416936
			1117418	1237601	1521202
			1213421	1308325	1555068
			1231301	1344981	1629396

Additional numbers attached? Yes No

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

Jeffrey C. Katz
DAVIS & GILBERT LLP
1740 Broadway
New York, New York 10019

Tel: (212) 468-4800
Fax: (212) 468-4888
jkatz@DGLaw.com

6. Total number of applications and registrations involved:

31

7. Total fee (37 CFR 1.21(h) and 3.41) \$ 790.00

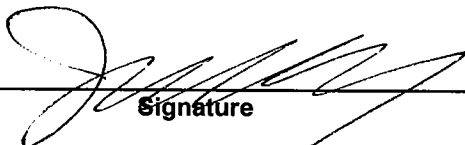
All fees and any deficiencies are authorized to be charged to Deposit Account
(Our Ref. 08756-0785-002)

8. Payment Information

Deposit Account No. **502293**

Authorized user Name: Jeffrey C. Katz

9. Signature.



Signature

12-23-05

Date

Jeffrey C. Katz

Name of Person Signing

Total number of pages including cover sheet, and documents:

5

CONTINUATION:

4. Application number(s) or registration number(s):			
A. Trademark Application No(s).	B. Trademark Registration No(s).		
	1629399	1995575	2568573
	1660372	2238246	2579955
	1670699	2267788	2605502
	1679610	2271820	2780368
	1689640	2346422	2787121
	1969218	2369298	
	1989276	2455690	

**Affinion Publishing, Inc.
U.S. Trademark Registrations**

Mark	Reg. No	Reg. Date
BANCLUB	1016434	7/22/1975
THE CLUB and Design	1117418	5/1/1979
THE CLASSIC	1213421	10/19/1982
THE WINNER	1231301	3/15/1983
CHECK CLUB	1237600	5/10/1983
CHECK CLUB and Design	1237601	5/10/1983
BONUS BANKING	1308325	12/4/1984
THE FINANCIAL ADVANTAGE	1344981	6/25/1985
NEW OUTLOOKS CLUB	1416936	11/11/1986
FISI* MADISON FINANCIAL and Design	1521202	1/17/1989
CLUB 55 and Design	1555068	9/5/1989
FISI	1629396	12/25/1990
FIFTY AND BETTER and Design	1629399	12/25/1990
SOJOURNS	1660372	10/8/1991
50 GRAND	1670699	12/31/1991
SAVERS CLUB OF AMERICA	1679610	3/17/1992
MATTERS OF IMPORTANCE	1689640	5/26/1992
SAVERS CLUB	1969218	4/23/1996
BETTER THAN FREE CHECKING	1989276	07/23/1996
FIFTY-FIVE AND BETTER	1995575	8/20/1996
PRIORITY CHECKING	2238246	4/13/1999
BUSINESS ASSET	2267788	8/3/1999
Cloverleaf Design	2271820	8/24/1999
FINANCIAL SERVICES ASSOCIATION	2346422	5/2/2000
SAMPLE THE SAVINGS	2369298	7/18/2000
VALUE AWARENESS GUARANTEE	2455690	5/29/2001
CreditEXpansion (Stylized)	2568573	5/7/2002
SMALL BUSINESS CENTRAL and Design	2579955	6/11/2002
SMALL BUSINESS CENTRAL	2605502	8/6/2002
WELLNESS EXTRAS	2780368	11/4/2003
RECREATIONPLUS	2787121	11/25/2003

Delaware

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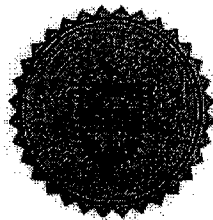
The First State

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 DEEDS.

2171616 8100

050794035



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4190319

DATE: 09-28-05

TRADEMARK
REEL: 003216 FRAME: 0274

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