

**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
UAL Loyalty Services, LLC		12/31/2009	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

Name:	Mileage Plus Holdings, LLC
Street Address:	77 W. Wacker Drive
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60601
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 11**

Property Type	Number	Word Mark
Registration Number:	3195600	CRUISE4MILES
Registration Number:	2988055	AMENITI
Registration Number:	2995801	AMENITI LUXURY TRAVEL CLUB
Registration Number:	3059462	MILEAGE PLUS TRANSFER MILES
Registration Number:	2945974	MILEAGE PLUS MALL
Serial Number:	78872166	CHOICES GOING BEYOND MILES
Serial Number:	78872170	MILEAGE PLUS CHOICES GOING BEYOND MILES
Serial Number:	78857044	CHOICES
Serial Number:	78857047	MILEAGE PLUS CHOICES
Serial Number:	78857050	CHOICES FROM MILEAGE PLUS
Registration Number:	3610590	AWARD ACCELERATOR

**CORRESPONDENCE DATA**

Fax Number: (312)321-4299

**900163774**

**TRADEMARK  
 REEL: 004218 FRAME: 0251**

**CH \$290.00 3195600**

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Email: officeactions@brinkshofer.com  
Correspondent Name: Joshua S. Frick  
Address Line 1: P.O. Box 10395  
Address Line 4: Chicago, ILLINOIS 60610

ATTORNEY DOCKET NUMBER:	11332.0002
NAME OF SUBMITTER:	Joshua S. Frick
Signature:	/Joshua S. Frick/
Date:	06/04/2010
Total Attachments: 2 source=ULS name change to Mileage Plus Holding, LLC#page1.tif source=ULS name change to Mileage Plus Holding, LLC#page2.tif	

**UAL Loyalty Services, LLC  
Consent of the Board of Managers  
in Lieu of Meeting  
December 31, 2009**

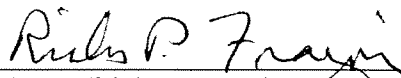
Pursuant to Section 18-404(d) of the Delaware Limited Liability Company Act (the "LLCA") and Section 3.1(d) of the Limited Liability Company Agreement of UAL Loyalty Services, LLC (the "Company"), the undersigned, being all the members of the Board of Managers of the Company (the "Board"), do hereby consent to, approve and adopt the following resolutions by unanimous consent as of this date in lieu of a meeting of the Board:


**RESOLVED** that the Certificate of Formation of the Company is hereby amended by the deletion of the current text of Article FIRST in its entirety and the substitution in its place of the following text:

**FIRST**

The name of the limited liability company is Mileage Plus Holdings, LLC (the "Company").

IN WITNESS WHEREOF, the undersigned have executed this Consent, which may be signed in one or more counterparts, as of the date first above written.

By:   
Name: Ricks P. Frazier  
Title: Manager

  
By: \_\_\_\_\_  
Name: Kathryn A. Mikells  
Title: Manager

  
By: \_\_\_\_\_  
Name: John P. Tague  
Title: Manager