

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 Point, Inc.		06/16/2009	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Groupon, Inc.		
Street Address:	600 West Chicago Avenue		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60654		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3685954	GROUPON	
Registration Number:	3513882	GROUP-ONS	
CORRESPONDENCE DATA			
Fax Number:	(312)673-0361		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	3126730360		
Email:	pine@vp-law.com		
Correspondent Name:	Jeffrey A. Pine/Valauskas & Pine LLC		
Address Line 1:	150 South Wacker Drive, Suite 620		
Address Line 4:	Chicago, ILLINOIS 60606		
ATTORNEY DOCKET NUMBER:	5060/3 AND 9		
NAME OF SUBMITTER:	Jeffrey A. Pine		
Signature:	/jap/		
Date:	01/14/2010		

CH \$65.00 3685954

Total Attachments: 2

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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 "THEPOINT.COM, INC.", CHANGING ITS NAME FROM "THEPOINT.COM, INC." TO "GROUPON, INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF JUNE, A.D. 2009, AT 6:54 O'CLOCK P.M.

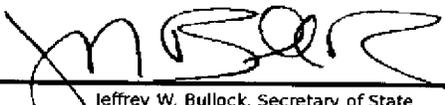
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4489613 8100

090623108

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7366483

DATE: 06-17-09

TRADEMARK
REEL: 004131 FRAME: 0379

CERTIFICATE OF AMENDMENT
TO
AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
THEPOINT.COM, INC.

Pursuant to Section 242 of the General
Corporation Law of the State of Delaware

THE UNDERSIGNED, being the President of **THEPOINT.COM, INC.**, a Delaware corporation, does hereby certify as follows:

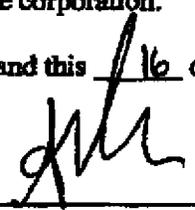
FIRST: That the Amended and Restated Certificate of Incorporation is hereby amended so that Article I shall be deleted as it now exists and the following new Article I shall read:

I.

The name of the corporation is **Groupon, Inc.** (the "**Corporation**" or "**Company**").

SECOND: That such amendment has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware by resolutions of the board of directors and the stockholders of the corporation.

IN WITNESS WHEREOF, I have hereunto set my hand this 16 day of June, 2009.


By: Andrew Mason
Title: President