

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
LendingTree, Inc.		12/29/2004	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	LendingTree, LLC		
<b>Street Address:</b>	11115 Rushmore Dr		
<b>City:</b>	charlotte		
<b>State/Country:</b>	NORTH CAROLINA		
<b>Postal Code:</b>	28277		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	0252938		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(949)255-5131		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	704 943 8472		
<b>Email:</b>	dashley@lendingtree.com		
<b>Correspondent Name:</b>	Debi Ashley		
<b>Address Line 1:</b>	11115 Rushmore Dr		
<b>Address Line 2:</b>	Legal Dept		
<b>Address Line 4:</b>	charlotte, NORTH CAROLINA 28277		
<b>NAME OF SUBMITTER:</b>	Debra Ashley		
<b>Signature:</b>	/debraashley/		
<b>Date:</b>	03/10/2008		

**OP \$40.00 0252938**

Total Attachments: 9

**900101166**

**TRADEMARK  
 REEL: 003735 FRAME: 0372**

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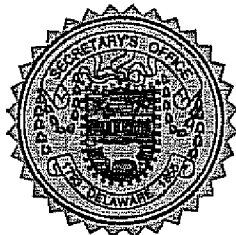
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "LENDINGTREE, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "LENDINGTREE, INC." TO "LENDINGTREE, LLC", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2004, AT 3:22 O'CLOCK P.M.

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



2631408 8100V

040950021

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3585123

DATE: 12-29-04

TRADEMARK

REEL: 003735 FRAME: 0374

CERTIFICATE OF CONVERSION

CONVERTING

LENDINGTREE, INC.  
(A Delaware Corporation)

TO

LENDINGTREE, LLC  
(A Delaware Limited Liability Company)

LendingTree, Inc. (the "Converting Corporation"), the corporation that is converting to a Delaware limited liability company (the "Company"), hereby certifies that:

1. Name of Converting Corporation. The name of the Converting Corporation immediately prior to the filing of this Certificate of Conversion was "LendingTree, Inc." The Converting Corporation was originally incorporated as Lewisburg Ventures, Inc.

2. Date and Jurisdiction of Organization of Converting Corporation. The date on which, and the jurisdiction where, the Converting Corporation was organized are as follows:

<u>Date</u>	<u>Jurisdiction</u>
June 7, 1996	Delaware

3. Name of Converted Limited Liability Company. The name of the Delaware limited liability company to which the Converting Corporation has been converted and the name set forth in the Certificate of Formation of the Company filed in accordance with Section 18-214(b) of the Delaware Limited Liability Company Act is "LendingTree, LLC".

4. Approval of Conversion. The conversion of the Converting Corporation to the Company has been approved in accordance with the provisions of Sections 228 and 266 of the General Corporation Law of the State of Delaware and Section 18-214 of the Delaware Limited Liability Company Act.

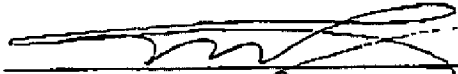
5. Effective Time. This Certificate shall be effective upon its filing in the Office of the Secretary of State of the State of Delaware.

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 03:22 PM 12/29/2004  
FILED 03:22 PM 12/29/2004  
SRV 040950021 - 2631408 FILE

W/811372v2

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of  
Conversion as of December 29, 2004.

LENDINGTREE, INC.

By:   
Name: Matthew A. Packey  
Title: Vice President

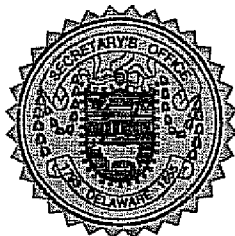
# Delaware

PAGE 2

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "LENDINGTREE, LLC" FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2004, AT 3:22 O'CLOCK P.M.

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



2631408 8100V

040950021

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3585123

DATE: 12-29-04

TRADEMARK

REEL: 003735 FRAME: 0377

CERTIFICATE OF FORMATION

OF

LENDINGTREE, LLC

This Certificate of Formation is being executed as of December 29, 2004 for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Del. C. §§ 18-101 et seq. (the "Delaware LLC Act").

The undersigned, being duly authorized to execute and file this Certificate of Formation, does hereby certify as follows:

1. Name. The name of the limited liability company is LendingTree, LLC (the "Company").
2. Registered Office and Registered Agent. The address of the registered office of the Company in the State of Delaware is c/o National Registered Agents, Inc., 9 East Loockerman Street, Suite 1B in the City of Dover, County of Kent, State of Delaware, 19901. The registered agent of the Company for service of process at such address is National Registered Agents, Inc.
3. Conversion. The Company has been converted to a Delaware limited liability company pursuant to Section 18-214 of the Delaware LLC Act. The Company constitutes a continuation of the existence of the converted other entity in the form of a Delaware limited liability company.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of the date first above written.

  
An Authorized Person

Type or Print Name: Matthew A. Packey

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 03:22 PM 12/29/2004  
FILED 03:22 PM 12/29/2004  
SRV 040950021 - 2631408 FILE

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TRADEMARK  
REEL: 003735 FRAME: 0378

# Delaware

PAGE 1

## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "LENDINGTREE, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR REVOKED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

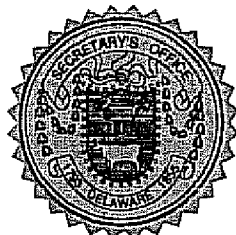
CERTIFICATE OF INCORPORATION, FILED THE SEVENTH DAY OF JUNE, A.D. 1996, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "LEWISBURG VENTURES, INC." TO "CREDITSOURCE USA, INCORPORATED", FILED THE SECOND DAY OF APRIL, A.D. 1997, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "CREDITSOURCE USA, INCORPORATED" TO "CREDITSOURCE USA, INC.", FILED THE TWENTY-FIFTH DAY OF JUNE, A.D. 1997, AT 12:30 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "CREDITSOURCE USA, INC." TO "LENDINGTREE, INC.", FILED THE FOURTH DAY OF FEBRUARY, A.D. 1998, AT 2 O'CLOCK P.M.

RESTATED CERTIFICATE, FILED THE FIRST DAY OF DECEMBER, A.D.



2631408 8310

040950574

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 3584978

DATE: 12-29-04

**TRADEMARK**  
**REEL: 003735 FRAME: 0379**



# Delaware

PAGE 2

*The First State*

1998, AT 5:30 O'CLOCK P.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE THIRTIETH DAY OF DECEMBER, A.D. 1998, AT 4 O'CLOCK P.M.

RESTATED CERTIFICATE, FILED THE SEVENTEENTH DAY OF SEPTEMBER, A.D. 1999, AT 4:30 O'CLOCK P.M.

RESTATED CERTIFICATE, FILED THE THIRD DAY OF FEBRUARY, A.D. 2000, AT 12 O'CLOCK P.M.

RESTATED CERTIFICATE, FILED THE TWENTY-SECOND DAY OF FEBRUARY, A.D. 2000, AT 8:30 O'CLOCK A.M.

CERTIFICATE OF DESIGNATION, FILED THE TWENTY-SECOND DAY OF FEBRUARY, A.D. 2000, AT 8:35 O'CLOCK A.M.

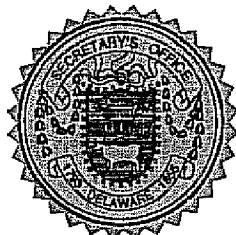
CERTIFICATE OF DESIGNATION, FILED THE NINETEENTH DAY OF MARCH, A.D. 2001, AT 1 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, FILED THE EIGHTH DAY OF AUGUST, A.D. 2003, AT 9:21 O'CLOCK A.M.

CERTIFICATE OF MERGER, FILED THE EIGHTH DAY OF AUGUST, A.D. 2003, AT 4:37 O'CLOCK P.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE NINETEENTH DAY OF MARCH, A.D. 2004, AT 3:25 O'CLOCK P.M.

RESTATED CERTIFICATE, FILED THE SECOND DAY OF SEPTEMBER,



2631408 8310

040950574

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3584978

DATE: 12-29-04

**TRADEMARK**

**REEL: 003735 FRAME: 0380**

# Delaware

PAGE 3

*The First State*

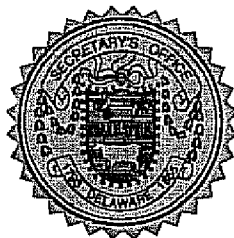
A.D. 2004, AT 2:28 O'CLOCK P.M.

CERTIFICATE OF CONVERSION, CHANGING ITS NAME FROM  
"LENDINGTREE, INC." TO "LENDINGTREE, LLC", FILED THE  
TWENTY-NINTH DAY OF DECEMBER, A.D. 2004, AT 3:22 O'CLOCK P.M.

CERTIFICATE OF FORMATION, CHANGING ITS NAME FROM  
"LENDINGTREE, INC." TO "LENDINGTREE, LLC", FILED THE  
TWENTY-NINTH DAY OF DECEMBER, A.D. 2004, AT 3:22 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID  
CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE  
AFORESAID LIMITED LIABILITY COMPANY.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE  
BEEN PAID TO DATE.



2631408 8310

040950574

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3584978

DATE: 12-29-04

**TRADEMARK**

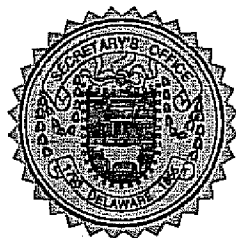
**REEL: 003735 FRAME: 0381**

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION "LENDINGTREE, INC." TO A DELAWARE LIMITED LIABILITY COMPANY OF "LENDINGTREE, LLC", WAS FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2004, AT 3:22 O'CLOCK P.M.



2631408 8317

040950588

*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 5584988

DATE: 12-29-04

RECORDED: 03/10/2008

TRADEMARK  
REEL: 003735 FRAME: 0382