

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
Trilegiant Loyalty Solutions, Inc.		02/21/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Affinion Loyalty Group, Inc.
Street Address:	7814 Carousel Lane
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23294-4212
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	2599208	EMPLOYALTY
Registration Number:	2796353	CHARITY REWARDS
Registration Number:	2835242	LOLA
Registration Number:	2865507	COMPLETEASSISTANT
Registration Number:	2911429	CELLINSURE
Registration Number:	2952535	DATALAB
Registration Number:	3036788	CONVERTING CUSTOMERS INTO FANS
Serial Number:	78529196	HOME ASSISTANT
Serial Number:	78674264	ELECTRONICS GUARD
Serial Number:	78690536	LEGAL ASSISTANT
Serial Number:	78785631	THE REWARDS SHOP
Serial Number:	78785658	EXPERIENCE THE POWER OF POINTS

CORRESPONDENCE DATA

CH \$315.00 2599208

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:	00517-0243-000
NAME OF SUBMITTER:	Jeffrey C. Katz
Signature:	/jeffrey c. katz/
Date:	03/30/2006

Total Attachments: 4
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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):

Trilegiant Loyalty Solutions, 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) 02/21/2006

2. Name and Address of receiving party(ies)

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

Name: Affinion Loyalty Group, Inc.

Internal Address:

Street Address: 7814 Carousel Lane

City: Richmond

State: Virginia

Country: United States Zip: 23294-4212

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).

78/529196

78/674264

78/690536

2599208

2796353

2835242

78/785631

78/785658

2865507

2911429

2952535

3036788

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:

12

7. Total fee (37 CFR 1.21(h) and 3.41) \$ 315.00

All fees and any deficiencies are authorized to be charged to Deposit Account
(Our Ref. 00517-0243-000)

8. Payment Information

Deposit Account No. 502293

Authorized user Name: Jeffrey C. Katz

9. Signature.



Signature

3-30-06

Date

Jeffrey C. Katz

Name of Person Signing

Total number of pages including cover sheet, and documents:

4

Delaware

PAGE 1

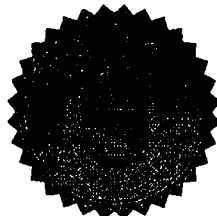
The First State

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 "TRILEGIANT LOYALTY SOLUTIONS, INC.", CHANGING ITS NAME FROM "TRILEGIANT LOYALTY SOLUTIONS, INC." TO "AFFINION LOYALTY GROUP, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF FEBRUARY, A.D. 2006, AT 2:22 O'CLOCK P.M.

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

3409335 8100

060160164



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4536445

DATE: 02-21-06

TRADEMARK
REEL: 003279 FRAME: 0462

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION

OF

TRILEGIANT LOYALTY SOLUTIONS, INC.

Dated February 21, 2006

Trilegiant Loyalty Solutions, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL"), does hereby certify as follows:

FIRST: That by unanimous written consent of the Board of Directors of the Corporation, resolutions were adopted setting forth a proposed amendment to the Certificate of Incorporation of the Corporation (the "Certificate"), declaring its advisability, and directing that the amendment proposed be submitted to the stockholders of the Corporation for consideration and approval.

SECOND: That the sole stockholder of the Corporation, by written consent in lieu of a special meeting, consented to and adopted this amendment.

THIRD: That this amendment was duly adopted in accordance with the applicable provisions of Sections 228 and 242 of the DGCL.

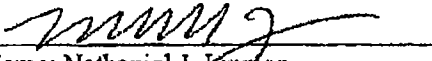
FOURTH: The Certificate is hereby amended by deleting the FIRST paragraph thereof and by substituting in lieu of said FIRST paragraph the following new FIRST paragraph:

"FIRST. The name of the corporation is Affinion Loyalty Group, Inc."

* * * * *

IN WITNESS WHEREOF, the Corporation has caused the undersigned to execute this Certificate as of the date set forth herein.

TRILEGIANT LOYALTY SOLUTIONS, INC.,

By: 
Name: Nathaniel J. Lipman
Title: President and Chief Executive Officer

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