

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Submission to correct an error in cover sheet previously recorded on 6/6/06 at Reel/Frame: 003322/0181 -- to correct the P.O. Box in the Assignee's Address to read "P.O. Box 59159"

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Carlson Marketing Group, Inc.		01/19/2006	CORPORATION: NEW JERSEY

RECEIVING PARTY DATA

Name:	Carlson Marketing Worlwide, Inc.
Street Address:	Carlson Parkway, P.O. Box 59159
City:	Minneapolis
State/Country:	MINNESOTA
Postal Code:	55459-8249
Entity Type:	CORPORATION: NEW JERSEY

PROPERTY NUMBERS Total: 69

Property Type	Number	Word Mark
Registration Number:	2944896	RESPONSIBLE INFORMATION MANAGEMENT
Registration Number:	2903247	GOLD PO1NTS REWARD NETWORK
Registration Number:	2891215	FOR CONNECTIONS THAT COUNT
Registration Number:	2849587	REWARD YOURSELF EVERY DAY.
Registration Number:	2849141	BUILDING BETTER RELATIONSHIPS
Registration Number:	2808486	RSX
Registration Number:	2788869	DESTINATIONS BY DESIGN
Registration Number:	2617379	SALESDRIVER
Registration Number:	2610488	MEETINGSLOGIC
Registration Number:	2604342	BEST PRICE FIRST
Registration Number:	2571018	1TO1 MARKETER
Registration Number:	2549656	INSIDE 1 TO 1

CH \$1740.00 2944896

Registration Number:	2530781	ENRICHING THE EMPLOYEE EXPERIENCE
Registration Number:	2530758	MYWORKLINK
Registration Number:	2528742	TOTAL ENGAGEMENT MODEL
Registration Number:	2518771	ARCATA
Registration Number:	2506766	EXPERIENCE MANAGEMENT PROFIT CHAIN
Registration Number:	2492058	IDIC
Registration Number:	2490326	SALESDRIVER
Registration Number:	2490099	GOLD POINTS REWARDS
Registration Number:	2488375	1TO1.COM
Registration Number:	2484102	BEST OF EVERYTHING
Registration Number:	2471801	GLOBAL REWARDS
Registration Number:	2469957	PEPPERS & ROGERS GROUP
Registration Number:	2451216	LOYALTY MONITOR
Registration Number:	2435782	1TO1
Registration Number:	2428324	GOLD POINTS REWARDS
Registration Number:	2414870	REWARD YOURSELF!
Registration Number:	2401235	1TO1
Registration Number:	2371491	SUCCESS METRICS
Registration Number:	2268731	BRAVO!
Registration Number:	2266255	BEST OF EVERYTHING
Registration Number:	2221459	READY REWARDS
Registration Number:	2176443	GOLD POINTS
Registration Number:	2168865	SAVACCOUNT
Registration Number:	2077804	GOLD POINTS PLUS
Registration Number:	2036493	MARKETING 1:1
Registration Number:	2013672	TRAVPASS
Registration Number:	1991838	RELATIONSHIPS. RETENTION. RESULTS.
Registration Number:	1807896	V-I-P CHECKS
Registration Number:	1737423	CARLSON MARKETING GROUP
Registration Number:	1537619	PRISM
Registration Number:	1534593	SUPER CASH
Registration Number:	1531197	KEYSTONE
Registration Number:	1502447	FAMILY CASH
Registration Number:	1485588	WINNING LIFESTYLES
Registration Number:	1472213	THE ULTIMATE OUTLET

Registration Number:	1471611	CARLSON MARKETING GROUP
Registration Number:	1451249	AUTO BUCKS
Registration Number:	1445547	BAKERS DOUGH
Registration Number:	1440154	FREQUENT SHOPPER DOLLARS
Registration Number:	1400626	SCRATCH 'N WIN
Registration Number:	1383346	TRAVPASS
Registration Number:	1374726	V.I.P. CHECKS
Registration Number:	1222835	
Registration Number:	1211805	QUIK SAVINGS
Registration Number:	1061837	CASH DIVIDEND
Registration Number:	1041052	SHOPPERS CASH COUPONS
Registration Number:	1040233	STRIKE GOLD
Registration Number:	978335	SHOPPERS CASH
Registration Number:	944268	SUPER DISCOUNT
Registration Number:	932713	INSTANT DISCOUNT
Registration Number:	684556	GOLD BOND
Registration Number:	506080	GOLD BOND
Serial Number:	76005694	RETURN ON RELATIONSHIP
Serial Number:	76272744	VIRTUAL ACCESS
Serial Number:	78411308	RETURN ON CUSTOMER
Serial Number:	78411315	ROC
Serial Number:	78757350	CARLSON MARKETING

CORRESPONDENCE DATA

Fax Number: (612)332-9081
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 612/332-5300
Email: rerrickson@merchantgould.com
Correspondent Name: Christopher J. Schulte
Address Line 1: P.O. Box 2910
Address Line 4: Minneapolis, MINNESOTA 55402-0910

ATTORNEY DOCKET NUMBER:	6973.00000005
NAME OF SUBMITTER:	Christopher J. Schulte
Signature:	/Christopher J. Schulte/
Date:	06/08/2007

Total Attachments: 16

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06/06/2006
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NATURE OF CONVEYANCE:	CHANGE OF NAME		
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RECEIVING PARTY DATA			
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Street Address:	Carlson Parkway, P. O. Box 59195		
City:	Minneapolis		
State/Country:	MINNESOTA		
Postal Code:	55459-8249		
Entity Type:	CORPORATION: NEW JERSEY		
PROPERTY NUMBERS Total: 69			
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Fax Number: (612)332-9081

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Phone: 612 332-5300

Email: vdenbeste@merchant-gould.com

Correspondent Name: Sandra Epp Ryan

Address Line 1: P. O.Box 2910

Address Line 4: Minneapolis, MINNESOTA 55402-0910

ATTORNEY DOCKET NUMBER:	6973.00000005
NAME OF SUBMITTER:	Sandra Epp Ryan
Signature:	/Sandra Epp Ryan/
Date:	06/06/2006

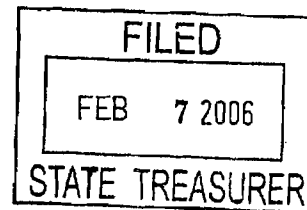
Total Attachments: 2

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New Jersey Division of Revenue

Certificate of Amendment to the Certificate of Incorporation
(For Use by Domestic Profit Corporations)



Pursuant to the provisions of Section 14A:9-2 (4) and Section 14A:9-4 (3), Corporations, General, of the New Jersey Statutes, the undersigned corporation executes the following Certificate of Amendment to its Certificate of Incorporation:

1. The name of the corporation is:

Carlson Marketing Group, Inc.

2. The following amendment to the Certificate of Incorporation was approved by the directors and thereafter duly adopted by the shareholders of the corporation on the 19th day of January, 2006

Restated

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

The name of the corporation is Carlson Marketing Worldwide, Inc.

3. The number of shares outstanding at the time of the adoption of the amendment was: 2,500

The total number of shares entitled to vote thereon was: 25

If the shares of any class or series of shares are entitled to vote thereon as a class, set forth below the designation and number of outstanding shares entitled to vote thereon of each such class or series. (Omit if not applicable).

N/A

4. The number of shares voting for and against such amendment is as follows: (If the shares of any class or series are entitled to vote as a class, set forth the number of shares of each such class and series voting for and against the amendment, respectively).

Number of Shares Voting for Amendment
25 Common

Number of Shares Voting Against Amendment
0

5. If the amendment provides for an exchange, reclassification or cancellation of issued shares, set forth a statement of the manner in which the same shall be effected. (Omit if not applicable).

6. Other provisions: (Omit if not applicable).

BY: *Wanda K. Cahill*

(Signature)

Dated this 20th day of January, 2006

Wanda K. Cahill, Vice President-Legal

May be executed by the Chairman of the Board, or the President, or a Vice President of the Corporation.

**MINUTES OF ACTION OF
THE SOLE SHAREHOLDER OF
CARLSON MARKETING GROUP, INC.**

The undersigned, being the Sole Shareholder of the outstanding shares of stock of Carlson Marketing Group, Inc., a New Jersey corporation, acting together pursuant to the provisions of New Jersey Statutes, do hereby agree to the adoption of and do hereby adopt the following resolutions on the 19th day of January, 2006:

"AMENDMENT TO RESTATED CERTIFICATE OF INCORPORATION"

RESOLVED, that the FIRST (section) of the Restate Certificate of Incorporation of Carlson Marketing Group, Inc. be and the same hereby is amended in its entirety to read as follows:


FIRST (section):

The name of the corporation is Carlson Marketing Worldwide, Inc.

FURTHER RESOLVED, that the President and the Secretary of this corporation be and they hereby are authorized and directed to make, execute and acknowledge a certificate embracing the foregoing resolution and to cause such certificate to be filed for record in the manner required by law."

CARLSON COMPANIES, INC.

By


Marilyn Carlson Nelson

Its Chair of the Board & Chief
Executive Officer

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WKE

By


Curtis C. Nelson

Its President