

**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
The Return Exchange, Inc.		01/25/2008	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	The Retail Equation, Inc.
Street Address:	6430 Oak Canyon, Suite 250
City:	Irvine
State/Country:	CALIFORNIA
Postal Code:	92618
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 12**

Property Type	Number	Word Mark
Serial Number:	75658870	RETURN EXCHANGE
Serial Number:	75732137	VERIFY-1
Registration Number:	3245778	RETURN ACTIVITY REPORT
Registration Number:	3243111	RETAILCOMPARE
Registration Number:	3319144	THE INTELLIGENT COUPON
Serial Number:	77196065	RETURN REWARDS
Serial Number:	77319096	BOUNCEBACK COUPON
Serial Number:	77319082	REBATE REWARDS
Serial Number:	77319089	PURCHASE REWARDS
Serial Number:	77114675	CHECK REWARDS
Serial Number:	77320277	THE RETAIL EQUATION
Registration Number:	3319145	RETURN REWARDS

**CORRESPONDENCE DATA**

CH \$315.00 75658870

Fax Number: (949)760-9502  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 949-760-0404  
Email: efilng@kmob.com  
Correspondent Name: Stacey R. Halpern  
Address Line 1: 2040 Main Street, Fourteenth floor  
Address Line 4: Irvine, CALIFORNIA 92614

ATTORNEY DOCKET NUMBER:	RETEX.000GEN
NAME OF SUBMITTER:	Stacey R. Halpern
Signature:	/Stacey R. Halpern/
Date:	02/20/2008

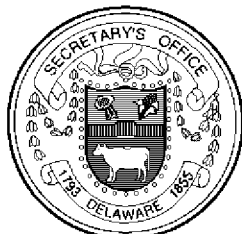
**Total Attachments: 3**  
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# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "THE RETURN EXCHANGE, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "THE RETAIL EQUATION, INC.", THE TWENTY-FIFTH DAY OF JANUARY, A.D. 2008, AT 4:42 O'CLOCK P.M.



3008452 8320

080085728

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6339527

DATE: 01-25-08

TRADEMARK  
REEL: 003722 FRAME: 0413

# 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 "THE RETURN EXCHANGE, INC.", CHANGING ITS NAME FROM "THE RETURN EXCHANGE, INC." TO "THE RETAIL EQUATION, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF JANUARY, A.D. 2008, AT 4:42 O'CLOCK P.M.

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

3008452 8100

080085728

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6339526

DATE: 01-25-08

TRADEMARK  
REEL: 003722 FRAME: 0414

**CERTIFICATE OF AMENDMENT OF  
AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION  
OF THE RETURN EXCHANGE, INC.,  
a Delaware Corporation**

The Return Exchange, 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:

ONE: That on December 17, 2007 resolutions were duly adopted by the Corporation's Board of Directors setting forth, approving and adopting a proposed amendment to the Corporation's Amended and Restated Certificate of Incorporation (the "Certificate"), and declaring such amendment to be advisable and recommended for approval by the Corporation's stockholders, and that such resolutions provide that:

Article I of the Certificate shall be amended and restated to read in its entirety as follows:

"Article I. The Name of the Corporation is The Retail Equation, Inc."

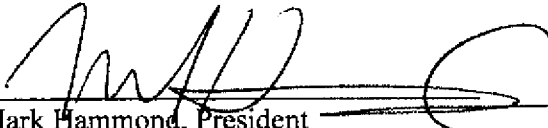
TWO: That on December 17, 2007 the Corporation's stockholders approved such amendment by vote of the outstanding shares in accordance with Section 228 of the General Corporation Law of the State of Delaware.

THREE: That such amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

FOUR: That the capital of the Corporation shall not be reduced under or by reason of such amendment.

IN WITNESS WHEREOF, this Certificate of Amendment of Amended and Restated Certificate of Incorporation has been executed as of this 24<sup>th</sup> day of January, 2008.

THE RETURN EXCHANGE, INC.

  
Mark Hammond, President